



**ABN 88 009 153 128**

**Annual Financial Report**

**30 JUNE 2011**

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## CORPORATE DIRECTORY

### **DIRECTORS:**

Mark S Savage (Chairman)  
Michael J Carrick  
Justine A Magee  
David A T Cruse  
Robert N Scott  
Phil C Lockyer

### **SECRETARY:**

Hannah C Hudson

### **REGISTERED AND PRINCIPAL OFFICE:**

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BGC Centre  
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Perth WA 6000

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### **BANKERS:**

Australia and New Zealand Banking Group Limited  
77 St Georges Terrace  
Perth WA 6000

BNP Paribas  
20 Collyer Quay Tung Centre  
Singapore 049319

### **AUDITORS:**

Ernst & Young  
11 Mounts Bay Road  
Perth WA 6000

### **STOCK EXCHANGE:**

Australian Stock Exchange Limited  
*Exchange Code:*  
CGX – Fully paid ordinary shares

Toronto Stock Exchange Inc  
*Exchange Code:*  
CGA – Fully paid ordinary shares

### **SHARE REGISTER:**

Australian Register  
Computershare Investor Services Pty  
Limited  
Level 2  
45 St Georges Terrace  
Perth WA 6000

Telephone: 1300 557 010 or + 61 8  
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Computershare Investor Services Inc  
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### **LAWYERS**

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## **DIRECTORS' REPORT**

The Directors of CGA Mining Limited ("the Company" or "CGA") present their report on the consolidated entity consisting of CGA and the entities it controlled during the year ended 30 June 2011 (the "Consolidated Entity" or "the Group"). The Company's functional and presentation currency is USD (\$).

A description of the Company's operations and its principal activities is included on page 7.

### **1. DIRECTORS AND COMPANY SECRETARY**

The names and details of the Company's directors in office during the financial year and until the date of this report are as follows. Directors were in office for the entire period unless otherwise stated.

#### **Current Directors**

##### **Mark S Savage Chairman**

Mr Savage was born and educated in the United States of America ("US") where he received a business degree from the University of Colorado and was a senior executive for a number of US banks. He then joined an Australian based merchant bank and completed the Securities Institute of Australia course.

Mr Savage has gained experience in the debt and equity markets as well as in the corporate advisory area. He currently holds directorship positions with Global Petroleum Limited (since 1999), Tower Resources Limited (since January 2006) and Ratel Group Limited ("Ratel") (since October 2010). Mr Savage was appointed a director of the Company on 17 April 2000.

Mr Savage is a member of the Corporate Governance and Remuneration Committees.

##### **Michael J Carrick President and Chief Executive Officer**

Mr. Michael Carrick is a Chartered Accountant with over 20 years experience in the resources sector. He was previously Executive Chairman of AGR Limited, the entity which owned and developed the Boroo Gold Project in Mongolia, and Chief Executive Officer of Resolute Limited, one of Australia's largest gold producers. Prior to joining Resolute, Mr. Carrick was a senior partner of Arthur Andersen.

Mr. Carrick holds degrees majoring in economics, law, business administration and accounting and has been responsible for the acquisition, development, and operation of a number of major gold projects, both in Australia and internationally. He was appointed a director of the Company on 6 January 2004, and is also a director of Ratel (since October 2010) and St Augustine Gold and Copper Limited (since January 2011).

Mr. Carrick resigned as a member of the Remuneration Committee on 13 November 2009

##### **Justine A Magee Executive Director and Chief Financial Officer**

Ms Magee is a Chartered Accountant with extensive experience in the resource sector having headed the corporate and finance areas for Resolute Limited for 6 years. She was formerly with Arthur Andersen and a director of AGR Limited. Ms Magee's principal responsibilities are legal and finance, arranging of debt and equity issues and review and execution of new business opportunities in the resources sector. Ms Magee holds a Commerce Degree from the University of

Western Australia. She was appointed a director of the Company on 23 November 2004 and does not hold directorships in any other listed company.

Ms Magee is a member of the Disclosure and Corporate Governance Committees and resigned as a member of the Audit Committee on 13 November 2009.

**Robert N Scott**  
**Non Executive Director**

Mr Scott is a Fellow of the Institute of Chartered Accountants in Australia with over 35 years experience as a corporate advisor. Mr Scott is a former senior partner of the international accounting firms of KPMG and Arthur Andersen. Mr Scott currently holds directorships on Sandfire Resources NL, Amadeus Energy Limited, Neptune Marine Services Limited and Homeloans Limited.

Mr Scott is the chair of the CGA Mining Limited Audit Committee and the Disclosure Committee. He was also appointed as chair of the Nomination and member of the Remuneration Committees on 13 November 2009

**Phil C Lockyer**  
**Non Executive Director**

Mr Lockyer is a Mining Engineer and Metallurgist with more than 40 years experience in the mining industry, with an emphasis on gold and nickel, in both underground and open pit mining operations.

Mr Lockyer was employed by WMC Resources for 20 years reaching the position of General Manager of Western Australia responsible for that company's gold and nickel divisions. Mr Lockyer holds directorships on Swick Mining Services Limited, St Barbara Limited, Focus Minerals Limited, and Perilya Limited.

Mr Lockyer is a member of the Audit and Disclosure Committees and was appointed as member of the Nomination Committee on 13 November 2009.

**David A Cruse**  
**Non Executive Director**

Mr Cruse has had a long career in commerce and finance. He was a stockbroker for over 20 years, where he held senior management positions and directorships in the stockbroking industry, with particular focus on capital markets. Recently, Mr Cruse has been involved in the identification and commercialization of a number of resource (including oil and gas) projects.

Mr Cruse was appointed director of CGA Mining Limited on 13 November 2009 and has held a directorship position on the board of Odyssey Energy Limited since 2008.

Mr Cruse was appointed as member of the Audit, Nomination and Remuneration Committees on 13 November 2009.

**Hannah C Hudson**  
**Company Secretary**

Ms Hudson holds a Bachelor of Commerce and a Bachelor of Arts Degree from the University of Western Australia and is a member of the Institute of Chartered Accountants in Australia.

## 2. DIRECTORS INTERESTS

The relevant interest of each Director in the shares and options over such instruments issued by the companies within the Group and other related bodies corporate, as notified by Directors to the Australian Stock Exchange in accordance with s205G(1) of the Corporations Act 2001, at the date of this report is as follows:

Director	Interest in Securities at the date of this report	
	Ordinary Shares <sup>(1)</sup>	Unlisted Options
<b>Current Directors</b>		
Mark S Savage <sup>(3)</sup>	3,573,880	1,500,000 <sup>(2)</sup>
Michael J Carrick <sup>(3)</sup>	1,155,000	5,000,000 <sup>(2)</sup>
Justine A Magee <sup>(3)</sup>	1,113,333	750,000 <sup>(2)</sup>
Robert N Scott	-	-
Phil C Lockyer	-	-
David A Cruse	20,000	-

### Notes

- (1) "Ordinary shares" means fully paid ordinary shares in the capital of the Company.
- (2) "Unlisted Options" means an option to subscribe for one Ordinary Share per option exercisable at A\$0.65 on or before 30 June 2012 of which Mark S Savage has 1,500,000, Michael J Carrick has 2,000,000 and Justine A Magee has 750,000. Michael J Carrick has also been issued with 3,000,000 unlisted options which are an option to subscribe for one Ordinary Share per option exercisable at A\$1.50 on or before 28 November 2013.
- (3) Shares held were not issued as part of remuneration, but issued in the capacity as a shareholder in AGR, an investment acquired by the Company, and subsequently sold on 30 June 2004 (J Magee: 13,333, M Carrick: 55,000). These also relate to 1,100,000 shares held by a non-related entity, for which Mr Carrick, Ms Magee and Mr Savage are directors and have no beneficial interest.

## 3. MEETINGS OF DIRECTORS

The following table sets out the number of meetings of the Company's Directors held during the financial year ended 30 June 2011 and the number of meetings attended by each Director. There were four committees of directors in existence during the financial year, these being, the Audit Committee, Corporate Governance Committee, Compensation Committee and the Disclosure Committee. We refer you to our Corporate Governance section at the end of the director's report for more information.

### Committee Meetings

	Directors Meetings	Audit	Corporate Governance	Remuneration	Nomination	Disclosure
<b>Number of Meetings Held</b>	3	1	-	1	-	-
<b>Number of Meetings Attended</b>						
Mark S Savage	2	-	-	1	-	-
Michael J Carrick	2	-	-	-	-	-
Justine A Magee	3	-	-	-	-	-
Robert N Scott	3	1	-	1	-	-
Phil C Lockyer	3	1	-	-	-	-
David A Cruse	2	1	-	1	-	-

#### 4. PRINCIPAL ACTIVITIES

The principal activity of the Consolidated Entity during the course of the year was mineral exploration and development and the operation of the Masbate Gold Mine. There have been no significant changes in the nature of the principal activities of the Consolidated Entity during the year other than as disclosed in the "Significant Changes in the State of Affairs" section of this report.

#### 5. EMPLOYEES

	2011	2010
The number of full time equivalent people employed by the Consolidated Entity at 30 June 2011 (including consultants).	199.5	181

#### 6. REVIEW OF OPERATIONS AND RESULTS

Net profit after tax for the year ended 30 June 2011 was \$65,082,264 (2010: Net profit after tax of \$15,992,092). During the 2011 financial year, the Group's activities have included the 6.5Mtpa plant upgrade at the Masbate Gold Project, with commissioning of the supplementary crusher having occurred in September 2011. Work on the comprehensive scoping study to lift production rates to 10Mtpa is also well advanced and continues to track well. For the year ended 30 June 2011, the Masbate Gold Project ("the Project") milled 6.152M tonnes producing 190,033 ounces of gold. Total proceeds at year end from gold and silver sales were approximately US\$235.3 million, with an average gold sale price of US\$1,221/oz. The plant at the Project has exceeded all expectations and continues to achieve new monthly throughput production records with the Company announcing in May that the Project had poured 10 tonnes of gold. During the year additional mining fleet has been commissioned to improve the efficiency of the mining operation and will allow the acceleration of cutbacks to ensure ore is available to the mill at an increased rate.

An exploration programme by the group's associate Filminera Resources Corporation was also commenced during the 2010-11 year and is well underway with \$8.123M spent as at 30 June

2011, and a further \$20M expenditure planned in the coming year, with a focus on materially enhancing the reserve and resource base of the project.

During June 2011, the Group successfully achieved Project Completion for the project finance facility for the Masbate Gold Project. Having now satisfied Project Completion, the following additional benefits apply to the facility:

- the margin has reduced from LIBOR plus 3.65% to LIBOR plus 3.15%;
- any guarantees from CGA have been released and the project is non-recourse to CGA;
- the Project will be able to flow all excess funds (above and beyond the Debt Service Reserve Account) to any other entity within the CGA group, with any payment out of the security structure to be applied as to 25% to a further prepayment of the principal outstanding under the facility, subject to the satisfaction of normal financial ratios.

In August 2010, the initial public offering ("IPO") of common shares in Ratel Gold Limited ("Ratel"), a then wholly owned subsidiary, closed successfully. Pursuant to the IPO, Ratel issued 70,000,000 common shares at a price of C\$0.20 per common share, for aggregate gross proceeds of C\$14 million. The IPO diluted the Company's holding in Ratel resulting in loss of control and deconsolidation of Ratel from the Group.

In October 2010 the Company entered into a strategic alliance with Ratel in connection with Ratel's agreement to acquire the interests held by Russell Mining & Minerals, Inc. and their subsidiaries (the "RMMI Group"), in the 20.7M equivalent gold ounce King-king Copper-Gold Project in the Philippines ("the King-king Interests"). The Company subscribed to a total of 50,000,000 additional shares in the Ratel Placement, which along with the acquisition of the King-king interests was successfully closed on 7 January 2011. As part of the above transaction Ratel changed its name to St Augustine Gold and Copper Limited ("St Augustine"). As at 30 June 2011, the Company holds a 22.82% interest in St Augustine with a market value of \$44,226,044.

Concurrently with the closing of the abovementioned transaction on 7 January 2011, Ratel also completed a spin-off of its existing African assets, by way of an entitlement issue back to shareholders of shares in Ratel Group Limited ("Ratel Group"), a TSX-listed company trading under the symbol "RTG". Pursuant to the terms of the reorganisation, the Company was issued five common shares in the capital of Ratel Group for every nine common shares of Ratel held on the share distribution record date of January 6, 2011, being a total of 9,722,222 Ratel shares. The Company also participated in a capital raising of Ratel Group, taking up 19,000,000 shares at C\$0.10 each. As at 30 June 2011, the Company holds a 19.1% interest in Ratel Group with a market value of \$6,321,946.

In November 2010, the Company purchased a further 4,000,000 shares in Sierra Mining Limited ("Sierra"), which holds prospective gold exploration interests in the Philippines. This strategic alliance will leverage CGA's exploration expenditure and further capitalise on the success to date in the Philippines. As at 30 June 2011, the Company holds a 9.5% interest in Sierra with a market value of \$4,181,703 (cost price: \$1,855,494).

For the twelve months ended 30 June 2011, the Group repaid \$19,909,400 on the project finance facility with BNP Paribas, leaving an outstanding balance owing of \$43,478,220 at 30 June 2011.

## **7. DIVIDENDS**

No dividends have been declared, provided for or paid in respect of the financial year ended 30 June 2011.

## **8. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS**

The significant changes in the state of affairs of the Consolidated Entity during the year were:

- During the 2011 financial year, the Company issued 1,050,000 options to employees, pursuant to the employee option plan.

- In August 2010, the IPO of common shares in Ratel, a then wholly owned subsidiary, closed successfully. Pursuant to the IPO, Ratel issued 70,000,000 common shares at a price of C\$0.20 per common share, for aggregate gross proceeds of C\$14 million. The IPO diluted the Company's holding in Ratel resulting in loss of control and deconsolidation of Ratel from the Group.
- In October 2010, the Company entered into a strategic alliance with Ratel in connection with Ratel's agreement to acquire the interests held by Russell Mining & Minerals, Inc. and their subsidiaries (the "RMMI Group"), in the 20.7M equivalent gold ounce King-king Copper-Gold Project in the Philippines ("the King-king Interests"). The Company subscribed to a total of 50,000,000 additional shares in the Ratel Placement, which along with the acquisition of the King-king interests was successfully closed on 7 January 2011. As part of the above transaction Ratel changed its name to St Augustine. As at 30 June 2011 CGA held 67,500,000 St Augustine shares with a market value of \$47,676,323.
- In November 2010, the Company purchased a further 4,000,000 shares in Sierra, which holds prospective gold exploration interests in the Philippines. This strategic alliance will leverage CGA's exploration expenditure and further capitalise on the success to date in the Philippines. As at 30 June 2011 CGA holds approximately a 9.5% interest in Sierra with a market value of \$4,181,703 (cost price: \$1,855,494).
- In January 2011, Ratel also completed a spin-off of its existing African assets by way of an entitlement issue back to shareholders of shares in Ratel Group, a TSX-listed company trading under the symbol "RTG". Pursuant to the terms of the reorganisation, the Company was issued five common shares in the capital of Ratel Group for every nine common shares of Ratel held on the share distribution record date of January 6, 2011, being a total of 9,722,222 Ratel shares.
- The Company also participated in a capital raising of Ratel Group, taking up 19,000,000 shares at C\$0.10 each. As at 30 June 2011 the Company held a 19.1% interest in Ratel Group with a market value of \$6,321,946.
- The Company repaid a further \$19,909,400 on the BNP Paribas loan leaving an outstanding balance owing of \$43,478,220 at 30 June 2011 and achieved economic completion. Economic completion will result in the reduction of the margin from LIBOR plus 3.65% to LIBOR plus 3.15%, the release of any guarantees made by CGA and the project going non-recourse to CGA, and the Project will be able to flow all excess funds (above the Debt Service Reserve Account) to any other entity within the CGA group, with any payment out of the security structure to be applied as to 25% to a further prepayment of the principal outstanding under the facility, subject to the satisfaction of normal financing ratios.

## **9. POST BALANCE DATE EVENTS**

On 10 July 2011, cracks were detected in the SAG mill at the Masbate Gold Project. The SAG mill was shut down and is currently being repaired, and interim production was re-established on 21 July 2011 with a reconfiguration of the grinding circuit. Ore is now being fed directly into the ball mills. Production rates will be steadily increased as the revised circuit is bedded down and the supplementary crushing circuit is commissioned. The repairs to the SAG mill will be done in situ and take approximately 3 months to complete. The Company has an insurance policy for both repairs and loss of profits, subject to the normal deductibles and exclusions.

Additionally, subsequent to year end 50,000 options have been exercised.

## **10. LIKELY DEVELOPMENTS AND EXPECTED RESULTS**

The Company is committed to further developing its current asset base, and identifying new mineral exploration and development opportunities to enhance shareholder value.

## 11. SHARE OPTIONS

### Unissued Shares

As at the date of this report, the Company had 10,721,250 options and nil outstanding warrants on issue. The total outstanding capital of the Company as at the date of this report was 333,475,726 fully paid ordinary shares. The options do not entitle the holder to participate in any share issue of the Company or any other body corporate.

### Shares Issued as a Result of the Exercise of Options

During the financial year, 2,130,750 unlisted options were exercised and 1,050,000 unlisted options were issued. Subsequent to year end 50,000 options have been exercised. Details on movements in share options for the year are disclosed in Note 15 to the financial statements. No options have been granted subsequent to the end of the financial year.

During the year there were no shares issued upon exercise of warrants.

## 12. REMUNERATION REPORT (AUDITED)

This report outlines the remuneration arrangements in place for directors and executives of the Company and the Group in accordance with the requirements of the Corporations Act 2001 and its regulations. For the purposes of this report, Key Management Personnel are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any director (executive or otherwise) of the parent entity and includes the five executives in the Company and the Group receiving the highest remuneration.

### Details of Key Management Personnel (including the four executives of the Company)

#### (i) Directors

Mark Savage	Director and Chairman
Michael Carrick	Director (Executive), President and Chief Executive Officer
Justine Magee	Director (Executive) and Chief Financial Officer
Robert Scott	Director (Non-Executive)
Phil Lockyer	Director (Non-Executive)
David Cruse	Director (Non-Executive)

#### (ii) Executives

Geoffrey Jones	General Manager – Technical
Mark Turner	Chief Operating Officer - Masbate
Hannah Hudson	Company Secretary

### Remuneration Policy

The remuneration policy is to ensure that remuneration properly reflects the relevant person's duties and responsibilities, and that the remuneration is competitive in attracting, retaining and motivating people of the highest quality. Given the present nature of CGA's business, early stage production, exploration and development, the remuneration committee believes the best way to achieve this objective is to provide executive directors and executives with a remuneration package consisting of fixed and variable components that reflect the person's responsibilities, duties and personal performance.

One issue of options was made to eligible employees during the period. The Company has an Employee Option Scheme however directors are not entitled to participate. As with the Employee Option Scheme, options are used as part of compensation packages to strengthen the alignment of interest between management and shareholders in an effort to enhance shareholder value. The committee obtains independent advice on the appropriateness of remuneration packages given trends in comparative companies locally and internationally. Options granted as remuneration are

determined as part of the overall review of performance and compensation. Criteria which are measured included relative share price performance over the period leading up to their grant. Option awards and are not dependent on the satisfaction of future performance criteria as the options are granted based on past performance of the employees.

## Company Performance

The table below shows the Company's earnings per share over the last 5 years.

<b>Earnings/(loss) per share</b>	<b>2011</b>	<b>2010</b>	<b>2009</b>	<b>2008</b>	<b>2007</b>
Basic	19.56	5.36	(4.22)	(6.68)	2.74
Diluted	19.23	5.30	(4.89)	(6.68)	2.66
<b>Share Price</b>	A\$2.84	A\$2.23	A\$1.45	A\$1.77	A\$0.65

## Non-executive Director Remuneration

The Board seeks to set aggregate remuneration at a level that provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders. Each director receives a fee for being a director of the Company. The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between directors as agreed. The aggregate non-executive directors remuneration including 9% superannuation guarantee is \$180,000

## Executive Remuneration

### *Fixed Remuneration*

Fixed remuneration consists of base remuneration (which is calculated on a total cost basis), as well as employer contributions to superannuation funds.

Arrangements put in place by the Board to monitor the performance of the Consolidated Entity's executives include:

- a review by the Board of the Group's financial performance; and
- annual performance appraisal meetings incorporating analysis of key performance indicators with each individual to ensure that the level of reward is aligned with respective responsibilities and individual contributions made to the success of the Company.

Remuneration levels are reviewed as required by the compensation committee on an individual contribution basis in the form of a performance appraisal meeting. This incorporates analysis of key performance indicators with each individual to ensure that the level of reward is aligned with respective responsibilities and individual contributions made to the success of the Company.

### *Variable Remuneration – Short Term Incentive (“STI”)*

#### Objective

The objective of the STI program is to link the achievement of the Group's operational targets with the remuneration received by the executives charged with meeting those targets. The total STI amount available is at the discretion of the board, however it is set at a level so as to provide sufficient incentive to the executive to achieve the operational targets and such that the cost to the Company is reasonable in the circumstances.

#### Structure

Actual STI payments granted to each executive depend on the extent to which key Group objectives are met. The objectives typically consist of financial and non-financial, corporate and

individual measures of performance. Typically included are measures such as contribution to financing and capital raising objectives, risk management and relationship management with key stakeholders. These measures were chosen as they represent the key drivers for the short term success of the business and provide a framework for delivering long term value.

STI payments are made at the discretion of the Board and remuneration committee. Amounts are determined in line with the extent to which a key business objective has been met and the individuals responsibilities and contribution. The process occurs shortly after the key objective has been met and payments are delivered as a cash bonus upon approval, in order to closely align the achievement and reward.

#### STI Bonus for 2010 and 2011 Financial Years

For the 2011 financial year, 100% of the STI cash bonuses of US\$562,443 was awarded and paid to Executives. STI amounts of \$102,380 relating to the 30 June 2010 financial year vested during the current financial year and were paid subsequent to 30 June 2010 year end. For the 2010 financial year, 100% of the STI cash bonuses of US\$65,083 was awarded and paid to Executives. US\$22,266 was paid in December 2009 and US\$42,817 in June 2010. Payment of STI bonuses are discretionary.

There have been no alterations to the STI bonus plans since their grant date. No STI bonus amounts have been forfeited during the 2010 or 2011 financial years. STI payments are made at the discretion of the Board and remuneration committee.

#### *Variable Remuneration - Long Term Incentive ("LTI")*

##### Objective

The objective of the LTI plan is to reward executives in a manner that aligns remuneration with the creation of shareholder wealth.

##### Structure

LTI grants to executives are delivered in the form of share options under the Employees Share Option and Director Share Option plans. Share options are granted to executives based on their role and responsibilities. The options are granted on varying vesting terms designed to align the individuals' role and responsibilities with the vesting terms. The share options are granted over a period of five years before they lapse. Options granted as remuneration are determined as part of the overall review of performance and compensation. Criteria which are measured included relative share price performance over the period leading up to their grant. Details of LTI options granted and the value of options granted, exercised and lapsed during the year are set out in the tables following.

#### **Service Agreements**

Except as discussed below all executives and employees are employed under contracts of employment with standard commercial terms, such as having no fixed term of expiry, notice period of between one and three months, and termination payments only in lieu of notice. The Company has a service contract in place with Mr. Michael Carrick, Chief Executive Officer ("CEO"), which expires on 24 June 2013 and Ms Justine Magee, Chief Financial Officer ("CFO") which expires on 24 June 2013. In relation to directors and executives, in the case of serious misconduct, employment may be terminated without notice, and with no entitlement to termination payment. Details of the nature and amount of each element of the emolument of each director of the Company and each of the executive officers of the Company and the Consolidated Entity receiving the highest emolument for the financial year are as follows:

2011	Short-term			Post-employment	Long term	Share	Total	Total Performance Related %	Total % of remuneration as options %
	Salary & Fees	Bonus	Non-monetary Benefits	Superannuation benefits	Benefits	Based Payments Value of Options			
	US\$	US\$	US\$	US\$	Long Service Leave US\$	US\$			
<b>Directors</b>									
Mr Mark Savage	167,653	-	-	-	-	-	167,653	-	-
Mr Michael Carrick	490,299	215,396	20,905	84,683	34,169	-	845,452	25%	-
Ms Justine Magee	346,676	212,532 <sup>1</sup>	18,720	67,259	24,497	-	669,684	32%	-
Mr Robert Scott	56,098	-	-	5,049	-	-	61,147	-	-
Mr Phil Lockyer	56,098	-	-	5,049	-	-	61,147	-	-
Mr David Cruse	-	-	-	61,147	-	-	61,147	-	-
<b>Executives</b>									
Mr Mark Turner	366,486	74,272	35,127	54,037	-	-	529,922	14%	-
Ms Hannah Hudson	147,956	50,771 <sup>1</sup>	-	17,885	-	-	216,612	23%	-
Mr Wayne Foote	518,855	37,091	-	36,393	-	-	592,339	6%	-
Mr Ray Mead	364,173	49,841	-	25,537	-	-	439,551	11%	-
Ms Eliza Molloy	336,883	24,920	-	23,622	-	-	385,425	6%	-
<b>Total Remuneration</b>	<b>2,851,177</b>	<b>664,823</b>	<b>74,752</b>	<b>380,661</b>	<b>58,666</b>	<b>-</b>	<b>4,030,079</b>	<b>16%</b>	<b>-</b>

<sup>1</sup>Bonuses relate to both the 2010 & 2011 financial years, however the 2010 bonuses did not vest until the current financial year. The 2011 bonus figures represent two years of bonuses.

2010	Short-term			Post-employment	Long term	Share	Total	Total Performance Related %	Total % of remuneration as options %
	Salary & Fees	Bonus	Non-monetary Benefits	Superannuation benefits	Benefits	Based Payments Value of Options			
	US\$	US\$	US\$	US\$	Long Service Leave US\$	US\$			
<b>Directors</b>									
Mr Mark Savage	147,687	-	-	-	-	-	147,687	-	-
Mr Michael Carrick	439,631	-	-	52,756	89,581	-	581,968	-	-
Ms Justine Magee	310,850	-	-	27,977	59,819	-	398,646	-	-
Mr Robert Scott	48,832	-	-	4,395	-	-	53,227	-	-
Mr Phil Lockyer	48,832	-	-	4,395	-	-	53,227	-	-
Mr David Cruse <sup>1</sup>	31,424	-	-	2,828	-	-	34,252	-	-
<b>Executives</b>									
Mr Geoffrey Jones	284,099	-	-	-	-	-	284,099	-	-
Mr Mark Turner	328,613	42,817	25,871	33,427	-	-	430,728	10%	-
Mr Tim Armstrong <sup>2</sup>	102,011	-	-	-	-	114,545	216,556	-	53%
Ms Hannah Hudson	130,080	22,266	-	11,892	-	-	164,238	14%	-
<b>Total Remuneration</b>	<b>1,872,059</b>	<b>65,083</b>	<b>25,871</b>	<b>137,670</b>	<b>149,400</b>	<b>114,545</b>	<b>2,364,628</b>	<b>3%</b>	<b>5%</b>

1. Appointed 13 November 2009

2. Resigned 31 August 2009

## Options Granted to Directors and Executives

During the financial year, no options were granted to the following executives of the Company and the Consolidated entity as part of their remuneration. Throughout the financial year 185,000 share options were exercised by executives of the Company. The value of options exercised during the year was \$216,277

30 June 2011	Granted		Terms & Conditions for each Grant				Vested		
	Number	Grant date	Fair value per option at grant date	Exercise price per option	Expiry date	First exercise date	Last exercise date	No.	%
			US\$	A\$					
<b>Directors</b>									
Mr Mark Savage	-	-	-	-	-	-	-	-	-
Mr Michael Carrick	-	-	-	-	-	-	-	-	-
Ms Justine Magee	-	-	-	-	-	-	-	-	-
Mr Robert Scott	-	-	-	-	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-	-	-	-	-
Mr David Cruse	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
Mr Geoffrey Jones	-	-	-	-	-	-	-	-	-
Mr Mark Turner	-	-	-	-	-	-	-	-	-
Ms Hannah Hudson	-	-	-	-	-	-	-	-	-
Mr Wayne Foote	-	-	-	-	-	-	-	-	-
Mr Ray Mead	-	-	-	-	-	-	-	-	-
Ms Eliza Molloy	-	-	-	-	-	-	-	-	-

30 June 2010	Granted		Terms & Conditions for each Grant					Vested	
	Number	Grant date	Fair value per option at grant date	Exercise price per option	Expiry date	First exercise date	Last exercise date	No.	%
			US\$	A\$					
<b>Directors</b>									
Mr Mark Savage	-	-	-	-	-	-	-	-	-
Mr Michael Carrick	-	-	-	-	-	-	-	-	-
Ms Justine Magee	-	-	-	-	-	-	-	-	-
Mr Robert Scott	-	-	-	-	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-	-	-	-	-
Mr David Cruse <sup>1</sup>	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
Mr Geoffrey Jones	-	-	-	-	-	-	-	-	-
Mr. Mark Turner	-	-	-	-	-	-	-	-	-
Mr Tim Armstrong <sup>2</sup>	150,000	25 Aug 2009	0.76	1.79	31 Aug 2014	7/12/2009	7/12/2009	150,000	100
Ms Hannah Hudson	-	-	-	-	-	-	-	-	-

1. Appointed 13 November 2009

2. Resigned 31 August 2009

Options granted as remuneration are determined as part of the overall review of performance and compensation. Criteria which are measured included relative share price performance over the period leading up to their grant and are not dependent on the satisfaction of future performance criteria.

There were no alterations to the terms and conditions of the options granted as remuneration since their start date and there were no forfeitures during the period.

There were no executives of the Company or the Consolidated Entity other than the executives listed in the table above.

The Company does not have a policy on the hedging of options granted under share option plans, however the Board discourages hedging practices over options as they consider these to be against the spirit of the share option plan and inconsistent with shareholder objectives.

#### Options Granted as Part of Remuneration

	Value of options granted during the year US\$	Value of options exercised during the year – Intrinsic value US\$	Value of options lapsed during the year US\$	Remuneration consisting of options for the year %
<b>Directors</b>	-	-	-	-
<b>Executives</b>				
Hannah Hudson	-	21,568	-	-
Wayne Foote	-	194,709	-	-

#### Shares Issued on Exercise of Compensation Options

30 June 2011	Number of shares issued	Paid per share A\$	Unpaid per share A\$
<b>Directors</b>			
<b>Executives</b>			
Hannah Hudson	25,000	0.90	-
Wayne Foote	160,000	1.15	-

End of remuneration report.

### 13. INSURANCE OF DIRECTORS AND OFFICERS

Since the end of the previous financial year, the Company has paid insurance premiums of US\$74,872 (2010: US\$49,647) in respect of directors' and officers' liability contracts, for current and former directors and officers, including senior executives of the Company and directors, and senior executives and secretaries of its controlled entities. The insurance premiums relate to:

- costs and expenses incurred by relevant officers in defending proceedings, whether civil or criminal, whatever their outcome; and
- other liabilities that may arise from their position, with the exception of conduct involving a willful breach of duty or improper use of information or position to gain a personal advantage.

#### **14. ENVIRONMENTAL REGULATION**

The Consolidated Entity has a policy of complying with its environmental performance obligations. No material environmental issues have occurred during the year ended 30 June 2011 or up to the date of this report.

#### **15. AUDITORS INDEPENDENCE DECLARATION AND NON AUDIT SERVICES**

Throughout the year, the auditors performed non audit services for the Company in addition to their statutory duties. A total of US\$93,875 was paid for these services (refer to Note 19 for further details).

The directors are satisfied that the provision of non audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised. A copy of the auditors' independence declaration as required under section 307C of the Corporations Act is included at page 27 of the financial report and forms part of this report.

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



MICHAEL CARRICK  
**Director**  
Perth

27 September 2011

## CORPORATE GOVERNANCE STATEMENT

The board of directors of CGA Mining Limited is responsible for establishing the corporate governance framework of the Group having regard to the ASX Corporate Governance Council (“CGC”) published guidelines as well as its corporate governance principles and recommendations. The board guides and monitors the business and affairs of CGA Mining Limited on behalf of the shareholders by whom they are elected and to whom they are accountable.

The table below summarises the Company’s compliance with the CGC’s recommendations.

Recommendation	Comply Yes/No	ASX Listing Rule/ Recommendation
<b>Principle 1 – Lay solid foundations for management and oversight</b>		
1.1 Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions.	Yes	ASX LR 1.1
1.2 Companies should disclose the process for evaluating the performance of senior executives.	Yes	ASX LR 1.2
1.3 Companies should provide the information indicated in the guide to reporting on Principle 1.	Yes	ASX LR 1.3
<b>Principle 2 – Structure the board to add value</b>		
2.1 A majority of the board should be independent directors.	Yes	ASX LR 2.1
2.2 The chair should be an independent director.	Yes under ASX Rules but not in Canada	ASX LR 2.2
2.3 The roles of chair and chief executive officer should not be exercised by the same individual.	Yes	ASX LR 2.3
2.4 The board should establish a nomination committee.	Yes	ASX LR 2.4
2.5 Companies should disclose the process for evaluating the performance of the board, its committees and individual directors.	Yes	ASX LR 2.5
2.6 Companies should provide the information indicated in the guide to reporting on Principle 2.	Yes	ASX LR 2.6
<b>Principle 3 – Promote ethical and responsible decision-making</b>		
3.1 Companies should establish a code of conduct and disclose the code or a summary of the code as to: <ul style="list-style-type: none"> <li>• The practices necessary to maintain confidence in the Company’s integrity.</li> <li>• The practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders.</li> <li>• The responsibility and accountability of individuals for reporting and investigating reports of unethical practices.</li> </ul>	Yes	ASX LR 3.1
3.2 Companies should establish a policy concerning diversity and disclose the policy or a summary of that policy. The policy should include requirements for the board to establish measurable objectives for achieving gender diversity and for the board to assess annually both the objectives and progress in achieving them.	Intend to comply and will report progress in 2012 Report	ASX LR 3.2
3.3 Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them.	Intend to comply and will report progress in 2012 Report	ASX LR 3.3

3.4 Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the board.	Intend to comply and will report progress in 2012 Report	ASX LR 3.4
3.5 Companies should provide the information indicated in the guide to reporting on Principle 3.	Yes	ASX LR 3.5
<b>Principle 4 – Safeguard integrity in financial reporting</b>		
4.1 The board should establish an audit committee.	Yes	ASX LR 4.1
4.2 The audit committee should be structured so that it: <ul style="list-style-type: none"> <li>• Consists only of non-executive directors</li> <li>• Consists of a majority of independent directors</li> <li>• Is chaired by an independent chair, who is not chair of the board</li> <li>• Has at least three members</li> </ul>	Yes	ASX LR 4.2
4.3 The audit committee should have a formal charter.	Yes	ASX LR 4.3
4.4 Companies should provide the information indicated in the guide to reporting on Principle 4	Yes	ASX LR 4.4
<b>Principle 5 – Make timely and balanced disclosure</b>		
5.1 Companies should establish written policies designed to ensure compliance with ASX listing rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.	Yes	ASX LR 5.1
5.2 Companies should provide the information indicated in the guide to reporting on Principle 5.	Yes	ASX LR 5.2
<b>Principle 6 – Respect the rights of shareholders</b>		
6.1 Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose their policy or a summary of that policy.	Yes	ASX LR 6.1
6.2 Companies should provide the information indicated in the guide to reporting on principle 6.	Yes	ASX LR 6.2
<b>Principle 7 – Recognise and manage risk</b>		
7.1 Companies should establish policies for the oversight and management of material business risks and disclose a summary of those policies.	Yes	ASX LR 7.1
7.2 The board should require management to design and implement the risk management and internal control system to manage the Company's material business risks and report to it on whether those risks are being managed effectively. The board should disclose that management has reported to it as to the effectiveness of the Company's management of its material business risks.	Yes	ASX LR 7.2
7.3 The board should disclose whether it has received assurance from the chief executive officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material aspects in relation to financial reporting risks.	Yes	ASX LR 7.3
7.4 Companies should provide the information indicated in the guide to reporting on principle 7.	Yes	ASX LR 7.4
<b>Principle 8 – Remunerate fairly and responsible</b>		
8.1 The board should establish a remuneration committee	Yes	ASX LR 8.1
8.2 The remuneration committee should be structured so that it:	Yes	ASX LR 8.2

<ul style="list-style-type: none"> <li>• consists of a majority of independent directors</li> <li>• is chaired by an independent director</li> <li>• has at least three members</li> </ul>		
<b>8.3</b> Companies should clearly distinguish the structure of non-executive directors' remuneration from that of executive directors and senior executives.	Yes	ASX LR 8.3
<b>8.4</b> Companies should provide the information indicated in the guide to reporting on principle 8.	Yes	ASX LR 8.3

CGA Mining Limited's corporate governance practices were in place throughout the year ended June 30 2011.

Various corporate governance practices are discussed within this statement. For further information on corporate governance policies adopted by CGA Mining Limited, refer to our website:

[www.cgamining.com](http://www.cgamining.com)

### **Board functions**

The board seeks to identify the expectations of the shareholders, as well as other regulatory and ethical expectations and obligations. In addition, the board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks.

To ensure that the board is well equipped to discharge its responsibilities it has established guidelines for the nomination and selection of directors and the operation of the board.

The responsibility for the operation and administration of the Group is delegated, by the board, to the CEO and the executive management team. The board ensures that this team is appropriately qualified and experienced to discharge their responsibilities and has in place procedures to assess the performance of the CEO and the executive management team.

Whilst at all times the board retains full responsibility for guiding and monitoring the Group, in discharging its stewardship it makes use of sub-committees. Specialist committees are able to focus on a particular responsibility and provide informed feedback to the board.

To this end the board has established the following committees:

- Audit
- Corporate Governance
- Remuneration
- Disclosure
- Nomination

The roles and responsibilities of these committees are discussed throughout this corporate governance statement.

The board is responsible for ensuring that management's objectives and activities are aligned with the expectations and risk identified by the board. The board has a number of mechanisms in place to ensure this is achieved including:

- board approval of a strategic plan designed to meet stakeholders' needs and manage business risk.
- ongoing development of the strategic plan and approving initiatives and strategies designed to ensure the continued growth and success of the entity.
- implementation of budgets by management and monitoring progress against budget via the establishment and reporting of both financial and non financial key performance indicators.

Other functions reserved to the board include:

- Approval of the annual and half-yearly financial reports.
- Approving and monitoring the progress of major capital expenditure, capital management, and acquisitions and divestitures.
- Ensuring that any significant risks that arise are identified, assessed, appropriately managed and monitored.
- Reporting to shareholders.

### **Structure of the board**

The skills, experience and expertise relevant to the position of director held by each director in office at the date of the annual report are included in the directors' report. Directors of CGA Mining Limited are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with or could reasonably be perceived to materially interfere with the exercise of their unfettered and independent judgment.

In the context of director independence, "materiality" is considered from both the Group and individual director perspective. The determination of materiality requires consideration of both quantitative and qualitative elements. An item is presumed to be quantitatively immaterial if it is equal or less than 5% of the appropriate base amount. It is presumed to be material (unless there is qualitative evidence to the contrary) if it is equal to or greater than 10% of the appropriate base amount.

Qualitative factors considered include whether a relationship is strategically important, the competitive landscape, the nature of the relationship and the contractual and or other arrangements governing it and other factors that point to the actual ability of the director in question to shape the direction of the Group.

In accordance with the definition of independence above, and the materiality thresholds set, the following directors of CGA Mining Limited are considered to be independent:

<b>Name</b>	<b>Position</b>
Robert N Scott	Non-Executive Director
Phil C Lockyer	Non-Executive Director
David A Cruse	Non-Executive Director

The board recognises the Corporate Governance Council's recommendation that the Chair should be an independent director. Mr Savage is considered an independent director under the ASX Listing Rules however the Canadian rules are more restrictive and Mr Savage is not considered independent under those rules.

There are procedures in place and agreed by the board, to enable directors in furtherance of their duties to seek independent professional advice at the Company's expense.

The term in office held by each director in office at the date of this report is as follows:

<b>Name</b>	<b>Term in Office</b>
Mark S Savage	Appointed 17 April 2000
Michael J Carrick	Appointed 6 January 2004
Justine A Magee	Appointed 23 November 2004
Robert N Scott	Appointed 9 January 2009
Phil C Lockyer	Appointed 9 January 2009
David A Cruse	Appointed 13 November 2009

For additional details regarding board appointments, please refer to our website.

## **Performance**

The performance of the board and key executives is reviewed regularly against both measurable and qualitative indicators. During the reporting period, the Company conducted performance evaluations that involved an assessment of each board member's and key executive's performance against specific and measurable qualitative and quantitative performance criteria.

The performance criteria against which directors and executives are assessed are aligned with the financial and non-financial objectives of CGA Mining Limited.

Directors whose performance is consistently unsatisfactory may be asked to retire.

## **Trading policy**

Under the Company's Securities Trading Policy, an executive or director must not trade in any securities of the Company at any time when they are in possession of unpublished, price-sensitive information in relation to those securities.

Before commencing to trade, an executive must first obtain the approval of the company secretary to do so and a director must first obtain approval of the chairman.

Only in exceptional circumstances will approval be forthcoming outside of the period which is four weeks after:

- one day following the announcement of the half yearly and full year results as the case may be;
- one day following the holding of the Annual General Meeting; and
- one day after any other form of earnings forecast update is given to the market.

As required by the ASX listing rules, the Company notifies the ASX of any transaction conducted by directors in the securities of the Company.

## **Nomination committee**

The board has established a nomination committee to ensure that the board continues to operate within the established guidelines, including when necessary, selecting candidates for the position of director. The nomination committee comprises;

Robert Scott  
Philip Lockyer  
David Cruse

A charter for the nomination committee is in place.

## **Audit committee**

The board has established an audit committee, which operates under a charter approved by the board. It is the board's responsibility to ensure that an effective internal control framework exists within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators. The board has delegated responsibility for establishing and maintaining a framework of internal control and ethical standards to the audit committee.

The committee also provides the board with additional assurance regarding the reliability of financial information for inclusion in the financial reports. The majority of members of the audit committee are non-executive directors.

The members of the audit committee during the year were:

Robert N Scott	Chartered Accountant
Philip C Lockyer	Mining Engineer & Metallurgist
David A Cruse	Company Director

For details on the number of meetings of the audit committee held during the year and the attendees at those meetings, refer to the directors' report.

For additional details regarding the audit committee, including a copy of its charter, please refer to our website.

## **Risk**

The board acknowledges the *Revised Supplementary Guidance to Principle 7* issued by the ASX in June 2008 and has continued its proactive approach to risk management. The identification and effective management of risk, including calculated risk-taking is viewed as an essential part of the Company's approach to creating long-term shareholder value.

In recognition of this, the board determines the Company's risk profile and is responsible for overseeing and approving risk management strategy and policies, internal compliance and internal control. In doing so the board has taken the view that it is crucial for all board members to be a part of this process and as such, has not established a separate risk management committee.

The board oversees an annual assessment of the effectiveness of risk management and internal compliance and control. The tasks of undertaking and assessing risk management and internal control effectiveness are delegated to management through the Chief Executive, including responsibility for the day to day design and implementation of the Company's risk management and internal control system. Management reports to the board on the Company's key risks and the extent to which it believes these risks are being adequately managed. The reporting on risk by management is an agenda items at quarterly board meetings.

Management is required by the board to carry out risk specific management activities in five core areas; strategic risk, operational risk, reporting risk, compliance risk and environmental and sustainability risk. It is then required to assess risk management and associated internal compliance and control procedures and report back on the efficiency and effectiveness of these efforts by benchmarking performance in accordance with Australian / New Zealand Standard for Risk Management (AS / NZS 4360 Risk Management) and the Committee of Sponsoring Organisations of the Treadway Commission ("COSO") risk framework.

The board has a number of mechanisms in place to ensure that management's objectives and activities are aligned with the risks identified by the board. These include the following:

- Board approval of a strategic plan, which encompasses the company's vision, mission and strategy statements, designed to meet stakeholders' needs and manage business risk.
- Implementation of board approved operating plans and budgets and board monitoring of progress against these budgets, including the establishment and monitoring of KPIs of both a financial and non-financial nature.

For the purposes of assisting investors to understand better the nature of risks faced by CGA Mining Limited, the board has prepared a list of operational risks as part of these Principle 7 disclosures. However, the board notes that this does not necessarily represent an exhaustive list and that it may be subject to change based on underlying market events.

- Fluctuations in commodity prices, exchange rates and demand volumes.
- Political instability/sovereignty risk in some operating sites.
- The occurrence of force majeure events.
- Increasing costs of operations, including labour costs.
- Tightening of the credit market and availability of debt and equity finance.
- The uncertain and subjective nature of identifying, estimating and mining reserves and resources.

We refer readers to our Annual Information Form lodged on [sedar.com](http://sedar.com) for further details of risks facing the Company.

### **CEO and CFO certification**

In accordance with section 295A of the *Corporations Act*, the chief executive officer and chief financial officer have provided a written statement to the board that:

- their view provided on the Company's financial report is founded on a sound system of risk management and internal compliance and control which implements the financial policies adopted by the board; and
- the Company's risk management and internal compliance and control system is operating effectively in all material respects.

The board agrees with the views of the ASX on this matter and notes that due to its nature, internal control assurance from the CEO and CFO can only be reasonable rather than absolute. This is due to such factors as the need for judgment, the use of testing on a sample basis, the inherent limitations in internal control and because much of the evidence available is persuasive rather than conclusive and therefore is not and cannot be designed to detect all weaknesses in control procedures.

### **Remuneration**

It is the Company's objective to provide maximum stakeholder benefit from the retention of a high quality board and executive team by remunerating directors and key executives fairly and appropriately with reference to relevant employment market conditions. To assist in achieving this objective, the remuneration committee links the nature and amount of executive directors' and officers' remuneration to the Company's financial and operational performance. The expected outcomes of the remuneration structure are:

- retention and motivation of key executives;
- attraction of high quality management to the Company;
- performance incentives that allow executives to share in the success of CGA Mining Limited.

For a full discussion of the Company's remuneration philosophy and framework and the remuneration received by directors and executives in the current period please refer to the remuneration report, which is contained within the directors' report.

There is no scheme to provide retirement benefits to non-executive directors.

The board is responsible for determining and reviewing compensation arrangements for the directors themselves, the chief executive officer and executive team. The board has established a remuneration committee, comprising three directors. Members of the remuneration committee throughout the year were:

Mark S Savage  
Robert Scott  
David Cruse

For details on the number of meetings of the remuneration committee held during the year and the attendees at those meetings, refer to the directors' report.

### **Shareholder communication policy**

Pursuant to Principle 6, CGA's objective is to promote effective communication with its shareholders at all times.

CGA Mining Limited is committed to:

- Ensuring that shareholders and the financial markets are provided with full and timely information about CGA's activities in a balanced and understandable way.

- Complying with continuous disclosure obligations contained in applicable the ASX listing rules and the *Corporations Act* in Australia.
- Communicating effectively with its shareholders and making it easier for shareholders to communicate with CGA Mining Limited.

To promote effective communication with shareholders and encourage effective participation at general meetings, information is communicated to shareholders:

- Through the release of information to the market via the ASX.
- Through the distribution of the annual report and Notices of Annual General Meeting.
- Through shareholder meetings and investor relations presentations.
- Through letters and other forms of communications directly to shareholders.
- By posting relevant information on CGA's website [www.cgamining.com](http://www.cgamining.com).

The Company's website [www.cgamining.com](http://www.cgamining.com) has a dedicated Investor Relations section and for the purpose of publishing all important company information and relevant announcements made to the market. Furthermore, the board has established a disclosure committee. The Disclosure Committee comprises the following members, Robert Scott, Phil Lockyer and Justine Magee. The Company has a substantial and ongoing interest in, and is firmly committed to, disseminating accurate, consistent and timely information. The Company is also subject to, and is committed to complying fully with, laws and stock exchange requirements governing the nature, extent and timeliness of its disclosures and other disclosure-related matters.

The external auditors are required to attend the Annual General Meeting and are available to answer any shareholder questions about the conduction of the audit and preparation of the audit report.

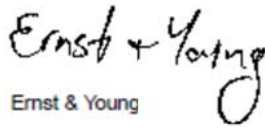
# AUDITORS INDEPENDENCE DECLARATION




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## Auditor's Independence Declaration to the Directors of CGA Mining Limited

In relation to our audit of the financial report of CGA Mining Limited for the financial year ended 30 June 2011, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

  
Ernst & Young

  
Peter McIver  
Partner  
Perth  
27 September 2011

**STATEMENT OF COMPREHENSIVE INCOME**  
FOR THE YEAR ENDED 30 JUNE 2011

	Note	Consolidated	
		2011 US\$	2010 US\$
<b>Continuing Operations</b>			
Revenue	3(a)	238,481,332	158,023,712
Cost of sales	3(b)	(158,112,878)	(110,656,913)
Gross profit		80,368,454	47,366,799
Administrative expenses	3(c)	(4,896,938)	(1,044,763)
Finance costs	3(h)	(5,042,470)	(14,466,318)
Movement in fair value of derivative financial instruments	3(g)	493,491	(3,507,148)
Movement in fair value of warrants	3(e)	-	(3,583,494)
Gain on deconsolidation		2,929,066	-
Share of loss of associate	3(f)	(3,191,968)	(184,322)
Other expenses		(4,945,690)	(5,726,162)
<b>Profit from continuing operations before income tax expense</b>		<b>65,713,945</b>	<b>18,854,592</b>
Income tax (expense)/benefit	4	(353,827)	93,476
<b>Net profit from continuing operations for the period</b>		<b>65,360,118</b>	<b>18,948,068</b>
<b>Discontinued Operations</b>			
(Loss) from discontinued operations after tax	28	(277,854)	(2,955,976)
<b>Net profit for the period</b>		<b>65,082,264</b>	<b>15,992,092</b>
<b>Other comprehensive income</b>			
Movement in available for sale investments net of tax		1,687,074	447,394
Cashflow hedges:			
Loss taken to equity net of tax		(25,275,045)	(54,050,127)
Loss transferred to profit/(loss) for the period, net of tax		15,147,482	1,599,753
<b>Other comprehensive income/(loss) for the period, net of tax</b>		<b>(8,440,489)</b>	<b>(52,002,980)</b>
<b>Total comprehensive income/(loss) for the period</b>		<b>56,641,775</b>	<b>(36,010,888)</b>
<b>Earnings per share for profit from continuing operations attributable to the ordinary equity holders of the company</b>			
Basic earnings per share (cents)	16	19.64	6.35
Diluted earnings per share (cents)	16	19.31	6.28
<b>Earnings per share for profit/(loss) attributable to the ordinary equity holders of the company</b>			
Basic earnings per share (cents)	16	19.56	5.36
Diluted earnings per share (cents)	16	19.23	5.30

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

**BALANCE SHEET**

AS AT 30 JUNE 2011

**ASSETS****Current Assets**

	Note	Consolidated	
		2011 US\$	2010 US\$
Cash and cash equivalents	5	107,336,345	87,645,140
Trade and other receivables	6	704,291	138,409
Prepayments	7	7,849,902	2,982,076
Inventories	8	17,063,423	11,196,898
Derivative financial assets	26	1,759,748	752,575
Assets of disposal group classified as held for sale	28	-	546,268
<b>Total Current Assets</b>		<b>134,713,709</b>	<b>103,261,366</b>

**Non-Current Assets**

Available for sale financial assets	9	4,181,703	1,480,431
Other assets		-	3,306,820
Investment in associate	24	71,574,437	43,582,833
Plant and equipment	10	191,355,070	182,923,495
Intangible assets	11	38,278,394	41,013,214
Derivative financial assets	26	-	628,864
Tax assets	27	19,532,657	18,079,968
<b>Total Non-current Assets</b>		<b>324,922,261</b>	<b>291,015,625</b>

**TOTAL ASSETS**

<b>459,635,970</b>	<b>394,276,991</b>
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**LIABILITIES****Current Liabilities**

Trade and other payables	12	12,697,346	6,714,990
Interest bearing loans and borrowings	13	22,077,574	23,932,588
Derivative financial liabilities	26	37,770,654	21,878,560
Provisions	14	527,119	123,904
<b>Total Current Liabilities</b>		<b>73,072,693</b>	<b>52,650,042</b>

**Non-Current Liabilities**

Interest bearing loans and borrowings	13	46,953,180	56,867,738
Provisions	14	911,306	775,272
Derivative financial liabilities	26	49,482,368	55,362,080
Deferred Tax Liability	4	6,116,880	5,525,068
<b>Total Non-Current Liabilities</b>		<b>103,463,734</b>	<b>118,530,158</b>

**TOTAL LIABILITIES**

<b>176,536,427</b>	<b>171,180,200</b>
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**NET ASSETS**

<b>283,099,543</b>	<b>223,096,791</b>
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**Equity**

Contributed equity	15(a)	302,016,570	299,576,520
Reserves	15(b)	(68,866,996)	(61,347,434)
Retained profits/(Accumulated losses)	15(c)	49,949,969	(15,132,295)

**TOTAL EQUITY**

<b>283,099,543</b>	<b>223,096,791</b>
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The above Balance Sheet should be read in conjunction with the accompanying notes

**STATEMENT OF CASHFLOWS**  
FOR THE YEAR ENDED 30 JUNE 2011

	Note	Consolidated	
		2011 US\$	2010 US\$
<b>Cash flows from operating activities</b>			
Receipts from customers		235,280,284	155,832,058
Payments to suppliers and employees		(149,213,447)	(104,806,730)
Exploration and evaluation expenditure		(277,854)	(2,955,976)
Interest received		594,723	59,707
Other taxes paid		(864,420)	-
<b>Net cash inflow from operating activities</b>	5	<b>85,519,286</b>	<b>48,129,059</b>
<b>Cash flows from investing activities</b>			
Payments for property, plant and equipment		(10,856,435)	(12,402,583)
Loans to associate		(10,784,737)	(12,325,921)
Loans to non-related parties		(14,461,394)	-
Repayment of loan from non-related parties		14,458,626	-
Investments in associates		(16,896,067)	-
Disposal of controlled entity		(166,882)	-
Investments in available for sale financial assets		(1,011,941)	(843,527)
<b>Net cash outflow from investing activities</b>		<b>(39,718,830)</b>	<b>(25,572,031)</b>
<b>Cash flows from financing activities</b>			
Proceeds from the issue of shares and exercise of Warrants and options to acquire shares		2,469,125	111,282,814
Interest paid		(3,844,270)	(7,934,411)
Capital raising costs		(2,338)	(5,689,369)
Repayment of borrowings		(24,205,534)	(52,716,496)
Financing costs		(316,409)	(2,746,614)
<b>Net cash inflow/(outflow) from financing activities</b>		<b>(25,899,426)</b>	<b>42,195,924</b>
<b>Net increase in cash and cash equivalents</b>		<b>19,901,030</b>	<b>64,752,952</b>
<b>Cash and cash equivalents at beginning of financial year</b>		<b>87,787,357</b>	<b>22,587,049</b>
Effects of exchange rate fluctuations on the balances of cash held in foreign currencies		(352,042)	447,356
<b>Cash and cash equivalents at end of the financial year</b>	5	<b>107,336,345</b>	<b>87,787,357</b>

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

**STATEMENT OF CHANGES IN EQUITY**  
FOR THE YEAR ENDED 30 JUNE 2011

<b>CONSOLIDATED</b>	<b>Contributed Equity US\$</b>	<b>Retained Profits/ (Accumulated losses) US\$</b>	<b>Foreign Currency Translation Reserve US\$</b>	<b>Share Based Payments Reserve US\$</b>	<b>Cash Flow Hedge Reserve US\$</b>	<b>Available for Sale Reserve US\$</b>	<b>Total US\$</b>
<b>At 1 July 2010</b>	<b>299,576,520</b>	<b>(15,132,295)</b>	<b>5,815,359</b>	<b>4,941,151</b>	<b>(72,551,338)</b>	<b>447,394</b>	<b>223,096,791</b>
Net gain/(loss) on cash flow hedges	-	-	-	-	(10,127,563)	-	(10,127,563)
Foreign currency translation	-	-	-	-	-	-	-
Available for sale reserve	-	-	-	-	-	1,687,074	1,687,074
Profit for the period	-	65,082,264	-	-	-	-	65,082,264
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>65,082,264</b>	<b>-</b>	<b>-</b>	<b>(10,127,563)</b>	<b>1,687,074</b>	<b>56,641,775</b>
<b>Equity Transactions:</b>							
Transaction costs	(9,352)	-	-	-	-	-	(9,352)
Share-based payment	-	-	-	920,927	-	-	920,927
Exercise of options and warrants	2,449,402	-	-	-	-	-	2,449,402
<b>At 30 June 2011</b>	<b>302,016,570</b>	<b>49,949,969</b>	<b>5,815,359</b>	<b>5,862,078</b>	<b>(82,678,901)</b>	<b>2,134,468</b>	<b>283,099,543</b>

## STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2010	<i>Contributed Equity</i> US\$	<i>Retained Profits/ (Accumulated losses)</i> US\$	<i>Foreign Currency Translation Reserve</i> US\$	<i>Share Based Payments Reserve</i> US\$	<i>Cash Flow Hedge Reserve</i> US\$	<i>Asset Revaluation Reserve</i> US\$	<i>Total</i> US\$
<b>CONSOLIDATED</b>							
At 1 July 2009	187,816,660	(31,124,387)	5,815,359	4,826,606	(20,100,964)	-	147,233,274
Net gain/(loss) on cash flow hedges	-	-	-	-	(52,450,374)	-	(52,450,374)
Available for sale reserve	-	-	-	-	-	447,394	447,394
Profit for the period	-	15,992,092	-	-	-	-	15,992,092
<b>Total comprehensive income for the year</b>	-	<b>15,992,092</b>	-	-	<b>(52,450,374)</b>	<b>447,394</b>	<b>(36,010,888)</b>
<b>Equity Transactions:</b>							
Issue of share capital	103,837,052	-	-	-	-	-	103,837,052
Transaction costs	(5,763,622)	-	-	-	-	-	(5,763,622)
Share-based payment	-	-	-	114,545	-	-	114,545
Exercise of options and warrants	13,686,430	-	-	-	-	-	13,686,430
<b>At 30 June 2010</b>	<b>299,576,520</b>	<b>(15,132,295)</b>	<b>5,815,359</b>	<b>4,941,151</b>	<b>(72,551,338)</b>	<b>447,394</b>	<b>223,096,791</b>

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## NOTES TO THE FINANCIAL STATEMENTS

### 1. CORPORATE INFORMATION

The financial report of the Company for the year ended 30 June 2011 was authorised for issue in accordance with a resolution of directors on 26 September 2011.

CGA is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange and the Toronto Stock Exchanges. The country of domicile is Australia.

The principal activity of the Consolidated Entity during the course of the year was mineral exploration, development and production. There have been no significant changes in the nature of the principal activities of the Consolidated Entity during the year other than as disclosed in the "Significant Changes in the State of Affairs" section in the Directors Report.

### 2. BASIS OF PREPARATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis of Preparation

The financial statements have been prepared as a general purpose financial report which complies with the requirements of the Corporations Act 2001 and Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board.

The financial statements have also been prepared on a historical cost basis, except for derivative financial instruments and available for sale financials assets which have been measured at fair value.

The financial report is presented in United States Dollars (US\$).

#### (b) Statement of compliance

Since 1 July 2010, the Group has adopted all the amending Standards and Interpretations, mandatory for annual periods beginning on or after 1 July 2010 including:

- **AASB 101 Presentation of Financial Statements**  
The revised standard stipulates that the terms of a liability that could at any time result in its settlement by the issuance of equity instruments at the option of the counterparty do not affect its classification as current or non-current. The amendment had no impact.
- **AASB 107 Statement of Cash Flows**  
The revised standard states that only expenditures that result in a recognised asset can be classified as a cash flow from investing activities. As a result exploration and evaluation expenditure has been reclassified in the statement of cashflows from investing to operating activities This has resulted in a reclassification of \$2,955,976 in the prior period comparative.
- **AASB 117 Leases**  
The revised standard removes specific guidance on classifying land as a lease so that only the general guidance remains. The amendment had no impact.
- **AASB 132 Financial Instruments: Presentation**  
The revised standard amends the definition of a financial liability to classify certain rights (and certain options or warrants) as equity instruments if they satisfy certain conditions. The amendment had no impact.
- **AASB 136 Impairment**  
The revised standard clarifies that the largest unit permitted for allocating goodwill acquired in a business combination is the operating segment defined in AASB 8 before aggregation for reporting purposes. The amendment had no impact.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

- Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments  
The interpretation clarifies that equity instruments issued to a creditor to extinguish a financial liability are “consideration paid”. As a result, the financial liability is derecognised and the equity instruments issued are treated as consideration paid to extinguish that liability. The amendment had no impact.
- AASB 2010-3 Amendments to Australian Accounting Standards Arising from the Annual improvements Project  
This amendment affected the following standards:  
AASB 3 Business Combinations;  
AASB 7 Financial Instruments: Disclosures;  
AASB 121 The Effects of Changes in Foreign Exchange Rates;  
AASB 128 Investments in Associates;  
AASB 131 Investments in Joint Ventures;  
AASB 132 Financial Instruments: Presentation; and  
AASB 139 Financial Instruments: Recognition and Measurement.  
The amendments had no impact.

The financial report also complies with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

### **New and amended accounting standards and interpretations not yet effective.**

The following standards and interpretations have been issued by the AASB but are not yet effective for the year ending 30 June 2011 and have not been early adopted by the Group

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 9	Financial Instruments	<p>AASB 9 includes requirements for the classification and measurement of financial assets resulting from the first part of Phase 1 of the IASB's project to replace IAS 39 Financial Instruments: Recognition and Measurement (AASB 139 Financial Instruments: Recognition and Measurement).</p> <p>These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes from AASB 139 are described below.</p> <p>(a) Financial assets are classified based on (1) the objective of the entity's business model for managing the financial assets; (2) the characteristics of the contractual cash flows. This replaces the numerous categories of financial assets in AASB 139, each of which had its own classification criteria.</p> <p>(b) AASB 9 allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.</p> <p>(c) Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.</p>	1 January 2013	1 July 2013

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 2009-11	Amendments to Australian Accounting Standards arising from AASB 9 [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 121, 127, 128, 131, 132, 136, 139, 1023 & 1038 and Interpretations 10 & 12]	<ul style="list-style-type: none"> <li>▶ These amendments arise from the issuance of AASB 9 <i>Financial Instruments</i> that sets out requirements for the classification and measurement of financial assets. The requirements in AASB 9 form part of the first phase of the International Accounting Standards Board's project to replace IAS 39 <i>Financial Instruments: Recognition and Measurement</i>.</li> <li>▶ <u>This Standard shall be applied when AASB 9 is applied.</u></li> </ul>	1 January 2013	1 July 2013
AASB 124 (Revised)	Related Party Disclosures (December 2009)	<p>The revised AASB 124 simplifies the definition of a related party, clarifying its intended meaning and eliminating inconsistencies from the definition, including:</p> <ul style="list-style-type: none"> <li>(a) The definition now identifies a subsidiary and an associate with the same investor as related parties of each other</li> <li>(b) Entities significantly influenced by one person and entities significantly influenced by a close member of the family of that person are no longer related parties of each other</li> <li>(c) The definition now identifies that, whenever a person or entity has both joint control over a second entity and joint control or significant influence over a third party, the second and third entities are related to each other</li> </ul> <p>A partial exemption is also provided from the disclosure requirements for government-related entities. Entities that are related by virtue of being controlled by the same government can provide reduced related party disclosures.</p>	1 January 2011	1 July 2011

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 2009-12	Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052]	This amendment makes numerous editorial changes to a range of Australian Accounting Standards and Interpretations. In particular, it amends AASB 8 <i>Operating Segments</i> to require an entity to exercise judgement in assessing whether a government and entities known to be under the control of that government are considered a single customer for the purposes of certain operating segment disclosures. It also makes numerous editorial amendments to a range of Australian Accounting Standards and Interpretations, including amendments to reflect changes made to the text of IFRS by the IASB.	1 January 2011	1 July 2011
AASB 2009-14	Amendments to Australian Interpretation – Prepayments of a Minimum Funding Requirement	These amendments arise from the issuance of Prepayments of a Minimum Funding Requirement (Amendments to IFRIC 14). The requirements of IFRIC 14 meant that some entities that were subject to minimum funding requirements could not treat any surplus in a defined benefit pension plan as an economic benefit. The amendment requires entities to treat the benefit of such an early payment as a pension asset. Subsequently, the remaining surplus in the plan, if any, is subject to the same analysis as if no prepayment had been made.	1 January 2011	1 July 2011

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 1053	Application of Tiers of Australian Accounting Standards	<p>This Standard establishes a differential financial reporting framework consisting of two Tiers of reporting requirements for preparing general purpose financial statements:</p> <ul style="list-style-type: none"> <li>(a) Tier 1: Australian Accounting Standards</li> <li>(b) Tier 2: Australian Accounting Standards – Reduced Disclosure Requirements</li> </ul> <p>Tier 2 comprises the recognition, measurement and presentation requirements of Tier 1 and substantially reduced disclosures corresponding to those requirements. The following entities apply Tier 1 requirements in preparing general purpose financial statements:</p> <ul style="list-style-type: none"> <li>(a) For-profit entities in the private sector that have public accountability (as defined in this Standard)</li> <li>(b) The Australian Government and State, Territory and Local Governments</li> </ul> <p>The following entities apply either Tier 2 or Tier 1 requirements in preparing general purpose financial statements:</p> <ul style="list-style-type: none"> <li>(a) For-profit private sector entities that do not have public accountability</li> <li>(b) All not-for-profit private sector entities</li> </ul> <p>Public sector entities other than the Australian Government and State, Territory and Local Governments</p>	1 July 2013	1 July 2013
AASB 1054	Australian Additional Disclosures	<p>This standard is as a consequence of phase 1 of the joint Trans-Tasman Convergence project of the AASB and FRSB.</p> <p>This standard relocates all Australian specific disclosures from other standards to one place and revises disclosures in the following areas:</p> <ul style="list-style-type: none"> <li>(a) Compliance with Australian Accounting Standards</li> <li>(b) The statutory basis or reporting framework for financial statements</li> <li>(c) Whether the financial statements are general purpose or special purpose</li> <li>(d) Audit fees</li> <li>(e) Imputation credits</li> </ul>	1 July 2011	1 July 2011

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 2010-4	Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 1, AASB 7, AASB 101, AASB 134 and Interpretation 13]	Emphasises the interaction between quantitative and qualitative AASB 7 disclosures and the nature and extent of risks associated with financial instruments. Clarifies that an entity will present an analysis of other comprehensive income for each component of equity, either in the statement of changes in equity or in the notes to the financial statements. Provides guidance to illustrate how to apply disclosure principles in AASB 134 for significant events and transactions. Clarifies that when the fair value of award credits is measured based on the value of the awards for which they could be redeemed, the amount of discounts or incentives otherwise granted to customers not participating in the award credit scheme, is to be taken into account.	1 January 2011	1 July 2011
AASB 2010-5	Amendments to Australian Accounting Standards [AASB 1, 3, 4, 5, 101, 107, 112, 118, 119, 121, 132, 133, 134, 137, 139, 140, 1023 & 1038 and Interpretations 112, 115, 127, 132 & 1042]	This Standard makes numerous editorial amendments to a range of Australian Accounting Standards and Interpretations, including amendments to reflect changes made to the text of IFRS by the IASB. These amendments have no major impact on the requirements of the amended pronouncements.	1 January 2011	1 July 2011
AASB 2010-6	Amendments to Australian Accounting Standards – Disclosures on Transfers of Financial Assets [AASB 1 & AASB 7]	The amendments increase the disclosure requirements for transactions involving transfers of financial assets. <i>Disclosures</i> require enhancements to the existing disclosures in IFRS 7 where an asset is transferred but is not derecognised and introduce new disclosures for assets that are derecognised but the entity continues to have a continuing exposure to the asset after the sale.	1 July 2011	1 July 2011

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 2010-7	Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 120, 121, 127, 128, 131, 132, 136, 137, 139, 1023, & 1038 and interpretations 2, 5, 10, 12, 19 & 127]	<p>The requirements for classifying and measuring financial liabilities were added to AASB 9. The existing requirements for the classification of financial liabilities and the ability to use the fair value option have been retained. However, where the fair value option is used for financial liabilities the change in fair value is accounted for as follows:</p> <ul style="list-style-type: none"> <li>▶ The change attributable to changes in credit risk are presented in other comprehensive income (OCI)</li> <li>▶ The remaining change is presented in profit or loss</li> </ul> <p>If this approach creates or enlarges an accounting mismatch in the profit or loss, the effect of the changes in credit risk are also presented in profit or loss.</p>	1 January 2013	1 July 2013
AASB 2011-1	Amendments to Australian Accounting Standards arising from the Trans-Tasman Convergence project [AASB 1, AASB 5, AASB 101, AASB 107, AASB 108, AASB 121, AASB 128, AASB 132, AASB 134, Interpretation 2, Interpretation 112, Interpretation 113]	This Standard amends many Australian Accounting Standards, removing the disclosures which have been relocated to AASB 1054.	1 July 2011	1 July 2011
AASB 10	Consolidated Financial Statements	<p>AASB 10 establishes a new control model that applies to all entities. It replaces parts of AASB 127 <i>Consolidated and Separate Financial Statements</i> dealing with the accounting for consolidated financial statements.</p> <p>The new control model broadens the situations when an entity is considered to be controlled by another entity and includes new guidance for applying the model to specific situations, including when acting as a manager may give control, the impact of potential voting rights and when holding less than a majority voting rights may give control. This is likely to lead to more entities being consolidated into the group.</p>	1 January 2013	1 July 2013

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 11	Joint Arrangements	AASB 11 replaces AASB 131 <i>Interests in Joint Ventures</i> and SIC-13 <i>Jointly- controlled Entities – Non-monetary Contributions by Ventures</i> . AASB 11 uses the principle of control in AASB 10 to define joint control, and therefore the determination of whether joint control exists may change. In addition AASB 11 removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, accounting for a joint arrangement is dependent on the nature of the rights and obligations arising from the arrangement. Joint operations that give the venturers a right to the underlying assets and obligations themselves is accounted for by recognising the share of those assets and obligations. Joint ventures that give the venturers a right to the net assets is accounted for using the equity method.	1 January 2013	1 July 2013
AASB 12	Disclosure of Interests in Other Entities	IFRS 12 includes all disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. New disclosures have been introduced about the judgements made by management to determine whether control exists, and to require summarised information about joint arrangements, associates and structured entities and subsidiaries with non-controlling interests.	1 January 2013	1 July 2013
AASB 13	Fair Value Measurement	IFRS 13 establishes a single source of guidance under IFRS for determining the fair value of assets and liabilities. IFRS 13 does not change when an entity is required to use fair value, but rather, provides guidance on how to determine fair value under IFRS when fair value is required or permitted by IFRS. Application of this definition may result in different fair values being determined for the relevant assets.  IFRS 13 also expands the disclosure requirements for all assets or liabilities carried at fair value. This includes information about the assumptions made and the qualitative impact of those assumptions on the fair value determined.	1 January 2013	1 July 2013

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Reference	Title	Summary	Application date of standard*	Application date for Group*
AASB 2011-7	<i>Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangement Standards</i>	<b>Consequential amendments to AASB 127 <i>Separate Financial Statements</i> and AASB 128 <i>Investments in Associates</i> as a result of the adoption of AASB 10 Consolidated Financial Statements, AASB 11 <i>Joint Arrangements</i> and AASB 12 <i>Disclosure of Interests in Other Entities</i>.</b>	1 January 2013	1 July 2013
AASB 2011-8	<i>Amendments to Australian Accounting Standards arising from the Fair Value Measurement Standard</i>	Consequential amendments to existing Australian Accounting Standards as a result of the adoption of AASB 13 <i>Fair Value Measurement</i> .	1 January 2013	1 July 2012
AASB 2011-9	Amendments to Australian Accounting Standards - <i>Presentation of Items of Other Comprehensive Income</i>  [AASB 1, 5, 7, 101, 112, 120, 121, 132, 133, 134, 1039 & 1049]	The main change resulting from the amendments relates to the 'Statement of Profit or Loss and Other Comprehensive Income' and the requirement for entities to group items presented in other comprehensive income on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The amendments do not remove the option to present profit or loss and other comprehensive income in two statements.  The amendments do not change the option to present items of OCI either before tax or net of tax. However, if the items are presented before tax then the tax related to each of the two groups of OCI items (those that might be reclassified to profit or loss and those that will not be reclassified) must be shown separately.	1 July 2012	1 July 2012
AASB 119 (Revised)	Employee Benefits	The main changes to accounting for defined benefit plans are: <ul style="list-style-type: none"> <li>to eliminate the option to defer the recognition of gains and losses (the 'corridor method');</li> <li>requiring remeasurements to be presented in other comprehensive income; and</li> <li>enhancing the disclosure requirements relating to defined benefit plans for Tier 1 entities. The AASB has provided relief from certain disclosure requirements for entities that adopt Tier 2 Reduced Disclosure Requirements.</li> </ul>	1 January 2013	1 January 2013

The Group is currently assessing the impact of these new accounting standards and interpretations.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## **(c) Basis of consolidation**

The consolidated financial statements include the financial statements of the Company and its controlled entities, referred to collectively throughout these financial statements as the "Consolidated Entity", as at 30 June each year. Transactions between companies within the Consolidated Entity have been eliminated on consolidation.

Subsidiaries are all those entities over which the Group has the power to govern the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether a group controls another entity.

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

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group.

A change in the ownership interest of a subsidiary that does not result in a loss of control, is accounted for as an equity transaction.

Non-controlling interests are allocated their share of net profit after tax in the statement of comprehensive income and are presented within equity in the consolidated statement of financial position, separately from the equity of the owners of the parent.

## **(d) Significant accounting estimates and assumptions**

### *(i) Significant accounting judgements*

#### Mineral reserve estimates

The valuation of certain assets held by the Group is dependent upon the estimation of mineral resources and ore reserves. There are numerous uncertainties inherent in estimating mineral resources and ore reserves and assumptions that are valid at the time of estimation may change significantly when new information becomes available.

Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and may ultimately result in the reserves being restated. Such change in reserves could impact on depreciation and amortisation rates, asset carrying values and provisions for decommissioning and restoration.

Commercial production is considered to commence when the asset is first available for use when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

### *(ii) Significant accounting estimates and assumptions*

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

#### Share based payment transactions

The Group measures the costs of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The Group measures the

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

cost of cash-settled share based payments at fair value at grant date using the binomial formula taking into account the terms and conditions upon which the instruments were granted, as discussed in Note 24.

### Impairment of intangibles

Intangible assets with finite lives are reviewed for impairment when there is any indication that the carrying amount may not be recoverable. Where a review for impairment is conducted, the recoverable amount is assessed by reference to the higher of 'value in use' (being the net present value of expected future cash flows of the relevant cash generating unit) and 'fair value less costs to sell'.

In determining value in use, future cash flows are based on:

- Estimates of the quantities of ore reserves and mineral resources for which there is a high degree of confidence of economic extraction;
- Future production levels;
- Future commodity prices; and
- Future cash costs of production.

Variations to the expected future cash flows, and the timing thereof, could result in significant changes to any impairment losses recognised, if any, which could in turn impact future financial results.

### Carrying value of exploration and evaluation

Refer to note (i) for details.

### Deferred tax assets and liabilities

The group is subject to income taxes in Australia and jurisdictions where it has foreign operations. Significant judgment is required in determining deferred tax assets and liabilities. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

### Impairment of plant and equipment

The Company determines whether plant and equipment is impaired at least on a quarterly basis. This requires an assessment on whether there have been any impairment triggers, and where there have been triggers for impairment, an estimation of the recoverable amount of cash generating units to which the plant and equipment are allocated.

### Estimating costs of environment rehabilitation

The cost of environmental rehabilitation is based on the estimated costs of rehabilitating fully mined-out areas of the mine site. These costs are adjusted for inflation based on the average annual inflation rate as of adoption date or re-evaluation of the asset dismantlement, removal or restoration costs. Such adjusted costs are then measured at present value using the market interest rate for a comparable instrument adjusted for the Company's credit standing. While management believes that its assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in the assumptions may materially affect the Company's provision for mine rehabilitation.

### Loan to associate

The Company has recognised a receivable on its loan to its associate, Filminera Resources Corporation ("Filminera"). The receivable is non-interest bearing and is repayable from the free cash flow of Filminera. This receivable has arisen as a result of the business combination and ongoing loan of funds and was initially measured as the fair value of future cash payments to be

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

received from Filminera from its interest in the Masbate Gold Project. A notional interest value is accreted on the loan and recognised as revenue in the Group's accounts. Subsequent to initial recognition the loan is carried at amortised cost.

### Finance leases

The Group is party to a mining services agreement between Leighton Contractors (Philippines) Incorporated ("Leighton") and its associate Filminera and has determined that mining equipment to be provided by Leighton pursuant to this agreement represents a lease.

Further, the Group has determined that the lease represents a finance lease and that the risks and benefits under this lease arrangement reside with Phil. Gold Processing and Refining Corp., a 100% owned subsidiary.

### Derivative financial instruments

Refer to Note (aa) for a discussion on the Group's accounting policy.

### **(e) Plant and Equipment**

Plant and equipment is stated at cost less accumulated depreciation and any impairment in value. Such cost includes the cost of replacing parts that are eligible for capitalization when the cost of replacing the parts is incurred.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:

Office, plant and equipment – over 1 to 10 years

Processing plant and equipment – units of production over the probable resource base.

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year.

#### *Impairment*

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

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

If any indication of impairment exists and where the carrying values exceed the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount. Any impairment losses are recognised in the profit and loss.

#### *De-recognition and disposal*

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset.

Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the profit and loss in the period the item is derecognised.

# Notes to the Financial Statements

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## (f) Revenue recognition

Revenue is recognised and measured at fair value of the consideration received or receivable to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

### *Interest revenue*

Revenue is recognised as the interest accrues using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

### *Gold sales*

Revenue is recognised when the risk and reward of ownership has passed from the Group to an external party and the selling price can be determined with reasonable accuracy.

## (g) Income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is provided on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences:

- except where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit or taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interest in joint ventures, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised:

- except where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investment in subsidiaries, associates and interests in joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Unrecognised deferred income tax assets are recognised at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the income statement.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets relate to the same taxable entity and the same taxation authority.

### **(h) Other taxes**

Revenues, expenses and assets are recognized net of the amount of goods and services tax ("GST" or "VAT"), except where the amount of GST or VAT incurred is not recoverable from the relevant taxation authorities, in which case the GST or VAT 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, which are stated with the amount of GST or VAT included.

The net amount of GST or VAT recoverable from, or payable to, the relevant taxation authorities is included as a receivable or payable in the balance sheet.

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

Commitments and contingencies are disclosed net of the amount of GST or VAT recoverable from, or payable to, the taxation authority.

### **(i) Exploration and evaluation**

Exploration and evaluation expenditure is written off as incurred, except for acquisition costs and where an area of interest is established.

Exploration assets acquired from a third party are carried forward provided that either i) the carrying value is expected to be recouped through the successful development and exploitation or sale of an area of interest or ii) exploitation and/or evaluation activities in the area have not yet reached a stage that permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, active and significant operations in relation to the area are continuing and the rights of the tenure are current. If capitalised exploration and evaluation costs do not meet either of these tests, they are expensed to the profit and loss.

An area of interest is established where a discovery of economically recoverable resource is made. The area of interest will be established as a mineral project. All activity relating to the area of interest is then subsequently capitalised. Where development is anticipated, costs will be carried forward until the decision to develop is made.

Each area of interest is reviewed at least bi-annually to determine whether it is appropriate to continue to carry forward the capitalised costs.

Upon approval for the development of an area of interest, accumulated expenditure for the area of interest is transferred to capitalised development expenditure.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## **(j) Foreign currency translation**

Both the functional currency and presentation currency of the Company is United States dollars (US\$) (2010: US\$).

Transactions in foreign currencies are initially recorded in the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

The functional currency of the foreign operations, Philippine Gold Limited and Philippine Gold Processing and Refining Corporation is United States dollars (US\$).

## **(k) Employee leave benefits**

### *(i) Wages, salaries, annual leave and sick leave*

Provision is made for the company's liability for employee entitlements arising from services rendered by employees to reporting date. Employee entitlements due to be settled within one year together with entitlements arising from wages and salaries and annual leave which will be settled after one year, have been measured at their nominal amounts based on remuneration rates which are expected to be paid when the liability is settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

### *(ii) Long service leave*

The liability for long service leave is recognised and measured as the present value of the expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds, which have terms to maturity approximating the estimated future cash outflows.

## **(l) Trade and other payables**

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

## **(m) Cash and cash equivalents**

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

For the purposes of the cash flow statement, cash and cash equivalents include cash and cash equivalents defined above, net of outstanding bank overdrafts.

## **(n) Contributed equity**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### (o) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date. It requires consideration as to whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset. A reassessment is made after inception of the lease only if one of the following applies:

- (a) There is a change in contractual terms, other than a renewal or extension of the arrangement
- (b) A renewal option is exercised or extension granted, unless the term of the renewal or extension was initially included in the lease term;
- (c) There is a change in the determination of whether fulfillment is dependent on a specified asset; or
- (d) There is a substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios (a), (c) or (d) and at the date of the renewal or extension period for scenario (b).

#### Group as a lessee

Finance leases, which transfer to the Group substantially all the risks and rewards incidental to ownership of the leased item, are capitalized at the inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and the reduction of the lease liability so as to achieve a constant periodic rate of interest on the remaining balance of the liability. Finance charges are recognized in the statement of comprehensive income.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term, if there is no reasonable certainty that that the Group will obtain ownership by the end of the lease term.

A lease is classified as an operating lease if it does not transfer substantially all of the risks and rewards incidental to ownership.

Operating lease payments are recognized as an expense in the statement of comprehensive income on a straight line basis over the lease term.

### (p) Earnings per share

Basic earnings per share ("EPS") is calculated as net profit attributable to members of the parent, adjusted to exclude costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted EPS is calculated as net profit attributable to members of the parent, adjusted for:

- costs of servicing equity (other than dividends);
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### **(q) Impairment of assets other than financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely dependent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses are recognised in the profit and loss.

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss. After such a reversal the depreciation charge is adjusted in future periods to allocate the assets revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

### **(r) Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is represented in the statement of comprehensive income net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

### **(s) Share based payment transactions**

The Company provides benefits to employees of the Group in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ('equity-settled transactions'). There is currently an employee options scheme ("EOS"), which provides benefits to employees of the Company. Directors are not eligible to participate in the EOS, however options may be issued to directors at the discretion of the Company.

The costs of equity-settled transactions with directors and employees is measured by reference to fair value at the date at which they are granted. The fair value is determined using a binomial model further details of which are given in Note 24.

## Notes to the Financial Statements

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In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of CGA if applicable.

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

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for awards that do not ultimately vest, except awards where vesting is conditional upon a market performance condition.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share.

### **(t) Investments and other financial assets**

Financial assets in the scope of AASB139 Financial Instruments: Recognition and Measurement are classified as either financial assets at fair value through profit or loss, loans and receivables, held to maturity investments, or available for sale investments, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable to transaction costs.

#### *Recognition and derecognition*

All regular way purchases and sales of financial assets are recognised on the trade date i.e., the date that the Group commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets under contracts that require delivery of the assets within the period established generally by regulation or convention in the market place. Financial assets are derecognised when the right to receive cashflows from the financial assets has expired or when the entity transfers substantially all the risks and rewards of the financial assets. If the entity neither retains nor transfers substantially all of the risks and rewards, it derecognises the asset if it has transferred control of the assets.

#### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

## Notes to the Financial Statements

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### *Available-for-sale financial assets*

Available-for-sale financial assets are those non-derivative financial assets, principally equity securities, that are designated as available-for-sale or are not classified as Loans and Receivables, Held to Maturity Investments or Financial Assets at Fair Value through the Profit and Loss. After initial recognition available-for sale financial assets are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is recognised in profit or loss.

The fair values of investments that are actively traded in organised financial markets are determined by reference to quoted market bid prices at the close of business on the reporting date.

#### **(u) Trade and other receivables**

Trade receivables, which generally have 30 day terms are recognised and carried at original invoice amount less an allowance for any uncollectible amounts.

An allowance for doubtful debts is made when there is objective evidence that the Group will not be able to collect the debts. Bad debts are written off when identified.

#### **(v) Business combinations**

##### **Subsequent to 1 July 2009**

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity issued by the acquirer. Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or a liability will be recognised in accordance with AASB 139 whether in the profit and loss or in other comprehensive income. If the contingent consideration is classified as equity, it shall not be remeasured.

##### **Prior to 1 July 2009**

The purchase method of accounting was used to account for all business combinations regardless of whether equity instruments or other assets were acquired. Cost was measured as the fair value of the assets given, shares issued or liabilities incurred or assumed at the date of exchange plus costs directly attributable to the combination. Where equity instruments were issued in a business combination, the fair value of the instruments was their published market price as at the date of exchange. Transaction costs arising on the issue of equity instruments were recognised directly in equity.

Except for non-current assets or disposal groups classified as held for sale (which were measured at fair value less costs to sell), all identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination were measured initially at their fair values at the acquisition date. The excess of the cost of the business combination over the net fair value of the

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Group's share of the identifiable net assets acquired was recognised as goodwill. If the cost of acquisition was less than the Group's share of the net fair value of the identifiable net assets of the subsidiary, the difference was recognised as a gain in the income statement, but only after a reassessment of the identification and measurement of the net assets acquired.

Where settlement of any part of the consideration was deferred, the amounts payable in the future were discounted to their present value as at the date of exchange. The discount rate used was 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.

### **(w) Discontinued operations**

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the income statement.

### **(x) Investments in associates**

The Group's investments in its associates are accounted for using the equity method of accounting in the consolidated financial statements. The associates are entities over which the Group has significant influence and that are neither subsidiaries nor joint ventures.

Under the equity method, investments in associates are carried in the consolidated balance sheet at cost plus post-acquisition changes in the Groups share of net assets of the associates. Goodwill relating to an associate is included in the carrying amount of the investment and is not amortised. After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss with respect to the Group's net investment in the associate.

The Group's share of its associates' post-acquisition profits or losses is recognised in the income statement, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable from associates are recognised in the parent entity's income statement, while in the consolidated financial statements they reduce the carrying amount of the investment.

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

The reporting dates of the associates of the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

### **(y) Interest in joint ventures**

The group's interest in joint ventures is accounted for by proportionate consolidation, which involves recognising a proportionate share of the joint venture's assets, liabilities, income and expenses with similar items in the consolidated financial statements on a line-by-line basis.

### **(z) Intangibles**

Intangible assets acquired separately or in a business combination are initially measured at cost. The cost of an intangible asset acquired in a business combination is its fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets,

## Notes to the Financial Statements

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excluding capitalised development costs, are not capitalised and expenditure is recognised in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for prospectively by changing the amortisation period or method, as appropriate, which is a change in the accounting estimate. The amortisation expense on intangible assets with finite lives is recognised in profit and loss in the expense category consistent with the function of the intangible asset.

The intangible assets held by the Group are contractual rights. Contractual rights have been acquired through business combinations and are carried at cost less accumulated amortisation and accumulated impairment losses. They represent the contractual right of Philippine Gold Processing and Refining Corporation ("PGPRC"), a wholly owned subsidiary of CGA, to purchase mineral ore from the Masbate Gold Project owned by Filminera Resources Corporation ("Filminera"), an associate of CGA, at a specified price.

The intangible asset has been assessed as having a finite life and is amortised using the units of production method over the reserve base of the Masbate Gold Project in the Philippines.

### (aa) Derivative financial instruments

The Group has derivative financial instruments in the form of warrants issued in Canadian dollars. Such derivative financial instruments are initially recognised at fair value at the date at which the derivatives are issued and are subsequently re-measured at fair value. These derivatives do not qualify for hedge accounting and changes in fair value are recognised immediately in profit and loss. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The Group also uses derivative financial instruments (including gold forward sales contracts and gold options, fuel swaps and interest rate swaps) to hedge its risks associated with the commodity prices and interest rate fluctuations. Such derivative financial instruments are initially recorded at fair value on the date on which a derivative contract is entered into and are subsequently remeasured to fair value.

Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives, except for those that qualify as cash flow hedges, are taken to the profit and loss.

The fair value of forward currency contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

For the purposes of hedge accounting, hedges are classified as:

- fair value hedges when they hedge the exposure to changes in the fair value of a recognised asset or liability (the Group does not currently have fair value hedges); or
- cash flow hedges when they hedge exposure to variability in cash flows that is attributable either to a particular risk associated with a recognised asset or liability or to a forecast transaction.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management

## Notes to the Financial Statements

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objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the hedging instrument's effectiveness in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges that meet the strict criteria for hedge accounting are accounted for as follows:

### (i) Fair value hedges

Fair value hedges are hedges of the Group's exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment other than foreign exchange rate risk, or an identified portion of such an asset, liability or firm commitment that is attributable to a particular risk and could affect profit or loss. For fair value hedges, the carrying amount of the hedged item is adjusted for gains and losses attributable to the risk being hedged, the derivative is remeasured to fair value and gains and losses from both are taken to the profit and loss.

The Group discontinues fair value hedge accounting if the hedging instrument expires or is sold, terminated or exercised, the hedge no longer meets the criteria for hedge accounting or the Group revokes the designation. Any adjustment to the carrying amount of a hedged financial instrument for which the effective interest method is used is amortised to the profit and loss. Amortisation may begin as soon as an adjustment exists and shall begin no later than when the hedged item ceases to be adjusted for changes in its fair value attributable to the risk being hedged.

### (ii) Cash flow hedges

Cash flow hedges are hedges of the Group's exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction and that could affect profit or loss. The effective portion of the gain or loss on the hedging instrument is recognised directly in equity, while the ineffective portion is recognised in the profit and loss.

Amounts taken to equity are transferred to the statement of comprehensive income when the hedged transaction affects profit or loss, such as when hedged income or expenses are recognised or when a committed and future sale or the asset is consumed. When the hedged item is the cost of a non-financial asset or liability, the amounts taken to equity are transferred to the initial carrying amount of the non-financial asset or liability.

If the forecast transaction is no longer expected to occur, amounts previously recognised in equity are transferred to the income statement. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, amounts previously recognised in equity remain in equity until the forecast transaction occurs. If the related transaction is not expected to occur, the amount is taken to the statement of comprehensive income for the period.

### **(ab) Interest bearing loans and borrowings**

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

## **Notes to the Financial Statements**

FOR THE YEAR ENDED 30 JUNE 2011

### **(ac) Borrowing costs**

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Other borrowing costs are expensed as incurred.

### **(ad) Inventories**

Inventories are valued at the lower of cost and net realisable value (NRV).

Cost is determined by the weighted average method and comprises direct purchase costs and an appropriate portion of fixed and variable overhead costs, including depreciation, incurred in converting materials into finished goods for gold bullion, gold-in-circuit and ore stockpiles. Net realisable value of ore inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

For stores and consumables, cost is determined using the weighted average method and composed of purchase price, transport, handling and other costs directly attributable to their acquisition. Net realisable value of stores and consumables is the current replacement cost.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## 3. REVENUES AND EXPENSES

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>(a) Revenue</b>		
Revenue from metals sales	235,313,629	155,595,255
Interest – non related parties	561,378	86,433
Interest – accretion on loan to associate	2,606,325	2,342,024
	<b>238,481,332</b>	<b>158,023,712</b>

### (b) Cost of sales

Ore purchases net of inventory movements	68,187,366	49,373,438
Salaries and employee benefits	1,564,191	917,004
Contractors and professional fees	15,381,574	8,202,724
Consumables and supplies	41,696,706	27,221,640
Leases and rentals	1,884,396	2,015,455
Travel and accommodation	415,840	410,601
Utilities	28,498	19,091
Taxes and government charges	3,816,964	3,513,304
Other production overheads	8,983,449	4,861,038
Depreciation and amortisation	16,153,894	14,122,618
	<b>158,112,878</b>	<b>110,656,913</b>

### (c) Administrative expenses

Salaries and wages	3,073,262	2,403,961
Defined contribution/superannuation expense	341,034	199,376
Employee share option expense	920,927	114,545
Foreign exchange (gains)/losses	352,042	(1,923,966)
Depreciation	209,673	250,847
	<b>4,896,938</b>	<b>1,044,763</b>

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>(d) Lease payments</b>		
Minimum lease payments – operating lease	139,244	350,055

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>(e) Movement in fair value of warrants</b>		
	-	(3,583,494)

This amount represents the movement in fair value of the warrants issued on 22 November 2007 for the prior period ended 30 June 2010. This amount does not represent a current or future cash flow to the Company, however accounting standards require that a fair value be placed on the warrants and that they be revalued at each balance date with the movement to be recognised in the Company's Statement of Comprehensive Income. The warrants were repaid during 30 June 2010.

### (f) Share of loss of associates

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
Share of net losses of associates	3,191,968	184,322

Refer to Note 24 for further details.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### (g) Movement in fair value of derivative financial instruments – gain/(loss)

	Consolidated	
	2011	2010
	US\$	US\$
Decrease in time value of put options	-	(84,277)
Ineffectiveness in gold forward sales contract	-	(4,480,231)
Mark to market movement in fuel hedges not qualifying for hedge accounting	493,491	1,057,360
	<b>493,491</b>	<b>(3,507,148)</b>

### (h). Finance Costs

	Consolidated	
	2011	2010
	US\$	US\$
Borrowing costs expensed	5,042,470	9,983,468
Loss on settlement	-	4,482,850
Total	<b>5,042,470</b>	<b>14,466,318</b>

## 4. INCOME TAX EXPENSE

The major components of income tax expense are:

### Income Statement

	Consolidated	
	2011	2010
	US\$	US\$
<i>Current income tax</i>		
Current income tax charge	-	-
Adjustments in respect of current income tax of previous years	-	-
<i>Deferred Income tax</i>		
Relating to origination and reversal of temporary differences	353,827	(93,476)
Income tax expense/(benefit) reported in the income statement	<b>353,827</b>	<b>(93,476)</b>

There is no current provision for income tax for the years ended 30 June 2011 and 2010 due to the Income Tax Holiday (“ITH”) incentives available to the Group’s Philippine operations. Effective July 2009, PGPRC is entitled to an ITH as one of the incentives granted by the Board of Investments in the Philippines as a non-pioneer enterprise.

### Statement of changes in equity

<i>Deferred income tax related to items charged or credited directly to equity</i>	-	-
Income tax expense reported in equity	-	-

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

A reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Company's applicable income tax rate is as follows:

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
Accounting profit/ (loss) before income tax	65,436,091	15,898,616
At the Company's statutory income tax rate of 30% (2010: 30%)	19,630,827	4,769,584
Expenditure not deductible for income tax purposes	2,450,635	1,908,285
Foreign tax rate adjustments	(23,487,297)	(10,811,256)
Unrecognised tax losses - DTA not recognised / not brought to account	1,759,662	4,039,911
Income tax expense/(benefit) reported in the consolidated income statement	<b>353,828</b>	<b>(93,476)</b>

<b>Deferred income tax</b>	<b>Balance sheet</b>		<b>Statement of comprehensive Income</b>	
	<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
<i>CONSOLIDATED</i>				
<i>Deferred tax liabilities</i>				
Intangible asset	(4,902,797)	(5,253,080)	350,283	276,751
Other	(1,214,083)	(271,988)	(942,095)	(98,264)
Gross deferred income tax liabilities	(6,116,880)	(5,525,068)		
<i>CONSOLIDATED</i>				
<i>Deferred tax assets</i>				
Provisions	431,528	273,305	158,223	78,040
Capital raising costs	1,541,139	855,900	685,239	-
Other	-	-	-	(50,278)
Carry forward revenue losses	9,273,594	4,976,135	4,297,819	1,512,938
Deferred tax assets not recognised	(11,246,261)	(6,105,340)	(4,903,526)	(1,625,711)
Deferred tax income/(expense)	-	-	(353,827)	93,476

In addition to the deferred tax assets not recognised in the table above, the consolidated entity has the following deferred tax assets that have not been recognised as their realisation is not probable:

- Unrecognised deferred tax asset relating to foreign exploration and evaluation expenditure of approximately \$15,906,189 at a tax rate of 30% (2010: \$15,628,335 at a tax rate of 30%).
- Unrecognised deferred tax asset relating to carry forward capital tax losses of \$2,458,229.

### Tax consolidation

Effective 1 January 2004, for the purposes of income taxation, CGA and its 100% owned Australian subsidiaries formed a tax consolidated group. Members of the group will participate in a tax sharing arrangement in order to allocate income tax expense to the wholly-owned subsidiaries on a pro-rata basis. The agreement will provide for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. At the balance date, the

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

possibility of default is remote. Under the terms of the tax funding arrangement CGA Mining Limited and each of the entities in the tax consolidated group has agreed to pay a tax equivalent payment to or from the head entity based on the current tax liability or tax asset of the entity. Such amounts are reflected in amounts receivable from or payable to other entities in the tax consolidated group.

The head entity of the tax consolidated group is CGA. CGA formally notified the Australian Taxation Office of its adoption of the tax consolidation regime when lodging its 30 June 2004 tax return.

### 5. CASH AND CASH EQUIVALENTS

	Consolidated	
	2011	2010
	US\$	US\$
Cash at bank and on hand	75,228,173	31,584,982
Deposits at call	32,108,172	56,060,158
	<b>107,336,345</b>	<b>87,645,140</b>

Cash at bank earns interest at floating rates based on daily bank deposit rates. Short term deposits are made for varying periods of between one day and three months, depending on the Company's immediate cash requirements, and earn interest at short term deposit rates. The fair value of cash and cash equivalents is \$107,336,345 (2010: \$87,645,140).

#### Restricted Cash

Included in cash and cash equivalents is an amount of \$9,000,000 held with BNP Paribas in line with the requirements of project financing facility agreement which requires two quarters of principal and interest payments due on the facility to be held on deposit.

#### *Reconciliation to Cash Flow Statement*

For the purposes of the Cash Flow Statement, cash and cash equivalents comprise the following at 30 June:

	Consolidated	
	2011	2010
	US\$	US\$
Cash at bank and on hand	75,228,173	31,584,982
Deposits at call	32,108,172	56,060,158
Cash held by disposal group	-	142,217
	<b>107,336,345</b>	<b>87,787,357</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>Reconciliation of net loss after tax to net cash flows from operations</b>		
Net profit/(loss) after related income tax	65,082,264	15,992,092
<i>Adjustment for non-cash income and expense items:</i>		
Depreciation and amortisation	16,363,567	14,373,465
Unrealised foreign exchange (gain)/loss	352,042	136,488
Share-based payments	920,927	114,545
Movement in fair value of Warrants	-	3,583,494
Share of loss of associate	3,191,968	184,322
Interest income on receivable from associate	(2,606,325)	(2,342,024)
Borrowing costs	5,042,470	14,466,318
Movement in fair value of derivatives	(493,491)	3,507,148
Other	(1,451)	(176,015)
<i>Changes in assets and liabilities:</i>		
<i>(Increase) / decrease in assets:</i>		
Trade and other receivables	(565,882)	897,395
Prepayments	(4,867,826)	(2,906,305)
Inventories	(5,866,525)	(1,515,155)
Tax assets	(1,452,689)	(3,736,798)
Other assets	3,306,820	(3,306,820)
<i>Increase / (decrease) in liabilities:</i>		
Trade and other payables	5,982,356	8,792,960
Deferred tax liabilities	591,812	(178,487)
Provisions	539,249	242,436
Net cash inflow/(outflow) from operating activities	<b>85,519,286</b>	<b>48,129,059</b>

Non cash financing activities

During the year there were leased asset additions of \$12,435,962 (2010: \$5,398,865).

### 6. TRADE AND OTHER RECEIVABLES (Current)

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
VAT and GST	43,710	65,888
Other debtors	660,581	72,521
	<b>704,291</b>	<b>138,409</b>

Other receivables are non-interest bearing and are generally on 30-90 day terms. There are no receivables past due or impaired. It is expected that these receivables will be received when due

### 7. PREPAYMENTS

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
Security Deposits	101,334	-
Other	7,748,568	2,982,076
	<b>7,849,902</b>	<b>2,982,076</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 8. INVENTORIES

	Consolidated	
	2011 US\$	2010 US\$
Gold on hand	2,986,430	2,423,359
Gold in circuit	3,311,213	2,607,524
Consumables	7,625,071	4,228,664
Ore stockpiles	3,140,709	1,937,351
	<b>17,063,423</b>	<b>11,196,898</b>

### 9. OTHER FINANCIAL ASSETS

	Consolidated	
	2011 US\$	2010 US\$
<b>Investments</b>		
Available for sale financial assets	4,181,703	1,480,431
	<b>4,181,703</b>	<b>1,480,431</b>

The fair value of the available for sale investments has been determined directly by reference to published price quotations in an active market.

### 10. PLANT AND EQUIPMENT (Non-current)

	Consolidated	
	2011 US\$	2010 US\$
<i>Office, plant and equipment – at cost</i>	971,658	938,525
Accumulated depreciation	(682,100)	(489,097)
Net carrying amount	<b>289,558</b>	<b>449,428</b>
<i>Processing plant and equipment</i>	183,993,808	173,762,774
Accumulated depreciation	(20,127,176)	(19,040,793)
Net carrying amount	<b>163,866,632</b>	<b>164,721,981</b>
<i>Leased assets</i>	35,473,105	23,037,143
Accumulated depreciation	(8,274,225)	(5,285,057)
Net carrying amount	<b>27,198,880</b>	<b>17,752,086</b>
<b>Total Plant and Equipment</b>	<b>191,355,070</b>	<b>182,923,495</b>

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

<b>(a) Reconciliations</b>	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
<i>Office, plant and equipment</i>	<b>US\$</b>	<b>US\$</b>
At 1 July, net of accumulated depreciation	449,428	625,037
Additions	33,133	178,950
Disposals	-	-
Assets held for sale	-	(201,768)
Depreciation expense	(193,003)	(152,791)
At 30 June, net of accumulated depreciation	<b>289,558</b>	<b>449,428</b>
<i>Processing plant and equipment</i>		
At 1 July, net of accumulated depreciation	164,721,981	160,634,485
Additions	10,231,034	12,486,615
Disposals	-	-
Depreciation expense	(11,086,383)	(8,399,119)
At 30 June, net of accumulated depreciation	<b>163,866,632</b>	<b>164,721,981</b>
<i>Leased assets</i>		
At 1 July, net of accumulated depreciation	17,752,086	16,192,745
Additions	12,435,962	5,398,865
Disposals	-	-
Depreciation expense	(2,989,168)	(3,839,524)
At 30 June, net of accumulated depreciation	<b>27,198,880</b>	<b>17,752,086</b>
<i>Total office, plant and equipment</i>		
At 1 July, net of accumulated depreciation	182,923,495	177,452,267
Additions	22,700,129	18,064,430
Assets held for sale	-	(201,768)
Depreciation expense	(14,268,554)	(12,391,434)
At 30 June, net of accumulated depreciation	<b>191,355,070</b>	<b>182,923,495</b>

## Property, plant and equipment pledged as security

Property, plant and equipment has been pledged as security as outlined in Note 14 (g).

## 11. INTANGIBLE ASSETS (Non-current)

### (a) Reconciliation of carrying amounts at the beginning and end of the period

<b>Contractual Rights</b>	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
Cost	43,173,940	43,173,940
Accumulated amortisation	(4,895,546)	(2,160,726)
Net carrying value	<b>38,278,394</b>	<b>41,013,214</b>
Balance at beginning of year	41,013,214	43,173,940
Amortisation	(2,734,820)	(2,160,726)
Balance at end of year	<b>38,278,394</b>	<b>41,013,214</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### (b) Description of the Group's intangible assets

#### *Contractual rights*

Contractual rights have been acquired through business combinations and are carried at cost less accumulated amortisation and accumulated impairment losses. They represent the contractual right of PGPRC, a wholly owned subsidiary of CGA, to purchase mineral ore from the Masbate Gold Project owned by Filminera, an associate of CGA, at a specified price.

The intangible asset has been assessed as having a finite life and is amortised using the units of production method over the reserve base of the Masbate Gold Project in the Philippines.

### 12. TRADE AND OTHER PAYABLES (Current)

	Consolidated	
	2011 US\$	2010 US\$
Trade payables – third parties	7,003,835	3,564,879
Trade payables to an associate	5,693,511	3,150,111
	<b>12,697,346</b>	<b>6,714,990</b>

Trade payables to third parties are non-interest bearing and are normally settled on 30 to 60 day terms.

Trade payables to an associate relate to payables for ore purchases, are non-interest bearing and are normally settled on 30 to 60 day terms.

### 13. INTEREST BEARING LIABILITIES (current)

	Consolidated	
	2011 US\$	2010 US\$
Loans <sup>(i)</sup>	16,272,330	19,909,400
Lease liabilities <sup>(ii)</sup>	5,805,244	4,023,188
	<b>22,077,574</b>	<b>23,932,588</b>

### INTEREST BEARING LIABILITIES (non-current)

	Consolidated	
	2011 US\$	2010 US\$
Loans <sup>(i)</sup>	27,205,890	43,478,220
Lease liabilities <sup>(ii)</sup>	19,747,290	13,389,518
	<b>46,953,180</b>	<b>56,867,738</b>

(i) During the current period the Group made principal repayments of \$19,909,400 on the BNP Paribas project financing facility. The drawn down portion of the facility currently accrues interest at 3.15% plus LIBOR per annum. The remaining loan is repayable over a 2.5 year period, on or before 31 December 2013. The current portion of the loan liability is \$16,272,330 and the non-current portion is \$27,205,890.

(ii) The Company has entered into a finance lease for certain equipment to be used in the mining process for the Masbate Gold Project. The lease details are specified in the Masbate Technical Contract with Leighton Contractors (Philippines) Incorporated and Leighton Holdings Limited. The term of the initially leased assets is for 72 months. The Company has also acquired an additional fleet during the current year which is for a term of 60 months and both are secured over the underlying assets.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## Summary of Material Terms of the Masbate Project Finance Documentation Repayments

### (a) Repayment Schedule

The schedule of reduction dates and reduction amounts proposed for the Tranche A Facility (US\$75.3M).

<b>I</b> <b>Reduction Date</b>	<b>II</b> <b>Reduction Amount</b>
29 September 2011	5.23%
31 December 2011	5.34%
31 March 2012	5.46%
30 June 2012	5.58%
29 September 2012	5.70%
30 December 2012	5.83%
31 March 2013	5.95%
30 June 2013	6.09%
29 September 2013	6.22%
29 December 2013	6.34%
Maturity Date	Balance

The Tranche B Facility (US\$5M cost overrun facility) was repaid during the year.

### (b) Representations and Warranties

The Facility Agreement contains standard representations and warranties of a facility of its nature. The representations and warranties in the Facility Agreement are taken to be made on:

- each drawdown date;
- each interest payment date; and
- on the last day of every month after the date of the Facility Agreement.

### (c) Undertakings

The Facility Agreement includes undertakings standard for a facility of its nature including providing monthly financial and operational information (including environmental, social and safety matters).

### (d) Project Ratios

The project operating companies, PGPRC and Filminera must satisfy the project ratios and attest to their satisfaction at the end of each quarter and each withdrawal of funds date. The project ratios are:

- project life ratio of 1.40;
- loan life ratio of 1.20;
- forward debt service cover ratio of 1.15
- historic debt service ratio of 1.10; and
- ore reserve tail of 15%

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### (e) Project Undertakings

PGPRC and Filminera undertake amongst other things:

- (i) to ensure that it maintains the Project authorisations necessary for it to develop and operate the Project in good standing and it does whatever may be reasonably required to keep those Project authorisations in full force and effect at all times;
- (ii) to ensure that the Project and the Project assets are diligently developed, operated, managed and maintained in accordance with the life of mine plan and the project documents, and in accordance with best practice and all applicable legislation; and
- (iii) without the prior written consent of the agent to the facility, to cause or permit all or part of the project to be abandoned or placed on a "care and maintenance" basis or to cause or permit operations at the Project to be suspended for a period of more than three days or periods in aggregate of more than 10 days in any 30 day period, except to the extent resulting from:
  - requirements for scheduled or unscheduled maintenance or repair; or
  - health or safety requirements including security concerns; or
  - events or circumstances beyond its control, such as order of any Government Authority or inclement weather,

and it agrees to take all reasonable steps available to it to procure that the period of any such suspension of work is minimised;

- (iv) to ensure that:
  - it does not have a contaminant on any project area or cause or permit any discharge of any contamination to the environment from any project area or, in either case, otherwise in connection with the Project except in accordance with the Environmental Management Plan, the Environmental and Social Guidelines and any environmental approval for the project and otherwise not in violation of any environmental law; and
  - all environmental approvals necessary for any such discharge are obtained and are valid and correct at the time of discharge and there is no breach of any of those environmental approvals;

### (f) Events of Default

The Facility Agreement contains standard events of default of a facility of its nature. The following are events of default specific to the Facility Agreement.

If on any calculation date or any of the following financial ratios occurs:

- the loan life ratio is less than 1.20;
- the project life ratio is less than 1.40;
- the historic debt service cover ratio is less than 1.10;
- the forward debt service cover ratio is less than 1.15; or
- the ore reserve tail is less than 15%.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## (g) Security

### Security Documents

The following security has been granted to secure the moneys payable and the obligations under the Facility Agreement:

- (i) guarantee and indemnity granted by CGA, (“Completion Guarantee”) which is extinguished once Project Completion is satisfied;
- (ii) pledge of receivables of the CGA Financing Company BV (“CGA Financing”), being the receivables CGA Financing has or may have vis-à-vis:
  - PGPRC pursuant to the subordinated loan between CGA Financing and PGPRC;
  - bank accounts held with ING Bank; and
  - any other person in relation to any hedge transaction, to the extent that such receivables are governed by the laws of the Netherlands;
- (iii) pledge of receivables of CGA Financing Holding Company BV (“CGA Holdings”), being the receivables CGA Holdings has or may have vis-à-vis:
  - Filminera or PGPRC pursuant to the subordinated loans between CGA Holdings and Filminera or PGPRC;
  - bank accounts held with ING Bank; and
  - any other person in relation to any hedge transaction, to the extent that such receivables are governed by the laws of the Netherlands;
- (iv) pledge of shares by CGA Holdings of its shares in the CGA Financing;
- (v) pledge of shares by CGX Holdings Pty Ltd of its shares in CGA Holdings;
- (vi) mortgage over real property and chattels by Philippine Gold Limited (“Phil Gold”), PGPRC and Filminera (“Mortgage”);
- (vii) assignment of rights in project documents and project accounts by Central Asia Gold Limited (“CAG”), CGA, PhilGold, PGPRC and Filminera;
- (viii) equitable mortgage of shares in PhilGold by CAG;
- (ix) pledge of shares in PGPRC by the CGA Financing and PhilGold;
- (x) pledge of shares in Filminera by Zoom;
- (xi) pledge of shares in Zoom by CAG;
- (xii) a mortgage by PGPRC and Filminera over their right, title and interest in and to the project accounts; and
- (xiii) a fixed and floating charge by PhilGold over all of its rights, property and undertakings.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### Release of security documents

With the exception of the Completion Guarantee, all of the securities will be released when:

- i. there is no secured money to be repaid;
- ii. all secured obligations have been performed; and
- iii. the commitments of the lenders under the Facility Agreement have been cancelled or terminated.

The Completion Guarantee was released upon Project Completion occurring in June 2011 and the Project has now gone non-recourse to the Company.

### 14. PROVISIONS (Current)

	Consolidated	
	2011 US\$	2010 US\$
Employee entitlements	527,119	123,904
	<b>527,119</b>	<b>123,904</b>

### PROVISIONS (Non-current)

Employee entitlements	125,397	212,340
Provision for rehabilitation	785,909	562,932
	<b>911,306</b>	<b>775,272</b>

The provision for rehabilitation in relation to the Masbate Gold Project is largely recognised in the accounts of Filminera who holds the mining licenses and tenements over the project.

### (a) Movements in provisions

	<i>Provision for rehabilitation</i>	<i>Employee entitlements</i>	<i>Total</i>
	US\$	US\$	US\$
<b>CONSOLIDATED</b>			
At 1 July 2010	562,932	336,244	899,176
Re-estimate of provision	222,977	-	222,977
Annual leave	-	180,307	180,307
Long service leave	-	71,054	71,054
Pension liability	-	64,911	64,911
At 30 June 2011	<b>785,909</b>	<b>652,516</b>	<b>1,438,425</b>
Current 2011	-	527,119	527,119
Non-current 2011	785,909	125,397	911,306
	<b>785,909</b>	<b>652,516</b>	<b>1,438,425</b>
Current 2010	-	123,904	123,904
Non-current 2010	562,932	212,340	775,272
	<b>562,932</b>	<b>336,244</b>	<b>899,176</b>

### (b) Nature and timing of provisions

#### *Employee entitlements*

Refer to Note 2(k) for the relevant accounting policy applied in the measurement of this provision.

#### *Rehabilitation provision*

Refer to Note 2(r) for the relevant accounting policy and Note 2d(ii) for a discussion of the significant estimations and assumptions applied in the measurement of this provision.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 15. CONTRIBUTED EQUITY AND RESERVES

	2011	2010	2011	2010
	Number	Number	US\$	US\$
(a) Issued and paid up capital:	333,425,726	331,294,976	302,016,570	299,576,520
Total fully paid capital, including shares to be issued	<b>333,425,726</b>	<b>331,294,976</b>	<b>302,016,570</b>	<b>299,576,520</b>

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

<i>Movement in ordinary shares on issue</i>	2011	2010	2011	2010
	Number	Number	US\$	US\$
(i) Ordinary Shares				
Opening balance	331,294,976	269,206,976	299,576,520	187,816,660
Add: Shares issued on exercise of options and warrants	2,130,750	8,283,000	2,449,402	13,686,430
Add: Ordinary shares issued through private placements	-	53,805,000	-	103,837,052
Less: share issue costs	-	-	(9,352)	(5,763,622)
Issued and fully paid	<b>333,425,726</b>	<b>331,294,976</b>	<b>302,016,570</b>	<b>299,576,520</b>

	Consolidated	
	2011	2010
	Number	Number
(ii) Options		
Unlisted options:		
Opening balance	11,902,000	14,460,000
Issued during the year	1,050,000	150,000
Exercised during the year	(2,130,750)	(2,708,000)
Closing Balance	<b>10,821,250</b>	<b>11,902,000</b>
Exercisable at A\$0.65 on or before 30 June 2012	4,300,000	5,050,000
Exercisable at A0.90 on or before 30 September 2012	200,000	462,000
Exercisable at A\$1.80 on or before 31 March 2013	700,000	950,000
Exercisable at A\$1.20 on or before 15 October 2013	400,000	400,000
Exercisable at A1.15 on or before 17 November 2013	40,000	200,000
Exercisable at A\$1.50 on or before 28 November 2013	2,950,000	3,000,000
Exercisable at A\$1.70 on or before 2 April 2014	1,031,250	1,690,000
Exercisable at A\$1.50 on or before 30 June 2014	150,000	150,000
Exercisable at A\$2.97 on or before 27 December 2011	150,000	-
Exercisable at A\$2.97 on or before 27 December 2012	75,000	-
Exercisable at A\$2.97 on or before 31 December 2015	825,000	-
	<b>10,821,250</b>	<b>11,902,000</b>

#### Share options

The Company has a share based payment option scheme under which options to subscribe for the Company's shares have been granted to certain employees and consultants (refer Note 23).

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### (b) RESERVES

Consolidated	Foreign currency translation US\$	Share- based payments US\$	Cash flow hedge reserve US\$	Asset revaluation reserve US\$	Total US\$
At 1 July 2010	5,815,359	4,941,151	(72,551,338)	447,394	(61,347,434)
Share-based payment	-	920,927	-	-	920,927
Net gain/(loss) on cash flow hedges	-	-	(10,127,563)	-	(10,127,563)
Revaluation of listed investments	-	-	-	1,687,074	1,687,074
At 30 June 2011	<b>5,815,359</b>	<b>5,862,078</b>	<b>(82,678,901)</b>	<b>2,134,468</b>	<b>(68,866,996)</b>
At 1 July 2009	5,815,359	4,826,606	(20,100,964)	-	(9,458,999)
Share-based payment	-	114,545	-	-	114,545
Net gain/(loss) on cash flow hedges	-	-	(52,450,374)	-	(52,450,374)
Revaluation of listed investments	-	-	-	447,394	447,394
At 30 June 2010	<b>5,815,359</b>	<b>4,941,151</b>	<b>(72,551,338)</b>	<b>447,394</b>	<b>(61,347,434)</b>

### Nature and purpose of reserves

#### *Share based payment reserve*

The share based payment reserve is used to record the value of share based payments provided to employees, including key management personnel and directors, as part of remuneration. Refer to Note 23 for further details of these plans.

#### *Foreign currency translation reserve*

The foreign currency translation reserve used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries. A functional currency translation reserve was recognized upon the change in functional and presentation currency of the Company from AUD to USD on 1 December 2007.

#### *Cash flow hedge reserve*

This reserve records the portion of the gain or loss on a hedging instrument in a cash flow hedge that is determined to be an effective hedge.

#### *Asset revaluation reserve*

This reserve records the increase or decrease in the value of listed investments.

### (c) ACCUMULATED LOSSES

	Consolidated	
	2011 US\$	2010 US\$
Balance at 1 July	(15,132,295)	(31,124,387)
Net profit for the year	65,082,264	15,992,092
Balance at 30 June	<b>49,949,969</b>	<b>(15,132,295)</b>

#### *Franking Credits*

In respect to the payment of dividends by CGA in subsequent reporting periods (if any), the Company currently has franking credits available to the value of \$5,645.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## Dividends

No dividends were paid or proposed during or since the end of the financial year.

## 16. EARNINGS PER SHARE

Basic EPS is calculated as net profit attributable to members, adjusted to exclude costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element. Diluted EPS is calculated as net profit attributable to members, adjusted for:

- costs of servicing equity (other than dividends);
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

The following reflects the income and share data used in the basic and diluted earnings per share calculation:

<b>(a) Earnings used in calculating earnings per share</b>	<b>2011 US\$</b>	<b>2010 US\$</b>
For earnings per share from profit from continuing operations		
Net profit attributable to ordinary equity holders of the parent	65,360,118	18,948,068
For earnings per share from continued & discontinued operations		
Net profit attributable to ordinary equity holders of the parent	65,082,264	15,992,092
<b>(b) Weighted average number of shares</b>	<b>Number of shares</b>	<b>Number of shares</b>
Weighted average number of ordinary shares used in calculating basic earnings per share	332,812,925	298,438,358
Effect of dilutive options	5,705,937	3,434,399
<i>Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share</i>	<b>338,518,862</b>	<b>301,872,757</b>

## (c) Information on the classification of securities

### Options

Options granted to employees and directors are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent they are dilutive. These options have not been included in the determination of basic earnings per share. The number of these potential ordinary shares not included in calculation of dilutive earnings per share is 1,050,000 (2010: nil). These options have been excluded from the calculation as they are anti-dilutive.

50,000 options were exercised subsequent to year end.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## 17. KEY MANAGEMENT PERSONNEL

### Compensation of key management by category

	Consolidated 2011	2010
	US\$	US\$
Short-term	3,590,752	1,963,013
Post-employment	380,661	137,670
Share-based payment	-	114,545
Long-term	-	149,400
	<b>3,971,413</b>	<b>2,364,628</b>

### Option holdings of key management personnel

	Beginning of reporting period	Granted as compensation	Exercised	Other changes	End of reporting period	Vested and exercisable at 30 June 2011
<b>30 June 2011</b>						
<b>Directors</b>						
Mr Mark Savage	1,500,000	-	-	-	1,500,000	1,500,000
Mr Michael Carrick	5,000,000	-	-	-	5,000,000	5,000,000
Ms Justine Magee	750,000	-	-	-	750,000	750,000
Mr Robert Scott	-	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-	-
Mr David Cruse	-	-	-	-	-	-
<b>Executives</b>						
Mr Mark Turner	400,000	-	-	-	400,000	400,000
Ms Hannah Hudson	50,000	-	(25,000)	-	25,000	25,000
Mr Wayne Foote	200,000	-	(160,000)	-	40,000	40,000
Mr Ray Mead	-	-	-	-	-	-
Ms Eliza Molloy	-	-	-	-	-	-
<b>Total</b>	<b>7,900,000</b>	<b>-</b>	<b>(185,000)</b>	<b>-</b>	<b>7,715,000</b>	<b>7,715,000</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

	Beginning of reporting period	Granted as compensation	Exercised	Other changes	End of reporting period	Vested and exercisable at 30 June 2010
<b>30 June 2010</b>						
<b>Directors</b>						
Mr Mark Savage	1,500,000	-	-	-	1,500,000	1,500,000
Mr Michael Carrick	5,000,000	-	-	-	5,000,000	5,000,000
Ms Justine Magee	750,000	-	-	-	750,000	750,000
Mr Robert Scott	-	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-	-
Mr David Cruse <sup>1</sup>	-	-	-	-	-	-
<b>Executives</b>						
Mr Geoffrey Jones	1,500,000	-	(1,500,000)	-	-	-
Mr Mark Turner	400,000	-	-	-	400,000	400,000
Mr Tim Armstrong <sup>2</sup>	-	150,000	(150,000)	-	-	-
Ms Hannah Hudson	100,000	-	(50,000)	-	50,000	50,000
<b>Total</b>	<b>9,250,000</b>	<b>150,000</b>	<b>(1,700,000)</b>	<b>-</b>	<b>7,700,000</b>	<b>7,700,000</b>

1. Appointed 13 November 2009

2. Resigned 31 August 2009

### Shareholdings of key management personnel

	Beginning of reporting period	Purchases/ Other	Received on exercise of options	Sales	End of reporting period
<b>30 June 2011</b>					
<b>Directors</b>					
Mr Mark Savage	^3,573,880	-	-	-	^3,573,880
Mr Michael Carrick	^1,155,000	-	-	-	^1,155,000
Ms Justine Magee	^1,113,333	-	-	-	^1,113,333
Mr Robert Scott	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-
Mr David Cruse	20,000	-	-	-	20,000
<b>Executives</b>					
Mr Mark Turner	-	-	-	-	-
Ms Hannah Hudson	-	-	25,000	(25,000)	-
Mr Wayne Foote	-	-	160,000	(160,000)	-
Mr Ray Mead	-	-	-	-	-
Ms Eliza Molloy	-	-	-	-	-
<b>Total</b>	<b>#3,673,713</b>	<b>-</b>	<b>185,000</b>	<b>(185,000)</b>	<b>3,673,713</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

30 June 2010	Beginning of reporting period	Purchases/ Other	Received on exercise of options	Sales	End of reporting period
<b>Directors</b>					
Mr Mark Savage	^3,573,880	-	-	-	^3,573,880
Mr Michael Carrick	^1,155,000	-	-	-	^1,155,000
Ms Justine Magee	^1,113,333	-	-	-	^1,113,333
Mr Robert Scott	-	-	-	-	-
Mr Phil Lockyer	-	-	-	-	-
Mr David Cruse <sup>1</sup>	-	20,000	-	-	20,000
<b>Executives</b>					
Mr Geoffrey Jones	-	-	1,500,000	(1,500,000)	-
Mr Mark Turner	-	-	-	-	-
Mr Tim Armstrong <sup>2</sup>	-	-	150,000	(150,000)	-
Ms Hannah Hudson	-	-	50,000	(50,000)	-
<b>Total</b>	<b>^3,653,713</b>	<b>20,000</b>	<b>1,700,000</b>	<b>(1,700,000)</b>	<b>3,673,713</b>

1. Appointed 13 November 2009

2. Resigned 31 August 2009

^Indirect interest relating to shares and options held by a non related entity for which all are directors, but have no beneficial interest. In total 1,100,000 shares held.

# The above column totals do not add mathematically due to an indirect interest held by each of the directors for the same 1,100,000 shares.

### Other transactions with key management personnel

Refer to Note 20 – Related Party Disclosure

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## 18. AUDITORS REMUNERATION

The auditor of the Company is Ernst & Young.

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<ul style="list-style-type: none"> <li>• An audit or review of the financial report of the entity and any other entity in the consolidated group</li> </ul>	211,836	280,984
<ul style="list-style-type: none"> <li>• Other services in relation to the entity and any other entity in the consolidated group</li> </ul>		
<ul style="list-style-type: none"> <li>- Tax compliance</li> <li>- Other assurance services</li> </ul>	57,539	127,985
	-	4,532
	<b>269,375</b>	<b>413,501</b>
<i>Amounts received or due and receivable by Ernst &amp; Young (Philippines) for:</i>		
<ul style="list-style-type: none"> <li>• An audit or review of the financial report of the entity and any other entity in the consolidated group</li> </ul>	99,808	91,511
<ul style="list-style-type: none"> <li>• Other services in relation to the entity and any other entity in the consolidated group</li> </ul>		
<ul style="list-style-type: none"> <li>- Tax compliance</li> <li>- Other assurance services</li> </ul>	8,488	35,546
	-	9,072
	<b>108,296</b>	<b>136,129</b>
<i>Amounts received or due and receivable by Ernst &amp; Young (UK) for:</i>		
<ul style="list-style-type: none"> <li>• An audit or review of the financial report of the entity and any other entity in the consolidated group</li> </ul>	22,048	54,630
	<b>22,048</b>	<b>54,630</b>
<i>Amounts received or due and receivable by Ernst &amp; Young (Netherlands) for:</i>		
<ul style="list-style-type: none"> <li>- Tax compliance</li> <li>- Other assurance services</li> </ul>	27,848	34,563
	-	-
	<b>27,848</b>	<b>34,563</b>
<i>Amounts received or due and receivable by Ernst &amp; Young (Nigeria) for:</i>		
<ul style="list-style-type: none"> <li>• An audit or review of the financial report of the entity and any other entity in the consolidated group</li> </ul>	-	-
	-	-
<i>Amounts received or due and receivable by Ernst &amp; Young (Zambia) for:</i>		
<ul style="list-style-type: none"> <li>• An audit or review of the financial report of the entity and any other entity in the consolidated group</li> </ul>	-	-
	-	-

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 19. COMMITMENTS AND CONTINGENCIES

	Consolidated	
	2011 US\$	2010 US\$
<b>Operating lease commitments – Group as lessee</b>		
Due within one year	167,184	334,210
After one year but no more than five years	-	121,574
Aggregate lease expenditure contracted for at balance date	<u>167,184</u>	<u>455,784</u>
<b>Finance lease commitments – Group as lessee</b>		
Due within one year	7,336,668	5,128,000
After one year but no more than five years	24,226,509	19,316,000
Aggregate lease expenditure contracted for at balance date	<u>31,563,177</u>	<u>24,444,000</u>
Less: Future interest expense	<u>6,010,643</u>	<u>7,031,294</u>
Net lease liabilities	<u>25,552,534</u>	<u>17,412,706</u>
<b>Other Commitments</b>		
(a) Mining services commitments	21,948,000	19,424,294
(b) Power services contract commitments	425,424	370,553
(c) Camp management commitments	86,301	86,301
(d) Laboratory services commitments	205,431	180,330
(e) Other capital commitments	<u>2,434,635</u>	<u>1,373,361</u>
	<u>25,099,791</u>	<u>21,434,839</u>

The Company is also party to a mining services contract between Leighton Contractors (Philippines) Limited and Filminera Resources Corporation which has been determined to contain a finance lease. Refer to Note 2(d)(ii) for further details. Under the Ore Purchase Agreement, PGPRC is contracted to purchasing ore from Filminera at cost plus a profit margin. The Company is also party to a contract for the operation of the power station at the Masbate Gold Project. The contract has a 3 month termination notice period. The camp management commitments relate to capital commitments for camp improvements. Laboratory services agreements relate to a 3 month termination notice period on the laboratory services contract.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 20. RELATED PARTY DISCLOSURE

The consolidated entity consists of CGA and its controlled subsidiaries listed in the following table:

Name of Entity	Country of Incorporation	Equity Interest (%)		Investment (US\$)	
		2011	2010	2011	2010
<b>Controlled Entities</b>					
Conex Oil Exploration Pty Ltd	Australia	100	100	2	2
Swanview Investments Pty Ltd	Australia	100	100	4,197,948	4,197,948
Central Asia Gold Limited	Bahamas	100	100	-	-
Philippine Gold Ltd	United Kingdom	100	100	-	-
Phil. Gold Processing & Refining Corp.	Philippines	100	100	-	-
CAGL(Taldy Bulak) Pty Ltd	Australia	100	100	885	885
Golden Moose LLC	Russia	100	100	394	394
China Gold Pty Ltd	Australia	100	100	-	-
Altyn Gold Pty Ltd	Australia	100	100	-	-
Altyn Gold Limited	British Virgin Islands	100	100	960	960
Zambian Holdings Pty Ltd	Australia	100	100	-	-
Zambian Mining Limited	British Virgin Islands	-	100	-	-
Seringa Mining Limited	Zambia	-	100	-	-
Mkushi Copper Joint Venture Co Limited	Zambia	-	51	-	-
CGX Holdings Limited	Australia	100	100	-	-
St Augustine Gold and Copper Limited	British Virgin Islands	-	100	-	-
CGX Limited	British Virgin Islands	-	100	-	-
Segilola Gold Limited	Nigeria	-	100	-	-
CGA Financing Holding Company B.V.	The Netherlands	100	100	-	-
CGA Financing Company B.V.	The Netherlands	100	100	-	-
Total Investments				<u>4,200,189</u>	<u>4,200,189</u>
Allowance for impairment in the value of investments				<u>(4,197,948)</u>	<u>(4,197,948)</u>
				<u>2,241</u>	<u>2,241</u>

#### (a) Controlling entity

The ultimate controlling entity in the wholly owned group is CGA Mining Limited.

#### (b) Other transactions with related parties

During the twelve months ended 30 June 2011, the Company entered into transactions with related parties in the wholly-owned group:

- loans were advanced on short term inter-company accounts; and
- loans were received from controlled entities on short term inter-company accounts.

These transactions were undertaken on the following terms and conditions:

- loans are repayable at call; and
- no interest is payable on the loans at present.

The Group has entered into an Ore Sales and Purchase agreement with its associate, Filminera, which requires it to purchase ore mined from the associate's facility on a cost plus basis. The Group has purchased ore from its associate, pursuant to the agreement during the period amounting to \$67,344,982.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

The Group has a management services agreement with its associate Ratel Group for services provided to Ratel Group by the Group. The total services received by the Group during the year were \$202,363. Ratel Gold (now St Augustine) also repaid funds loaned totaling \$14,458,626 during the year.

### 21. SEGMENT INFORMATION

#### Identification of reportable segments

For management purposes the group is organized into one business segment which are the Masbate Gold Project in the Philippines. The Masbate Gold Projects primary activity is the extraction and processing of ore for gold sales. The Board is the chief operating decision maker for each of the segment and monitors the performance of the business segment separately for the purpose of making decisions about resources to be allocated and of assessing performance.

As a result of the closure of the IPO of the African exploration entities described in Note 28 of these financial statements, the African exploration activities were discontinued. As a result the Group only has one reporting segment at 30 June 2011.

#### Accounting policies

The accounting policies used by the Group in reporting segments internally are the same as those contained in Note 2 to the financial statements and in the prior period. Unallocated items include borrowing costs, administration expenses and mark to market movements on warrants

The following table presents the revenue and result information regarding operating segments for the years ended 30 June 2011 and 30 June 2010.

	Masbate Gold Project (Philippines)		Total	
	2011 US\$	2010 US\$	2011 US\$	2010 US\$
<b>Revenue</b>				
Segment revenue from external customers <sup>2</sup>	235,313,629	155,612,137	235,313,629	155,612,137
Interest revenue	2,606,325	2,342,024	2,606,325	2,358,353
Other interest revenue			561,378	53,222
<b>Total revenue per income statement</b>	<b>237,919,954</b>	<b>157,954,161</b>	<b>238,481,332</b>	<b>158,023,712</b>
<b>Results</b>				
Segment Profit/(Loss) before tax	73,470,281	36,311,249	73,470,281	36,311,249
Interest revenue			561,378	53,222
Administrative expenses			(4,059,811)	(140,962)
Gain on deconsolidation			2,929,067	-
Share of loss from associates			(2,380,446)	-
Borrowing costs			(42,778)	(8,990,536)
Depreciation expense (unallocated)			(1,069,525)	(216,870)
Mark to market of warrants			-	(3,583,494)
Other expenses			(3,694,221)	(4,578,017)
<b>Net profit from continuing operations before tax as per the income statement</b>			<b>65,713,945</b>	<b>18,854,592</b>
<b>Share of associate loss</b>	<b>811,522</b>	<b>184,322</b>	<b>3,191,968</b>	<b>184,322</b>
<b>Depreciation Expense</b>	<b>12,349,549</b>	<b>14,122,618</b>		

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

The following table presents the total asset information regarding operating segments for the balance dates 30 June 2011 and 30 June 2010.

	Masbate Gold Project (Philippines)		Total	
	2011	2010	2011	2010
	US\$	US\$	US\$	US\$
Segment Assets	345,629,410	280,304,944	345,629,410	280,304,944
Corporate assets			42,432,123	70,389,214
Investment in associate	34,990,043	43,582,833	71,574,437	43,582,833
<b>Total assets as per the balance sheet</b>			<u>459,635,970</u>	<u>394,276,991</u>
Segment liabilities	230,632,767	220,077,315	230,632,768	239,793,226
Corporate liabilities <sup>1</sup>			(54,096,341)	(68,613,026)
<b>Total liabilities as per the balance sheet</b>			<u>176,536,427</u>	<u>171,180,200</u>

### Other segment information

Capital expenditure	18,427,176	23,723,921	18,427,176	23,723,921
Non-Current assets	251,689,019	234,182,300		

<sup>1</sup> Corporate liabilities are made up of trade creditors, provisions and the loan payable to BNP. The segment liabilities include intercompany payables which eliminate upon consolidation.

<sup>2</sup> Three major customers make up 87%, 6% and 6% of the Groups total revenues.

### Geographic Information

Revenue from external customers by geographical locations is detailed below. Revenue is attributed to the geographic location based on the location of the customers. The Company does not have external revenues from external customers that are attributable to any foreign country other than as shown.

	2011 US\$	2010 US\$
Australia	464,116	53,187
United Kingdom	221,068,186	139,743,152
United States	14,245,443	5,702,676
Other foreign countries	2,703,587	12,524,697
<b>Total Revenue</b>	<u>238,481,332</u>	<u>158,023,712</u>

The analysis of the location of non-current assets other than financial instruments, deferred tax assets, pension assets is as follows:

	2011 US\$	2010 US\$
Philippines	191,087,214	182,492,812
Australia	267,856	430,683
Other foreign countries	-	-
<b>Total Assets</b>	<u>191,355,070</u>	<u>182,923,495</u>

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## 22. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and short-term deposits, receivables, payables, derivative instruments, borrowings and liabilities related to the finance leases. The Company currently has in place an active program of financial forecasting and budgeting both at a corporate and project level to manage both the application of funds and planning for future financial needs to ensure that any shortfall in revenue funds is adequately covered by cash reserves or planned new sources being either debt or equity based on the then most cost effective weighted average cost of capital.

Risk Management is carried out by the Board and management under policies approved by the Board. The Board also provide regular guidance for overall risk management, including guidance on specific areas, such as mitigating commodity price, foreign exchange, interest rate and credit risk, by using derivative financial instruments.

The Company does not enter into financial instruments, including derivative financial instruments, for trade or speculative purposes.

Primary responsibility for identification and control of financial risks rests with the Board. The Board reviews and agrees policies for managing each of the risks identified below, including the setting of limits for trading in derivatives, credit limits and future cash flow forecast projections.

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each financial asset, financial liability and equity instrument are disclosed in Note 2 to the financial statements.

### Net fair values

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values, determined in accordance with the accounting policies disclosed in Note 2, excluding the receivable from associate and the loans and borrowings which are held at amortised cost. The group has derivative financial instruments in the form of gold forward sales contracts, diesel and heavy fuel oil swap contracts and interest rate swap contracts. Hedges that meet the strict criteria for hedge accounting are accounted as outlined in Note 2 (aa)

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, amounts previously recognised in equity remain in equity until the forecast transaction occurs.

### Credit risk

Credit risk represents the loss that would be recognised if counterparties failed to perform as contracted. The Group's maximum exposures to credit risk at the reporting date in relation to each class of financial asset is the carrying amounts of those assets as indicated in the Balance Sheet.

Receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. The Group has a significant concentration of credit risk in relation to the receivable from Filminera. At 30 June 2011, the receivable due from Filminera accounted for 69% of the Group's total receivables (2010: 99% of total receivables). The initial fair value of this receivable which arose as a result of the business combination is non-interest bearing and is repayable from the free cash flow of Filminera. It was initially measured as the fair value of future cash payments to be received from Filminera from its interest in the Masbate Gold Project. The balance of the receivable has arisen as a result of the ongoing loan of funds years and is interest bearing and is repayable from the free cash flow of Filminera. The Group has also recognised a tax asset in relation to its VAT incurred in the Philippines. The VAT represents tax paid on

## Notes to the Financial Statements

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purchases of applicable goods and services which can be recovered as a tax credit against future tax liabilities of the Company upon approval by the Philippine BIR and/or the Philippine Bureau of customs. This tax asset has been valued at its expected recoverable amount.

The Group monitors credit risk through reviewing the inputs to the valuation model used to determine the future cash flows of Filminera to determine if any impairment exists. To date there have been no indicators which would cause the Group to impair the investment in Filminera.

With respect to credit risk arising from the other financial assets of the Group, which comprise 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 Group monitors this credit risk through holding its cash through banks with a Standard and Poors credit rating of 'A' or greater. The credit risk associated with cash and cash equivalents is considered negligible by the Group. The Group does not hold collateral as security. The Group does not have any receivables past due or impaired.

### Commodity price risk

#### *Gold price risk:*

The Group is exposed to movements in the gold price. As part of the risk management policy of the Group and in compliance with the conditions required by the Group's financiers, a variety of financial instruments (such as gold forward sales contracts and gold put options) are used from time to time to reduce exposure to unpredictable fluctuations in the project life revenue streams. Within this context, the hedging programs undertaken are structured with the objective of retaining as much upside to the gold price as possible, but any event, by limiting hedging commitments to no more than 50% of the group gold reserves. The value of these financial instruments at any given point in time, will in times of volatile market conditions, show substantial variation over the short term. The Group hedge accounts for these instruments as at balance date.

Details of gold hedging contracts at 30 June 2011 and 30 June 2010 are shown in Note 26.

#### *Diesel and heavy fuel oil price risk*

The Group is exposed to movements in the diesel and heavy fuel oil price. The costs incurred purchasing diesel and heavy fuel oil for use by the Group's operations is significant. The Group entered into swaps agreements to hedge its exposure to diesel and heavy fuel oil price movements. The details of the hedging contracts at 30 June 2011 and 30 June 2010 are shown in Note 26.

### Interest rate risk

At balance date, the Company had the following financial assets and liabilities exposed to variable interest rate risk that are not designated as cash flow hedges:

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
A\$ balances held	385,980	822,813
PHP Balances held	382,665	1,035,896
US\$ balances held	106,567,700	85,928,649
Interest bearing loans and borrowings	19,778,220	22,487,620

The Group constantly analyses its interest rate exposure. Consideration is given to potential renewals of existing positions, alternative financing and the mix of fixed and variable interest rates.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

The Group's policy is to manage its exposure to interest rate risk by holding cash in short term fixed rate deposits and variable rate deposits. The interest bearing liabilities associated with the BNP loan are exposed to movements in the LIBOR rate. The Group has managed its exposure to this risk through hedging a portion of the debt through an interest rate swap contract. The balance in the table above indicates the portion of the debt as at 30 June 2011 and 30 June 2010 not covered under the interest rates swap (refer Note 26).

### Price risk

The Group holds an investment in Sierra Mining Limited (ASX listed) carried at its fair market value. The fair value is impacted by movements in the share price.

### Foreign currency risk

The Group's policy is to manage its foreign currency exposure through holding its cash largely in USD, being the same currency as the majority of its costs. As a result the Group does not have a material exposure to foreign currency risk.

At balance date, the Group had the following exposure to foreign currencies on financial instruments:

	<b>Consolidated Entity</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>Financial Assets</b>		
Cash and cash equivalents	768,645	1,858,708
Trade and other receivables	601,038	287,236
	<b>1,369,683</b>	<b>2,145,944</b>
<b>Financial Liabilities</b>		
Trade and other payables	4,237,583	2,871,913
	<b>4,237,583</b>	<b>2,871,913</b>
<b>Net exposure</b>	<b>(2,867,900)</b>	<b>(725,969)</b>

### Liquidity risk

The responsibility for liquidity risk rests with the Board of Directors. The Company manages liquidity risk through maintaining sufficient cash or credit facilities to meet the operating requirements of the business and investing excess funds in highly liquid short term cash deposits. The Company's liquidity needs can likely be met through cash on hand and short and long-term borrowings, subject to the current forecast operating parameters being met.

The contractual maturities of the Group's financial liabilities are as follows:

	<b>Consolidated</b>	
	<b>2011</b>	<b>2010</b>
	<b>US\$</b>	<b>US\$</b>
<b>Within one month</b>		
Trade creditors	12,697,346	6,714,990
<b>One Month or later and no later than one year</b>		
Derivative liability net settled	37,770,654	21,878,560
External loans	16,272,330	19,909,400
Interest on external loans*	2,891,052	2,936,808
Finance lease liability	5,805,244	4,023,188

## Notes to the Financial Statements

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	Consolidated	
	2011	2010
	US\$	US\$
<b>One year or later and no later than five years</b>		
Derivative liability net settled	49,482,368	55,362,080
External loans	27,205,890	43,478,220
Interest on external loans*	5,029,326	5,942,591
Finance lease liability	19,747,290	13,389,518
<b>Later than five years</b>	-	-

Future capital needs can be met through our cash position, future operating cash flow and the issue of equity instruments. We expect that, in the absence of a material adverse change in a combination of our sources of liquidity and/or a significant decline in gold prices, present levels of liquidity be sufficient to meet our necessary capital requirements, subject to the current forecast operating parameters being met.

\*Forecasted interest on external loans subject to variable interest rates is subjected to estimated projections on the variable rate.

### Capital risk management

The Group's total capital is defined as equity attributable to equity holders of the parent which amounted to \$283,099,543 at 30 June 2011 (2010: \$223,096,791).

The Group's capital management objectives are to safeguard the business as a going concern, to maintain a debt to equity balance to reduce the cost of capital and to maximise returns for shareholders. Management may issue more shares or repay debts in order to maintain the optimal capital structure.

The Group does not have a target debt/equity ratio, but maintains a flexible financing structure so as to be able to take advantage of new investment opportunities that may arise. The Group monitors its capital risk management through annual cash flow projections and monthly reporting against budget.

Phil. Gold Processing and Refining Corp. ("PGPRC"), a wholly owned subsidiary of the Group, monitors capital using the thin cap ratio, which is the ratio of infused capital to total financing. The Company's policy is to keep the thin cap ratio at not greater than 3:1 in favor of the debt, in line with the limit indicated in the Philippine Bureau of Internal Revenue's Thin Cap Rule.

### Financial instruments measured at fair value

The Group uses various methods in estimating the fair value of a financial instrument. The methods comprise:

Level 1 – the fair value is calculated using quoted prices in active markets.

Level 2 – the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).

Level 3 – the fair value is estimated using inputs for the asset or liability that are not based on observable market data.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

The fair value of the financial instruments as well as the methods used to estimate the fair value are summarised in the table below.

<b>30 June 2011</b>	<b>Quoted market price (Level 1)</b>	<b>Valuation technique – market observable inputs (Level 2)</b>	<b>Valuation technique – non market observable inputs (Level 3)</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
Available for sale financial assets	4,181,703	-	-
Derivative assets	-	1,759,748	-
<b>Financial liabilities</b>			
Derivative liabilities	-	87,253,022	-
<b>30 June 2010</b>	<b>Quoted market price (Level 1)</b>	<b>Valuation technique – market observable inputs (Level 2)</b>	<b>Valuation technique – non market observable inputs (Level 3)</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
Available for sale financial assets	1,480,431	-	-
Derivative assets	-	752,575	-
<b>Financial liabilities</b>			
Derivative liabilities	-	77,240,640	-

Quoted market price represents the fair value determined based on quoted prices on active markets as at the reporting date without any deduction for transaction costs. The fair value of the listed equity investments are based on quoted market prices.

For financial instruments not quoted in active markets, the Group uses valuation techniques such as present value techniques, comparison to similar instruments for which market observable prices exist and other relevant models used by market participants.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### Sensitivity Analysis

The following tables summarises the sensitivity of the Group's financial assets and liabilities to interest rate risk, foreign exchange rate risk, credit risk and commodity price risk. Had the relevant variables, as illustrated in the tables, moved, with all other variables held constant, post tax profit and equity would have been affected as shown.

Consolidated 30 June 2011		Note	Carrying Amount \$	Interest rate risk				Foreign exchange risk				Equity and Commodity Price Risk			
				Negative movement		Positive movement		Negative movement		Positive movement		Negative movement		Positive movement	
Financial assets				Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity
Cash and cash equivalents															
	USD	2	106,567,701	(1,065,677)	(1,065,677)	1,065,677	1,065,677	-	-	-	-	-	-	-	-
	AUD	1,2	385,980	(3,860)	(3,860)	3,860	3,860	(38,598)	(38,598)	38,598	38,598	-	-	-	-
Derivative financial instruments- fuel		5	1,759,748	-	-	-	-	-	-	-	-	(393,323)	(393,323)	393,323	393,323
<b>Financial liabilities</b>															
Derivative Financial instruments – gold forward sales		3	86,750,602	-	-	-	-	-	-	-	-	-	(20,639,486)	-	20,639,486
Derivative financial instruments – interest rate swap		4	502,420	-	(1,419,896)	-	1,397,913	-	-	-	-	-	-	-	-
Interest bearing liabilities - loans		4	43,478,220	(43,478)	(43,478)	43,478	43,478	-	-	-	-	-	-	-	-

1. The sensitivities show the net effect of a 10% movement in the USD against the AUD. Sensitivity rates have been based on 12 month averages.
2. The sensitivities show the net effect of a 1% movement in AUD and USD interest rates, respectively. Sensitivity rates have been based on 12 month averages.
3. The sensitivities show the net effect of a 10% movement in the projected gold price.
4. The sensitivities show the net effect of a 1% movement in the projected LIBOR interest rate.
5. The sensitivities show the net effect of a 10% movement in the projected diesel and heavy fuel oil price.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Consolidated 30 June 2010	Note	Carrying Amount \$	Interest rate risk				Foreign exchange risk				Equity and Commodity Price Risk			
			Negative movement		Positive movement		Negative movement		Positive movement		Negative movement		Positive movement	
Financial assets			Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity
Cash and cash equivalents														
USD	2	85,928,649	(859,286)	(859,286)	859,286	859,286	-	-	-	-	-	-	-	-
AUD	1,2	822,813	(8,228)	(8,228)	8,228	8,228	(82,281)	(82,281)	82,281	82,281	-	-	-	-
Derivative financial instruments- fuel	5	1,381,439	-	-	-	-	-	-	-	-	(638,411)	(638,411)	638,411	638,411
<b>Financial liabilities</b>														
Derivative Financial instruments – gold forward sales	3	76,462,166	-	-	-	-	-	-	-	-	-	(23,902,640)	-	23,902,640
Derivative financial instruments – interest rate swap	4	778,474	-	(671,972)	-	659,020	-	-	-	-	-	-	-	-
Interest bearing liabilities - loans	4	63,387,620	(633,676)	(633,676)	633,676	633,676	-	-	-	-	-	-	-	-

1. The sensitivities show the net effect of a 10% movement in the USD against the AUD. Sensitivity rates have been based on 12 month averages.
2. The sensitivities show the net effect of a 1% movement in AUD and USD interest rates, respectively. Sensitivity rates have been based on 12 month averages.
3. The sensitivities show the net effect of a 10% movement in the projected gold price.
4. The sensitivities show the net effect of a 1% movement in the projected LIBOR interest rate.
5. The sensitivities show the net effect of a 10% movement in the projected diesel and heavy fuel oil price.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 23. SHARE BASED PAYMENT PLANS

#### (a) Employee Option Scheme (“EOS”)

An Employee Option Scheme has been established where CGA, at the discretion of the directors, may grant options over the ordinary shares of CGA to eligible employees and consultants of the Company. Directors are ineligible to participate. The Company has adopted this incentive plan to enable eligible employees and consultants to acquire an ownership interest in CGA.

The options issued under the CGA EOS are not quoted on the ASX or TSX.

The Company issued the following options to its eligible employees and consultants in prior financial years:

- 1,950,000 options issued September 2004 and expiring 30 June 2009 at an exercise price of A\$0.60.
- 1,950,000 options issued March 2007 and expiring 30 June 2012 at an exercise price A\$0.65.
- 2,025,000 options issued September 2007 and expiring 30 September 2012 at an exercise price of A\$0.90.
- 950,000 options issued May 2008 and expiring 31 March 2013 at an exercise price of A\$1.80.
- 400,000 options issued October 2008 and expiring 15 October 2013 at an exercise price of A\$1.20.
- 200,000 options issued November 2008 and expiring 17 November 2013 at an exercise price of A\$1.15.
- 1,690,000 options issued April 2009 and expiring 2 April 2014 at an exercise price of A\$1.70
- 150,000 options issued 30 June 2009 and expiring 30 June 2014 at an exercise price of A\$1.50.
- 150,000 options issued 31 August 2009 and expiring 31 August 2014 at an exercise price of A\$1.79.

During the 2011 financial year, the Company issued a further 1,050,000 options to its eligible employees and consultants:

- 150,000 options issued 28 December 2010 and expiring 27 December 2011 at an exercise price of A\$2.97.
- 75,000 options issued 28 December 2010 and expiring 27 December 2012 at an exercise price of A\$2.97.
- 825,000 options issued 28 December 2010 and expiring 31 December 2015 at an exercise price of A\$2.97.

The options are issued for nil consideration, and are only exercisable if the Company’s shares have been quoted on the ASX throughout the 12 month period immediately preceding the exercise of the options, without suspension during that period exceeding in total 2 trading days. Once exercised, the shares rank equally with the existing shares of the Company.

During the 2011 financial year, 1,380,750 employee options were exercised comprising of 160,000 options at \$1.15, 262,000 options at A\$0.90, 50,000 options at A\$1.50, 658,750 options at A\$1.70 and 250,000 at A\$1.80.

## Notes to the Financial Statements

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As at 30 June 2011 the following were on issue under the Employee Option Scheme:

- 50,000 options with an exercise price of A\$0.65 and an expiry date of 30 June 2012
- 200,000 options with an exercise price of A\$0.90 and an expiry date of 30 September 2012
- 700,000 options with an exercise price of A\$1.80 and an expiry date of 31 March 2013
- 400,000 options with an exercise price of A1.20 and an expiry date of 15 October 2013
- 40,000 options with an exercise price of A\$1.15 and an expiry date of 17 November 2013
- 1,031,250 options with an exercise price of A\$1.70 and an expiry date of 2 April 2014
- 100,000 options with an exercise price of A\$1.50 and an expiry date of 30 June 2014
- 150,000 options with an exercise price of A\$2.97 and an expiry date of 27 December 2011
- 75,000 options with an exercise price of A\$2.97 and an expiry date of 27 December 2012
- 825,000 options with an exercise price of A\$2.97 and an expiry date of 31 December 2015

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 23. SHARE BASED PAYMENT PLANS (cont.)

(b) Information with respect to the number of options granted to employees:

Grant Date	Expiry Date	Exercise Price (A\$)	Number of Options at the Beginning of the Year	Options Granted	Options Exercised	Options Cancelled	Number of Options at End of Year		Options Exercised		Fair Value of Options at Grant Date (US\$)	Fair Value Aggregate (US\$)
							On Issue	Vested	Proceeds Received (US\$)	Number of shares Issued		
<b>2011</b>												
28 Dec 2010	27 Dec 2011	2.97	-	150,000	-	-	150,000	150,000	-	-	0.444	66,600
28 Dec 2010	27 Dec 2012	2.97	-	75,000	-	-	75,000	75,000	-	-	0.822	61,650
28 Dec 2010	31 Dec 2015	2.97	-	825,000	-	-	825,000	175,000	-	-	1.514	1,249,050
30 Jun 2009	30 Jun 2014	1.50	150,000	-	50,000	-	100,000	100,000	75,000	50,000	0.753	75,300
2 Apr 2009	2 Apr 2014	1.70	1,690,000	-	658,750	-	1,031,250	1,031,250	1,119,875	658,750	0.853	879,656
17 Nov 2008	17 Nov 2013	1.15	200,000	-	160,000	-	40,000	40,000	184,000	160,000	0.495	19,800
15 Oct 2008	15 Oct 2013	1.20	400,000	-	-	-	400,000	400,000	-	-	0.633	253,200
7 May 2008	31 Mar 2013	1.80	950,000	-	250,000	-	700,000	700,000	450,000	250,000	0.809	566,300
30 Sept 2007	30 Sep 2012	0.90	462,000	-	262,000	-	200,000	200,000	235,800	262,000	0.408	81,600
19 Mar 2007	30 Jun 2012	0.65	50,000	-	-	-	50,000	50,000	-	-	0.238	415,310
			3,902,000	1,050,000	1,380,750	-	3,571,250	2,921,250	2,064,675	1,380,750		

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Grant and Vesting Date	Expiry Date	Exercise Price (A\$)	Number of Options at the Beginning of the Year	Options Granted	Options Exercised	Number of Options at End of Year		Options Exercised		Fair Value of Options at Grant Date (US\$)	Fair Value Aggregate (US\$)
						On Issue	Vested	Proceeds Received (US\$)	Number of shares Issued		
<b>2010</b>											
31 Aug 2009	31 Aug 2014	1.79	-	150,000	150,000	-	-	249,211	150,000	0.764	114,545
30 Jun 2009	30 Jun 2014	1.50	150,000	-	-	150,000	150,000	-	-	0.753	112,950
2 Apr 2009	2 Apr 2014	1.70	1,690,000	-	-	1,690,000	1,690,000	-	-	0.853	1,357,070
17 Nov 2008	17 Nov 2013	1.15	200,000	-	-	200,000	200,000	-	-	0.495	99,000
15 Oct 2008	15 Oct 2013	1.20	400,000	-	-	400,000	400,000	-	-	0.633	253,200
7 May 2008	31 Mar 2013	1.80	950,000	-	-	950,000	950,000	-	-	0.809	768,550
30 Sep 2007	30 Sep 2012	0.90	1,325,000	-	863,000	462,000	462,000	654,248	863,000	0.408	188,496
19 Mar 2007	30 Jun 2012	0.65	1,745,000	-	1,695,000	50,000	50,000	993,980	1,695,000	0.238	11,900
			6,460,000	150,000	2,708,000	3,902,000	3,902,000	1,897,439	2,708,000		

### (c) Summaries of options granted under EOS arrangements

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

	2011 No.	2011 WAEP (US\$)	2010 No.	2010 WAEP (US\$)
Outstanding at the beginning of the year	3,902,000	1.31	6,460,000	1.21
Granted during the year	1,050,000	2.98	150,000	1.79
Exercised during the year	(1,380,750)	1.47	(2,708,000)	0.79
Expired during the year	(150,000)	1.79	-	-
Outstanding at the end of the year	3,421,250	2.08	3,902,000	1.31
Exercisable at the end of the year	2,771,250	1.48	3,902,000	1.31

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### 23. SHARE BASED PAYMENT PLANS (cont.)

- (d) Weighted average remaining contractual life of the unlisted employee options:  
The weighted average remaining contractual life for the share options outstanding as at 30 June 2011 is 2.5 years (2010: 2.9 years).
- (e) Range of exercise price of the unlisted employee options:  
The range of exercise prices for options outstanding at the end of the year was A\$0.65-A\$2.97 (2010: A\$0.65-A\$1.80).
- (f) Weighted average fair value of the unlisted employee options:  
The weighted average fair value of options granted during the year was US\$1.31 (2010: US\$0.78).

The terms and conditions of the unlisted employee options are as follows:

1. The expiry date for options granted is:  
30 June 2012 for options granted 19 March 2007;  
30 September 2012 for options granted 30 September 2007;  
31 March 2013 for options granted 7 May 2008;  
15 October 2013 for options granted 15 October 2008;  
17 November 2013 for options granted 17 November 2008;  
2 April 2014 for options granted 2 April 2009;  
30 June 2014 for options granted 30 June 2009;  
27 December 2011 for 150,000 options granted 28 December 2010;  
27 December 2012 for 75,000 options granted 28 December 2010; and  
31 December 2015 for 825,000 options granted 28 December 2010;
2. The exercise price of each option granted 19 March 2007 is A\$0.65, granted 30 September 2007 is A\$0.90, granted 7 May 2008 is A\$1.80, granted 15 October 2008 is A\$1.20, granted 17 November 2008 is A\$1.15, granted 2 April 2009 is A\$1.70, granted 30 June 2009 is A\$1.50 and granted 28 December 2010 is A\$2.97.
3. Each option exercised will entitle the holder to one Share in the capital of the Company.
4. The options are not exercisable unless the Shares have been quoted on the ASX throughout the 12 month period immediately preceding the exercise of the Options, without suspension during that period exceeding in total 2 trading days and upon payment of the exercise price.
5. Exercise of the options is affected by completing the notice of exercise of options form and forwarding it to the Company, together with payment of the relevant Exercise Price.
6. All Shares issued upon exercise of the options will rank pari passu in all respects with the Company's then existing Shares.
7. There are no participating rights or entitlements inherent in the options and holders will not be entitled to participate in new issues of securities offered to Shareholders of the Company during the currency of the options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 7 business days after the issue is announced. This will give Option holders the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issue.
8. In the event of any reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company, on or prior to the Expiry Date, the options will be reorganised in accordance with the Listing Rules of ASX.

An Option may not be transferred or assigned except that a legal personal representative of a holder of an Option who has died or whose estate is liable to be dealt with under laws relating to mental health will be entitled to be registered as the holder of that Option

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the production to the Directors of such documents or other evidence as the Directors may reasonably require to establish that entitlement.

The binomial approach to options valuation was adopted in estimating their fair value at grant date. The following factors and assumptions were used in determining the fair value of options granted during the year.

Grant Date	Expiry Date	Fair Value per Option US\$	Exercise price A\$	Price of Shares on Grant Date A\$	Estimated Volatility	Risk Free Interest Rate
28 Dec 2010	27 Dec 2011	0.444	2.97	2.97	55%	4.75%
28 Dec 2010	27 Dec 2012	0.822	2.97	2.97	55%	4.75%
28 Dec 2010	31 Dec 2015	1.514	2.97	2.97	55%	4.75%

### (g) Directors Options

In November 2008, the Company issued 3,000,000 options to Michael Carrick.

In March 2007, the Company issued 5,500,000 options to directors. The granting of the 2007 options was only made after specific performance criteria were met, and were determined as part of the overall review of performance and compensation. Criteria which were measured included relative share price performance over the period leading up to their grant. As the performance criteria were met before the granting, the options vested immediately and are not dependent on the satisfaction of future performance criteria. The issue was approved by shareholders. Further details of these options are included below.

Information with respect to the number of options granted to directors:

Grant and Vesting Date	Expiry Date	Exercise Price A\$	Number of Options at the Beginning of the Year	Number of Options at End of Year		Proceeds Received (US\$)	Date of Issue	Number of shares Issued	Fair Value of Options at Grant Date (US\$)	Fair Value Aggregate		
				Options Granted	Options Exercised							
28 Nov 2008	28 Nov 2013	1.50	3,000,000	-	-	3,000,000	3,000,000	-	-	-	0.37	1,110,000
19 Mar 2007	30 Jun 2012	0.65	5,000,000	-	750,000	4,250,000	4,250,000	471,753	14 Sept 2010	750,000	n/a	n/a
			8,000,000	-	750,000	7,250,000	7,250,000					

The binomial approach to options valuation was adopted in estimating their fair value at grant date. The following factors and assumptions were used in determining the fair value of options on grant date:

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

Grant Date	Expiry Date	Fair Value per Option US\$	Exercise price A\$	Price of Shares on Grant Date A\$	Estimated Volatility	Risk Free Interest Rate
28 Nov 2008	28 Nov 2013	0.37	1.50	0.92	55%	5.51%
19 Mar 2007	30 Jun 2012	0.238	0.65	0.65	52%	5.40%

The terms and conditions of the unlisted Directors options are as follows:

1. The expiry date for the options issued in 2007 is 30 June 2012, and 28 November 2013 for those issued in 2008.
2. The exercise price of each option expiring on 30 June 2012 is A\$0.65, and A\$1.50 for the options issued in November 2008.
3. Each option exercised will entitle the holder to one Share in the capital of the Company.
4. The options are not exercisable unless the Shares have been quoted on the ASX throughout the 12 month period immediately preceding the exercise of the Options, without suspension during that period exceeding in total 2 trading days and upon payment of the exercise price.
5. Exercise of the options is affected by completing the notice of exercise of options form and forwarding it to the Company, together with payment of the relevant Exercise Price.
6. All Shares issued upon exercise of the options will rank pari passu in all respects with the Company's then existing Shares.
7. There are no participating rights or entitlements inherent in the options and holders will not be entitled to participate in new issues of securities offered to Shareholders of the Company during the currency of the options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 7 business days after the issue is announced. This will give Option holders the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issue.
8. In the event of any reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company, on or prior to the Expiry Date, the options will be reorganised in accordance with the Listing Rules of ASX.

An Option may not be transferred or assigned except that a legal personal representative of a holder of an Option who has died or whose estate is liable to be dealt with under laws relating to mental health will be entitled to be registered as the holder of that Option after the production to the Directors of such documents or other evidence as the Directors may reasonably require to establish that entitlement.

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

## 24. INVESTMENT IN ASSOCIATES

	Consolidated	
	2011 US\$	2010 US\$
<b>FILMINERA RESOURCES CORPORATION</b>		
Loan	53,568,163	46,289,800
Cumulative losses of associates	(3,518,489)	(2,706,967)
	50,049,674	43,582,833
<i>Reconciliation of movements</i>		
At 1 July	43,582,833	46,752,296
Net loans during period	4,672,038	(5,327,165)
Share of associates net profit / (loss)	(811,522)	(184,322)
Notional interest accretion on loan	2,606,325	2,342,024
At 30 June	50,049,674	43,582,833
<b>RATEL GROUP LIMITED</b>		
Investment	2,846,271	-
Cumulative losses of associates	(746,005)	-
	2,100,266	-
<i>Reconciliation of movements</i>		
At 1 July	-	-
Acquisition Cost during the period	1,882,833	-
Fair Value of shares acquired during spin off of Ratel Group	963,438	-
Share of associates net loss	(746,005)	-
At 30 June	2,100,266	-
<b>ST AUGUSTINE GOLD &amp; COPPER LIMITED</b>		
Investment	17,330,123	-
Cumulative losses of associates	(1,634,508)	-
	15,695,615	-
<i>Reconciliation of movements</i>		
At 1 July	-	-
Initial carrying value of Investment	3,500,000	-
Acquisition Cost during the period	14,793,561	-
Fair Value of distribution of capital during spin off of Ratel Group	(963,438)	-
Share of associates net loss	(1,634,508)	-
At 30 June	15,695,615	-
<b>MASMINERO RESOURCES CORPORATION</b>		
Investment	3,728,865	-
Cumulative profits of associates	614	-
	3,729,479	-
<i>Reconciliation of movements</i>		
At 1 July	-	-
Investment	3,728,865	-
Share of associates net profit /(loss)	614	-
At 30 June	3,729,479	-

The investment in Arroy Resources Inc is not material.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

- (a) The Group has a 40% direct ownership interest in Filminera, which holds mineral tenements in the Philippines including the Masbate Gold Project.

The Group also has a 40% direct ownership interest in Zoom Minerals Holdings Inc, who owns the remaining 60% interest in Filminera. The remaining 60% interest in Zoom is held by an unrelated Philippine individual. The net assets of Zoom are not material. The Group's investments in the associates are accounted for in accordance with the accounting policy described in Note 2(x). Filminera and Zoom are both companies incorporated in the Philippines and have 30 June reporting dates.

The Group has a 20.5% direct ownership interest in Aroroy Resources Inc, which also has a 60% direct ownership interest in Masminero Resources Corporation. The Group also has a direct 20.5% ownership interest in Masminero Resources Corporation, which combined with the 12.3% indirect ownership interest through Aroroy Resources Inc results in a total ownership interest in Masminero Resources Corporation of 32.8%.

The Group has a 22.8% direct ownership interest in St Augustine Gold & Copper Limited. The remaining 77.2% interest in St Augustine Gold & Copper Limited is held by unrelated parties.

The Group has a 19.15% direct ownership interest in Ratel Group Limited. The remaining 80.85% interest in Ratel Group Limited is held by unrelated parties.

- (b) Summarised financial information

The following table illustrates summarised financial information relating to the Group's associates:

### Extract from the associate's balance sheet 30 June 2011

	<b>Filminera Resources Corporation</b>	<b>Ratel Group Limited</b>	<b>St Augustine Gold &amp; Copper Limited</b>	<b>Masminero Resources Limited</b>	<b>Aroroy Resources Inc</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
Current assets	19,039,737	6,977,288	40,125,666	249,173	3,649
Non-current assets	42,419,299	611,203	68,225,004	4,009,669	4,252,936
	<b>61,459,036</b>	<b>7,588,491</b>	<b>108,350,670</b>	<b>4,258,842</b>	<b>4,256,585</b>
Current liabilities	69,458,522	343,259	4,190,970	1,729	2,305
Non-current liabilities	18,489,041	-	8,988,305	4,249,478	4,251,430
	<b>87,947,563</b>	<b>343,259</b>	<b>13,179,275</b>	<b>4,251,207</b>	<b>4,253,735</b>
Net assets/(liabilities) <sup>1</sup>	<b>(26,488,527)</b>	<b>7,245,232</b>	<b>95,171,395</b>	<b>7,635</b>	<b>2,850</b>
Share of associates net profit / (loss)	(811,522)	(746,005)	(1,634,508)	614	(597)

### Extract from the associates income statements

Revenue	67,344,983	6,644	-	4,418	54
Net Profit/(Loss) (before notional interest accretion on loan)	1,338,322				
Net Profit / (Loss)		(3,895,964)	(7,162,374)	1,871	(92,914)

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### Extract from the associate's balance sheet 30 June 2010

	Filmenera Resources Corporation	Ratel Group Limited	St Augustine Gold & Copper US\$	Masminero Resources Limited	Aroroy Resouces Inc
	US\$	US\$	US\$	US\$	US\$
Current assets	13,389,322	-	-	-	-
Non-current assets	38,393,103	-	-	-	-
	<b>51,782,425</b>	-	-	-	-
Current liabilities	67,630,332	-	-	-	-
Non-current liabilities	12,079,728	-	-	-	-
	<b>79,710,060</b>	-	-	-	-
Net assets/(liabilities) <sup>1</sup>	<b>(27,927,635)</b>	-	-	-	-
Share of associates net loss	(184,322)	-	-	-	-

### Extract from the associates income statements

Revenue	62,855,483	-	-	-	-
Net Profit/(Loss) (before notional interest accretion on loan)	(2,110,497)	-	-	-	-

1. The net liability position is inclusive of the loans owing to the Company.

There are no contingent liabilities of the associates at 30 June 2011.

## 25. PARENT ENTITY INFORMATION

### Information relating to CGA Mining Limited:

	2011 US\$	2010 US\$
Current assets	259,894,504	264,592,093
Total assets	264,344,048	266,852,996
Current liabilities	412,217	420,738
Total liabilities	824,414	761,880
Issued Capital	302,016,570	299,576,520
Retained earnings	(59,914,874)	(52,295,341)
Foreign currency translation reserve	13,421,392	13,421,392
Share based payments reserve	7,996,546	5,388,545
Total shareholders equity	<b>263,519,634</b>	<b>266,091,116</b>
Loss of the parent entity	(7,619,533)	(12,065,502)
Total comprehensive loss of the parent entity	(7,619,533)	(12,065,502)

### Commitments and Contingencies

Operating lease commitments – Parent as lessee		
Due within 1 year	139,244	110,906
Due after 1 year but no more than 5 years	-	-
<b>Total</b>	<b>139,244</b>	<b>110,906</b>

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### 26. DERIVATIVE FINANCIAL INSTRUMENTS

	Consolidated	
	2011 US\$	2010 US\$
<b>Derivative financial assets - current</b>		
Fuel swaps	1,759,748	752,575
	<b>1,759,748</b>	<b>752,575</b>
<b>Derivative financial assets – non current</b>		
Fuel swaps	-	628,864
<b>Derivative financial liabilities - current</b>		
Gold forward sales contracts	37,770,654	21,469,231
Interest rate swaps	-	409,329
	<b>37,770,654</b>	<b>21,878,560</b>
<b>Derivative financial liabilities - non current</b>		
Gold forward sales contracts	48,979,948	54,992,935
Interest rate swaps	502,420	369,145
	<b>49,482,368</b>	<b>55,362,080</b>

The US\$80,300,000 senior debt facility arranged by BNP Paribas required limited hedging which was executed in the 2008-2009 year. A hedging program of puts covering 46,079 ounces and forward sales covering 214,337 ounces was successfully executed during the September 2008 quarter. In March 2009, the Company subsequently executed further hedging comprising fuel hedges and interest rate swaps. The derivative financial assets and liabilities represent the fair value placed on the derivatives as at 30 June 2011. The effective portion of changes in the fair value of these derivatives that have been designated and qualify as cash flow hedges are recognised in equity in the cash flow hedge reserve. The gain or loss relating to the ineffective portion or portion that does not qualify for hedge accounting is immediately recognised in the profit and loss. If the forecast transaction is no longer expected to occur, amounts recognised in equity are transferred to the profit and loss.

#### Summary of gold forward sales contracts

Expiry Date	Settlement Date	Total Ounces	Average Price (US\$)
27 Jul 2011 – 27 Jun 2012	29 Jul 2011 – 29 Jun 2012	57,882	857
27 Jul 2012 – 26 Jun 2012	31 Jul 2012 – 28 Jun 2012	54,139	894
29 Jul 2013 – 27 Dec 2013	31 Jul 2013 – 28 Jun 2013	25,318	922
		<u>137,339</u>	

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

### Summary of interest rate swap contract

Start Date	End Date	Total Loan Amount (US\$)	Fixed interest rate
30 Jun 2011	30 Sep 2011	21,750,000	2.41%
30 Sep 2011	31 Dec 2011	19,800,000	2.41%
31 Dec 2011	31 Mar 2012	17,800,000	2.41%
31 Mar 2012	30 Jun 2012	15,700,000	2.41%
30 Jun 2012	30 Sep 2012	13,600,000	2.41%
30 Sep 2012	31 Dec 2012	5,710,000	2.41%
31 Dec 2012	31 Mar 2013	4,600,000	2.41%
31 Mar 2013	30 Jun 2013	3,500,000	2.41%
30 Jun 2013	30 Sep 2013	2,350,000	2.41%
30 Sep 2013	31 Dec 2013	1,200,000	2.41%

### Summary of HFO fuel swap contracts

Expiry Date	Settlement Date	Total Barrels	Average Price (US\$)
1 July 2011 – 30 April 2012	1 July 2011 – 30 April 2012	28,480	56.77

### Summary of Diesel swap contracts

Expiry Date	Settlement Date	Total Barrels	Average Price (US\$)
1 July 2011 – 30 April 2012	1 July 2011 – 30 April 2012	9,450	78.00

### 27. TAX ASSET

	2011 US\$	2010 US\$
Value Added Tax (VAT)	26,043,540	22,512,299
Less: allowance for probable losses	(6,510,883)	(4,432,331)
Value Added Tax (VAT)	<u>19,532,657</u>	<u>18,079,968</u>

The tax asset represents a future tax credit on the VAT incurred on the development of the Masbate Gold Project in the Philippines. This tax credit is recoverable against future VAT payments and other taxes. Movement in the allowance for losses has been charged to the Statement of Comprehensive Income.

### 28. DISCONTINUED OPERATIONS

On 6 August 2010, the Company announced that the Offering of common shares in Ratel, a wholly owned subsidiary of the Company, had closed successfully. Pursuant to the Offering, Ratel issued 70,000,000 common shares at a price of C\$0.20 per common share, for aggregate gross proceeds of C\$14 million. Upon completion of the Offering, the Company held 20% of Ratel's issued shares, resulting in a gain on deconsolidation of \$2,929,067.

As a result Ratel is disclosed in this financial report as a discontinued operation and was previously represented in the "Exploration Activities (Africa)" segment in the Segment Information note.

## Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2011

The results of the discontinued operations for the year until disposal are presented below:

<b>(a) Results of discontinued operations</b>	<b>2011 US\$</b>	<b>2010 US\$</b>
Revenue	-	16,329
Expenses	(277,854)	(2,972,305)
Loss for the year from discontinued operations	(277,854)	(2,955,976)

### **(b) Assets and liabilities - held for sale operations**

The major classes of assets and liabilities held for sale at 30 June 2010 and disposed of during the current year were as follows:

	<b>6 August 2010 US\$</b>	<b>30 June 2010 US\$</b>
<i>Value at disposal</i>	3,500,000	
<i>Assets</i>		
Cash	166,882	142,217
Receivables	202,284	202,284
Fixed assets	201,768	201,768
	<u>570,934</u>	<u>546,269</u>
<i>Liabilities</i>	-	-
<i>Gain on Disposal</i>	<u>2,929,066</u>	

### **(c) Cash flows attributable to discontinued operations**

	<b>2011 US\$</b>	<b>2010 US\$</b>
Operating activities	<u>277,854</u>	<u>3,183,525</u>
Net cash flow	<u>277,854</u>	<u>3,183,525</u>

## **29. EVENTS AFTER BALANCE SHEET DATE**

On 10 July 2011, cracks were detected in the SAG mill at the Masbate Gold Project. The SAG mill was shut down and is currently being repaired, and interim production was re-established on 21 July 2011 with a reconfiguration of the grinding circuit. Ore is now being fed directly into the ball mills. Production rates will be steadily increased as the revised circuit is bedded down and the supplementary crushing circuit is commissioned. The repairs to the SAG mill will be done in situ and take approximately 3 months to complete. The Company has an insurance policy for both repairs and loss of profits, subject to the normal deductibles and exclusions.

Additionally subsequent to year end 50,000 options have been exercised.

## **DIRECTORS' DECLARATION**

In accordance with a resolution of the directors of CGA Mining Limited, I state that:

In the opinion of the Directors:

- (a) the financial statements, notes and additional disclosures included in the directors report designated as audited 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 2011 and of their performance for the year ended on that date; and
  - (ii) complying with Accounting Standards and the Corporations Regulations 2001; and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
- (c) the financial statements and notes also comply with International Financial Reporting Standards

This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the Corporations Act 2001 for the financial year ended 30 June 2011.

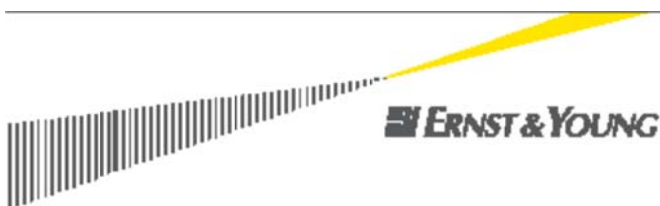
On behalf of the Board.



**MICHAEL CARRICK**  
**Director**

Perth, 27 September 2011

# INDEPENDENT AUDITOR'S REPORT



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## Independent audit report to members of CGA Mining Limited

### Report on the financial report

We have audited the accompanying financial report of CGA Mining Limited, which comprises the consolidated balance sheet as at 30 June 2011, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, 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.

### *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 controls as the directors determine are necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements* ("AASB 101"), that the 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 about 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 judgment, 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 controls relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. 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.

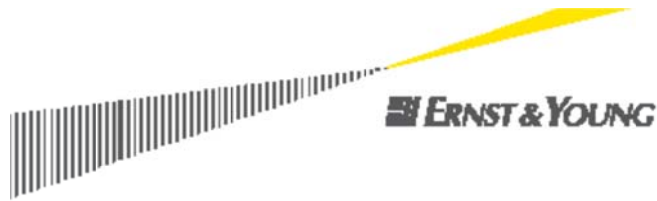
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### *Independence*

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the directors' report.

### *Opinion*

In our opinion:



- a. the financial report of CGA Mining 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 2011 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 financial report also complies with *International Financial Reporting Standards* as disclosed in Note 2.

#### Report on the Remuneration Report

We have audited the Remuneration Report included in pages 10 to 18 of the directors' report for the year ended 30 June 2011. 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 CGA Mining Limited for the year ended 30 June 2011, complies with section 300A of the *Corporations Act 2001*.

Ernst & Young

P McIver  
Partner  
Perth  
27 September 2011

## SHAREHOLDER INFORMATION

The shareholder information set out below was applicable as at 31 August 2011.

### 1. TWENTY LARGEST SHAREHOLDERS

The names of the twenty largest holders of each class of listed securities are listed below:

Rank	Name	Units Held	% of Issued Capital
1	CDS & CO	288,047,705	86.38%
2	Jayvee & Co TR Franklin Gold and Precious Metals Fund	8,850,000	2.65%
3	Jayvee & Co TR Franklin Gold and Precious Metals Fund	3,750,000	1.12%
4	Citicorp Nominees Pty Limited	3,330,922	1.00%
5	JP Morgan Nominees Australia Limited <Cash Income A/C>	2,782,028	0.83%
6	HSBC Custody Nominees (Australia) Limited	2,562,393	0.77%
7	Mark Stuart Savage	2,473,880	0.74%
8	Roytor & Co For Equinox Partners LP	2,450,000	0.73%
9	Roytor & Co TR Jim Chase GT1 8042	2,379,741	0.71%
10	Lusman Partners LP	1,737,000	0.52%
11	First Eagle Gold Fund	1,000,000	0.30%
12	Jayvee & Co TR Franklin Natural Resource Fund	1,000,000	0.30%
13	Roytor & Co TR Oppenheimer Gold and Special Minerals Fund	500,000	0.15%
14	Marathon Hard Asset Fund LP	493,557	0.15%
15	Goldman Sachs & Co	467,146	0.14%
16	Roytor & Co For Kuroto Fund LP	450,000	0.13%
17	Orphan Fund LP	403,500	0.12%
18	Nanocap Fund LP	289,562	0.09%
19	Goldman Sachs & Co	276,184	0.08%
20	Creve & Company	250,000	0.07%
		<b>323,493,618</b>	<b>97.01%</b>
	Remaining balance	9,982,108	2.99%
	Total Issued Capital	<b>333,475,726</b>	<b>100.00%</b>

### 2. DISTRIBUTION OF EQUITY SECURITIES

#### (a) Analysis of security by size of holding – number of security holders

	Number of Holders
1-1,000	871
1,001-5,000	377
5,001-10,000	103
10,001-100,000	88
100,001 and over	18
	<hr/>
	1,457

**(b) Analysis of security by size of holding – number of securities held**

	<b>Ordinary shares</b>
1-1,000	375,505
1,001-5,000	1,118,117
5,001-10,000	845,073
10,001-100,000	2,353,777
100,001 and over	328,783,254
	<hr/> <hr/> 333,475,726

**(c) Number of holders of unmarketable parcels**

<b>Number of Holders</b>	<b>Ordinary shares</b>
156	12,176

**3. SUBSTANTIAL SHAREHOLDERS**

Substantial shareholders are

<b>Name</b>	<b>Number of shares</b>
Franklin Resources Inc, and its affiliates	26,730,522
Deans Knight Capital Management Ltd	25,916,925
Mackenzie Financial Corporation and its affiliates	17,801,600
Portland House Investments Limited	17,348,889
JP Morgan Chase & Co, and its affiliates	16,669,300

**4. ON-MARKET BUY BACK**

There is currently no on-market buy back program for any of CGA's listed securities.