Arunta Resources Limited
ABN 73 089 224 402

Annual Report - 30 June 2015

Arunta Resources Limited
Corporate directory
30 June 2015

Directors	Francis Galbally Non-Executive Chairman Angus Edgar Executive Director Adrien Wing Non-Executive Director
Company secretary	Adrien Wing
Registered office	Level 14 31 Queen Street Melbourne VIC 3000 (03) 8610 8633
Principal place of business	Level 14 31 Queen Street Melbourne VIC 3000 (03) 8610 8633
Auditor	Advantage Advisors Audit Partnership Level 7 114 William Street Melbourne, VIC 3000
Solicitors	Quinert Rodda & Associates Suite 1, Level 6 50 Queen Street Melbourne, VIC 3000
Stock exchange listing	Arunta Resources Limited shares are listed on the Australian Securities Exchange (ASX code: AJR)
Share registry	Security Transfer Registrars Pty Ltd 770 Canning Hwy Applecross, WA 6153 (08) 9315 2333
Website address	www.aruntaresources.com.au

Arunta Resources Limited
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Spirit Telecom acquisition Highlights:

- Acquisition of a fast growing profitable telecommunications business in a high growth industry
- Spirit is a provider of Ultra-Fast Internet into Multi-Dwelling Units (MDU's)
- Providing internet speeds up to 200/200Mbps into residential buildings
- Servicing approximately 150 buildings at present
- Large corporate development pipeline
- Spirit has a robust network infrastructure and highly experienced, successful and long standing management
- Acquisition will allow Spirit to expand its sales & marketing activities, invest further in infrastructure and fulfil substantial growth.

Additional Information:

- 100% acquisition of Spirit Telecom - $12.225 million purchase value
- Capital raising (Capital Raising) of approximately $2.75 million at a deemed issue price of 2 cents ($0.02) on a post 20:1 capital consolidation (unless otherwise agreed by the parties)
- Pro rata in-specie distribution of the shares of Davenport to existing AJR shareholders for nil cash consideration
- Re-compliance with Chapter 1 and 2 of ASX Listing Rules, including 20:1 capital consolidation
- Transaction subject to shareholder and regulatory approvals which AJR expects will be provided

Hatches Creek and Southern Cross Bore Highlights:

- At the Hatches Creek Tungsten Project, in the Northern territory a maiden Inferred Resource of **225,066 tonnes @ 0.58% WO3** was calculated for surface stockpiles. The stockpiled material consists of mineralised mine waste, tailings, run of mine ore stockpiles and eluvial/alluvial mine waste accumulated from a 42 year mining history from 1915-1957. The Inferred Resource confirms the presence of sufficient tonnages of WO3 mineralisation to potentially support a viable low-cost processing operation to deliver saleable tungsten concentrates, creating an early pathway to cash flow for Arunta.
- Development pathway secured for Hatches Creek Tungsten Project by way of a **$1.5M farm-in by GWR Group(ASX:GWR)**, to earn 50%.
- An investigative metallurgical test work program was completed on 2 bulk samples of Hatches Creek Pioneer and Treasure material has been completed at Nagrom. The test work program has demonstrated the amenability of the Pioneer and Treasure material to the recovery of WO_3 at a saleable WO_3 grade.
- The test work has upgraded WO_3 from a calculated combined Pioneer/Treasure head grade of 0.77% WO_3 to 42.7% WO_3 concentrate with an overall circuit recovery of 66%. A super-concentrate grading 66.3% WO_3 and 27% circuit recovery resulted from flotation test work.

Davenport – Acquire South Harz Potash Project

- To acquire 100% of East Exploration, the owner of the exciting South Harz potash project located within Germany
- In-specie distribution to Arunta shareholders for nil-consideration; and raise $480,000 in pre-IPO share placement
- To raise a minimum of $4 million for Initial Public Offering (IPO) Capital Raising
- Intends to list on ASX subject to satisfying conditions of Term Sheet, IPO Capital Raising and regulatory approvals
- Davenport and Potash West shareholders to have a priority to participate for up to $1.5 million in IPO Capital Raising

Arunta Resources Limited announced on 18 August 2015 its presently wholly owned subsidiary Davenport Resources Pty Ltd ("Davenport") has entered a binding terms sheet with East Exploration Pty Ltd ("East Exploration") to acquire all the shares of East Exploration. East Exploration is the registered owner of the **South Harz Potash Project**, comprising two exploration licences, Küllstedt and Grafentonna, in Thuringia, Central Germany. Potash West NL [ASX: PWN] is a part owner of East Exploration and has made previous announcements about East Exploration's South Harz project.

In 2014, Arunta secured a near-term development pathway for its **Hatches Creek Tungsten Project** in the Northern Territory after signing a binding Heads of Agreement with **GWR Group Ltd** (GWR). GWR has agreed to sole fund $1.5 million of Joint Venture Expenditure from the execution date to earn a 50% Joint Venture Interest. GWR funds are directed to the completion of metallurgical test work, preparation of a scoping study and receipt of all relevant approvals to conduct mineral processing activities.

Hatches Creek Project

The Hatches Creek Tungsten Project, comprises two 31.8km^2 mineral tenements totalling 63.6km^2 located 325km north-east of Alice Springs and 160km south-east of Tennant Creek in the central part of the NT. During the year Arunta completed a JORC 2012 compliant resource estimate capturing mineralisation above 0.2% WO3 and a top-cut of 1.5% WO3, results in an Inferred Resource estimate of **225,066 tonnes grading 0.58% WO3.** [1] This resulted in interest by GWR Group who agreed to sole fund $1.5 million of joint venture expenditure to earn a 50% interest in the Hatches Creek Tungsten project.

Southern Cross Bore Project

The Southern Cross Bore Project is located 75km north-east of Alice Springs in the Northern Territory. Minimal exploration work has been completed at Southern Cross Bore Project during the year.

The Johnnies Reward Prospect is a high grade gold/copper magnetite skarn which plunges north east into the southern end of a two plus kilometre long sheared and deeply weathered lithological contact which hosts significant anomalous base metal and precious metal mineralisation.

A field assessment of the Johnnies Reward drilling conducted by Arunta since 2012 was undertaken to determine the viability of accessing selected drill holes for the purpose of a downhole EM survey.

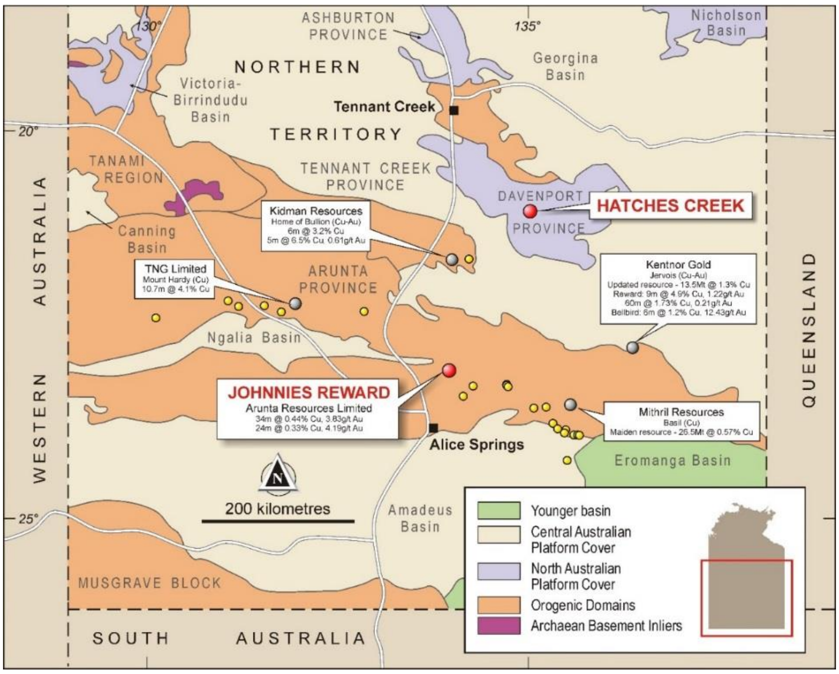

Figure 1: Project Location in the Arunta Province

HATCHES CREEK PROJECT

The Hatches Creek Tungsten Project located 325km north-east of Alice Springs, providing Arunta with a strong pipeline of future mineral exploration opportunities within a highly prospective part of the Northern Territory.

Hatches Creek comprises two 31.8km^2 mineral tenements totalling 63.6km^2 located 325km north-east of Alice Springs and 160km south-east of Tennant Creek in the central part of the Northern Territory.

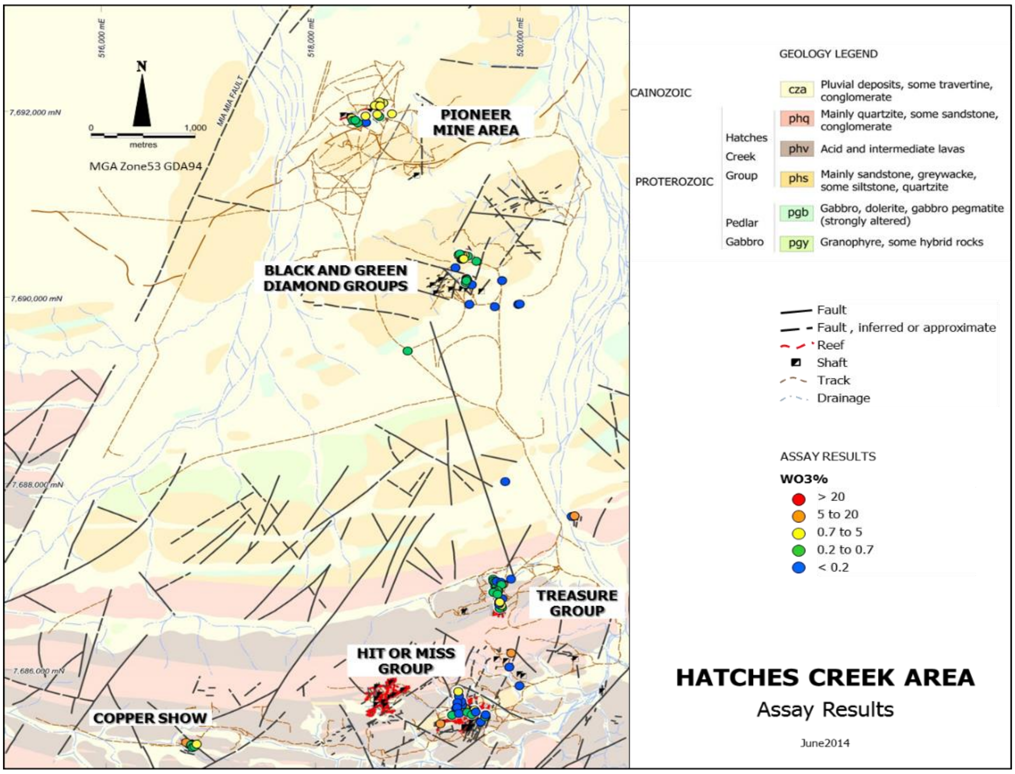

Figure 2 – Main Groups of Historical Mine areas at Hatches Creek

The tenements encompass the historical Hatches Creek mining field, previously known as the Wolfram Field, where numerous mines exploited quartz veins containing wolframite, a tungsten mineral. Mining of eluvial deposits containing wolframite and of gold and copper also occurred. Of particular interest are the Pioneer, Black and Green Diamond, and Treasure Group groups of old workings which contain significant resources of previously mined material consisting of both mineralised ore and waste. In light of this Arunta completed a JORC 2012 compliant resource estimate of the stockpiles of mineralisation accumulated during a 42 year mining history at Hatches Creek between 1915 and 1957.

The reporting of all domains, capturing mineralisation above 0.2% WO3 and a top-cut of 1.5% WO3, results in an Inferred Resource estimate of **225,066 tonnes grading 0.58% WO3.** For comparison purposes, the resource grade is some 70% higher than the average grade of the eight major global tungsten deposits currently being explored or developed by ASX-listed companies.

In December 2104, Arunta secured a near-term development pathway for the project after signing a binding Heads of Agreement with GWR Group Limited (ASX: GWR). Under the agreement, GWR will sole fund $1.5 million of expenditure to earn a 50% interest in Hatches Creek, with the funds to be used to undertake development studies and secure approvals for a mining and processing operation focusing initially on high-grade surface stockpiles.

TERMS OF THE HEADS OF AGREEMENT

Under the terms of the binding Heads of Agreement ("HoA") GWR has agreed to sole fund $1.5 million of Joint Venture Expenditure from the execution date to earn a 50% Joint Venture Interest.

It is proposed that GWR's Joint Venture Expenditure will be applied towards a bulk sample work program including:

- *Completion of definitive metallurgical test work;*
- *Preparation of a Scoping Study to assess the technical and economic viability of the recovery of tungsten (WO_3) from surface mineralisation found in waste dumps, stockpiles and tailings material contained within the Project area;*
- *Obtaining environmental and governmental approval for the Project;*
- *Negotiation with traditional owners of the land covered by the Project Tenements;*
- *Plant design and engineering studies for site infrastructure; and*
- *Contributing towards funding initial mine development requirements, including (but not limited to) roads, tailings storage facility, camp and water supply.*

To date, GWR have expended $425,000 pursuant to the Joint Venture.

If GWR fails to spend $1.5 million of Joint Venture Expenditure in a period of two years from the date the HoA was signed (which may be extended in certain circumstances), it will be deemed to have withdrawn from the HoA without acquiring a Joint Venture Interest.

There is no minimum expenditure obligation, however GWR has agreed to meet the cost of certain committed expenditure for metallurgical testwork and to maintain the tenements in good standing.
GWR will be the Manager of the Joint Venture. Each of GWR and Arunta will have the right to appoint two persons to a Management Committee that will be responsible for oversight of Joint Venture operations.

GWR has been granted a first right of refusal to provide debt finance to the Joint Venture for 100% of the Project on normal commercial terms in order to progress the development of a processing plant at the Project, supported by off-take arrangements with a major trading house or end-user of tungsten concentrates.

As the primary objective of the Joint Venture is to develop a commercial operation producing tungsten concentrates from surface mineralisation, the parties have agreed that further exploration shall be undertaken by the Joint Venture once the project is in production and producing free cash flow and as otherwise determined by the Management Committee.

Arunta and GWR have agreed to negotiate in good faith and execute a detailed Joint Venture Agreement embodying the principles contained in the HoA. In the meantime the HoA is legally binding upon the parties.

Investigative metallurgical test work program on 2 bulk samples of Hatches Creek Pioneer and Treasure material was completed by Nagrom Mineral Processors. The aim of the program was determine the amenability of the samples to upgrade WO3 using gravity (see figure 4), magnetic characterisation and flotation tests.

Table 1-Bulk sample head grades [2]

SAMPLE (P100<2mm)	Northing (GDA, Z53)	Easting (GDA, Z53)	WO_3	Sn	Mo	Cu	Bi	Au	Ag
			%	%	%	%	ppm	ppm	ppm
Treasure	7686750	518670	0.622	0.005	0.009	0.022	111	0.165	<0.1
Pioneer	7692140	518660	0.743	0.005	0.010	0.149	1061	0.275	1.5

The test work has upgraded WO_3 from a calculated combined Pioneer/Treasure head grade of 0.77% WO_3 to 42.7% WO_3 concentrate with an overall circuit recovery of 66%. A super-concentrate grading 66.3% WO_3 and 27% circuit recovery resulted from flotation test work.

Figure 3 - Collection of samples at Pioneer

In summary, Table 2 shows the test work has produced the following WO_3 concentrate grade and recovery.

Table 2: WO_3 concentrate grade and recovery [2]

WO_3 Summary	WO_3%	Circuit Yield WO_3%
Super Concentrate	66.3	27
Concentrate	36.5	39
Concentrate Total	**42.7**	**66**
Middlings	4.3	9
Tailings	0.1	25
Calculated Head	**0.77**	**100**

The test work has also produced significant grades of Cu, Mo, and Au in the pre-float sulphide concentrate, having potential to be recovered as saleable by-products. No flotation test work was conducted on the tailings despite it containing 25% of the overall circuit WO_3. This means that the overall result of the test work program is indicative only, with upside potential. The test work results have however provided enough information to have confidence that there is sufficient WO_3 grade and recovery to progress to a scoping level study at Hatches Creek.

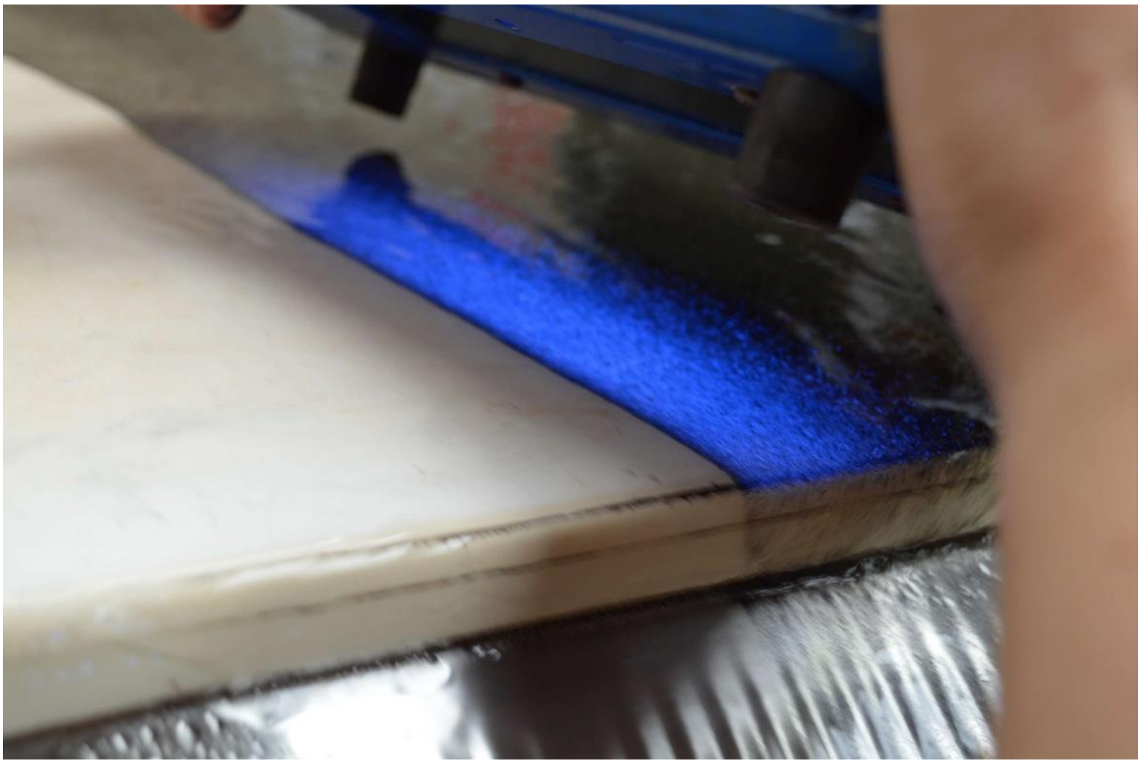

Figure 4 - Scheelite under UV, coming off the wet table.

2015 Exploration Program

The upcoming next phase will consist of;

- Detailed UAV and specific gravity testwork survey to more accurately determine volume and tonnages.
- A further 5 bulk samples that will enable further metallurgical testwork to be undertaken. Future work may include recovery of WO_3 from tailings via wet tabling and flotation and progressing test work on the Green Diamond sample through an agreed test work regime based on the results of the current program. Depending upon the outcome of the scoping study and nature of the project moving forward, it is recommended that any metallurgical test work required should include, but not limited to;

1. Establishing a full set of physical characteristics including hardness, crushability and abrasion indices that will feed into a process design.
2. Increasing the recovery of WO_3 from the middlings and tailings by;
    - Targeting increased depression of Si in the middlings to improve the WO_3 concentrate grade.
    - Optimisation of WO_3 collector in the middlings to maximise WO_3 recovery.
    - Developing a test work plan aimed at increasing recovery of WO_3 from the tailings.
    - Optimisation of the roughing and cleaning stages for the -50% concentrate.
3. Cleaning of the final concentrate to a standard specification grade for a WO3 concentrate (~65%).
4. Reduction of Bi in the intermediate and/or final concentrate to a saleable specification.
5. Recovery of potentially valuable by-products including Au, Cu and Mo.

SOUTHERN CROSS BORE ("SXB") PROJECT

Overview

The Southern Cross Bore ("SXB") Project is located 75km north-east of Alice Springs in the Northern Territory in the emerging Arunta Mineral Province, where recent exploration for IOCG (iron-oxide copper-gold) and SEDEX-style mineralisation has yielded exciting results.

The SXB Project has a 50-year exploration history. The most advanced prospect is Johnnies Reward, an iron-oxide copper-gold (IOCG) prospect where previous drilling has identified broad zones of gold mineralisation grading between 0.4g/t and 2g/t within a magnetite-rich pyroxenite which plunges 50 degrees north from surface to an interpreted depth of more than 500m.

Arunta completed several phases of Reverse Circulation (RC) and Diamond drilling, at the Johnnies Reward prospect in 2012 and 2013. In addition to the emerging mineralisation at Johnnies Reward, the Company's exploration programs were successful in discovering numerous other exploration prospects in close proximity to the known mineralisation.

Arunta Drilling Programs– July 2012-2013

The Phase 1 and 2 drilling, completed by Arunta, confirmed the presence of high-grade gold mineralisation at Johnnies Reward extending 200m down-plunge from surface, remaining open in all directions and interpreted to continue to at least 500m down plunge.

Significant results from drilling included:

- 12JRRC001 **24m @ 4.19 g/t Au, and 0.33% Cu** from 79m
- 12JRRC004 **34m @ 3.83g/t Au, and 0.44% Cu** from 63m
- 12JRRC015 **22m @ 1.23g/t Au and 1.21% Cu** from 117m down-hole
- 12JRRC010 **16m @ 2.01g/t Au and 0.15% Cu** from 120m down-hole
- 12JRRC011 **17m @ 1.59g/t Au** from 159m down-hole
- 12JRRC016 **16m @ 1.14g/t Au and 0.55% Cu** from 145m down-hole
- 12JRRC017 **6m @ 1.02g/t Au and 1.2% Cu** from 129m down-hole
- 12JRRC009 **7m @ 1.12g/t Au and 0.33% Cu** from 117m down-hole
- 12JRRC012 **9m @ 1.57g/t Au and 0.17% Cu** from 178m down-hole

The drilling confirmed that the mineralisation at Johnnies Reward is predominantly hosted in a pyrite-chalcopyrite bearing magnetite pyroxene skarn with gold-dominant mineralisation also present within the footwall quartz biotite garnet magnetite gneiss (garnet gneiss). Further diamond drilling will be undertaken to determine the significance of the gold mineralisation within the garnet gneiss unit.

The mineralisation is consistent with the historic (1984) Alcoa drill holes DDH002 and DDH005, which respectively intersected 51m @ 1.83g/t Au from 75m including 5m @ 4.84g/t Au and 9m @ 5.61g/t Au (DDH002) and 32m @ 1.06g/t Au from 112m (DDH005).

2015-2016 Exploration Program

The proposed work at Southern Cross Bore includes the drilling of **2 NQ diamond holes for a total of 600m** at the Wagyu Prospect. Work in 2012 and 2013 has identified the presence of a large corridor of anomalous Au, Cu, As, Pb and Zn, named Black Angus - Wagyu Prospects, this lies within a large regional magnetic low. Mapping has defined a WNW trending fault/shear feature on the northern edge of prominent magnetic ridge this is believed to be the continuation of the Johnnies Reward sequence.

In 2013 at the Black Angus Prospect, a single diamond hole **13JRDH021 was abandoned at 168m and did not reach the target depth.**

The two proposed holes at Wagyu **(VTEM Anomalies 61 and 52)** are designed to drill back into the fault and contact zone at the prospect, **the final co-ordinates will be determined by a ground based detailed gravity survey.** The proposed two deep diamond drill holes of 250m each will provide geological information on the nature and extent of a potential new style of mineralisation at the Wagyu Prospects.

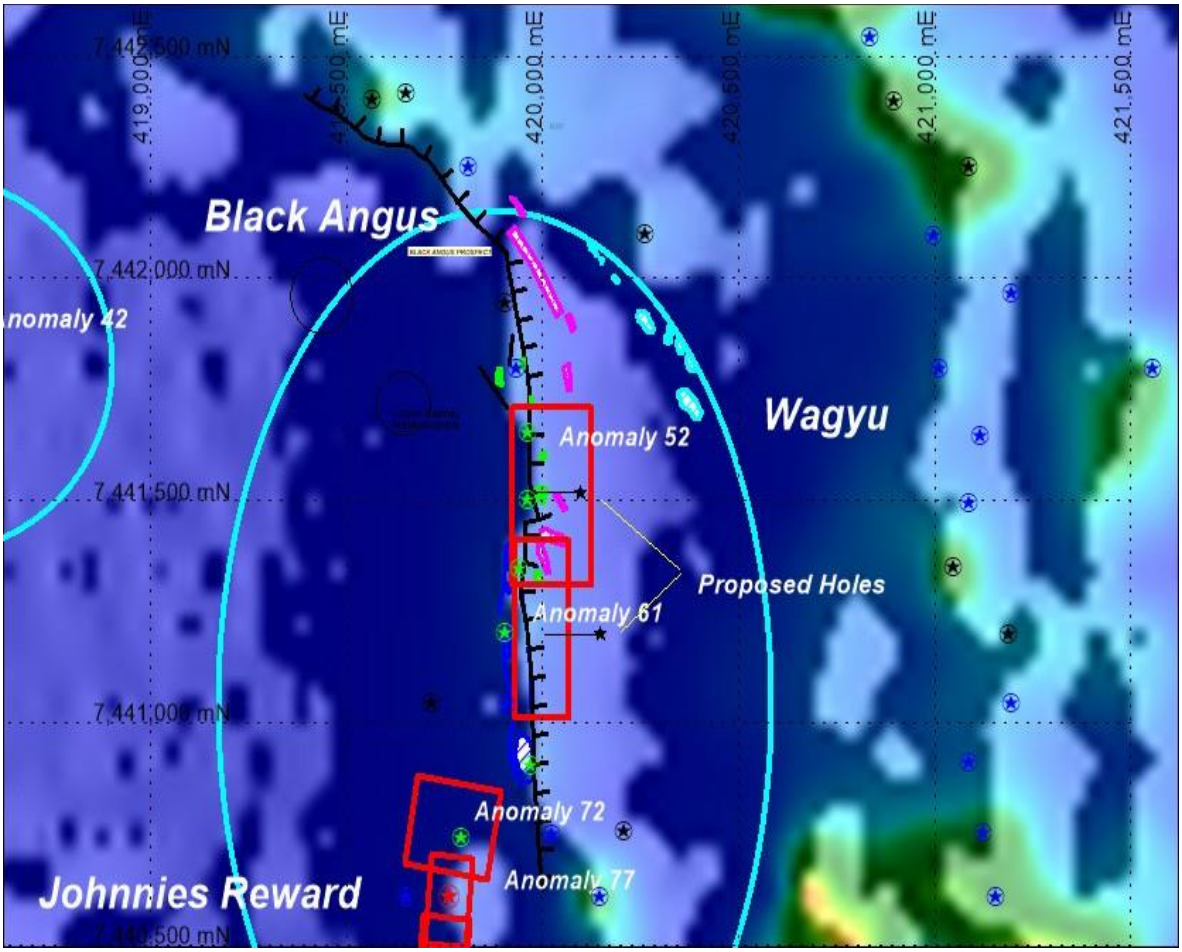

Figure 5 2015-2016 Proposed drill hole collars location map for Waygu

CORPORATE

ACQUISITION OF SPIRIT TELECOM

In June, the Company announced that it had entered into a binding term Sheet to acquire 100% of Spirit Telecom. AJR has assessed a number of opportunities in the past six months with a view to seeking to enhance shareholder value. The AJR Board believes the proposed transaction with Spirit is an excellent opportunity for the Company.

ABOUT SPIRIT

Spirit is a modern telecommunications provider, utilising the infrastructure of key carriers and cloud service providers, to market ultra-fast Internet access and telephony services.

Spirit is an Australian private company which commenced operations in 2005 and has evolved to become one of the more exciting brands in the Telecommunications sector. Spirit has recognised the ever growing demand for better Internet services and has seized the opportunity to provide Ultra-Fast Internet, through the popular Spirit Ufi offering.

Spirit *Ufi* comfortably coexists with other NBN, ADSL and/or PSTN technologies residents may utilise.

Spirit provides one of Australia’s fastest residential Internet, with speeds in selected buildings reaching 200/200Mbps. The symmetrical speed, where the upload is as fast as the download, provides not only a better user experience, when accessing the Internet, but also delivers the important integration with cloud services for the growth areas of productivity and entertainment.

In addition to residential services, Spirit also provides Ultra-Fast Fibre based Internet to small business and corporates. Through the combined residential and commercial offerings, Spirit currently supplies Internet into approximately 150 Multi-Dwelling Units in Victoria, New South Wales and Queensland.

Spirits' recent history has seen it sell off divisions at the end of their life cycle, acquire new and EBITDA accretive companies to expand and diversify. Most recently the acquisition of 'My Telecom' has brought a solid customer base as well as new technical capabilities, utilising radio communications to transfer Ultra-Fast Internet, thereby extending fibre points of interconnect, improving gross margin, and enabling service reach across the suburbs to connect buildings.

Spirits' 'Anchor & Expand' in-building distribution strategy, in both commercial and residential markets, has seen it acquire on-net buildings at a fast rate with a positive ROI and subsequently exploiting the long term expansion opportunity, within those buildings.

Spirit's entire network has been designed and built with speed and reliability as the main priority.

Spirit offers an expanding suite of cloud based products to its commercial and consumer customer base.

Spirit’s network peers with most major content providers such as Google, Microsoft, Yahoo, Apple, Amazon and Akamai to ensure super-fast direct access to vast volumes of on-demand applications and content.

Spirit has been recognised by BRW & Deloittes, as one of Australia’s fastest growing companies.

SPIRIT MANAGEMENT TEAM

Geoff Neate

Mr Neate is founding Managing Director of Spirit and has enjoyed over 20 years in the telecommunications sector. Prior to Spirit, he championed the then Primus Telecom into a profitable entity, through his running of the consumer divisions 500+ staff and $360M in revenues. Outside of telecommunications Mr Neate has worked for Lend Lease, NCR and RACV, where he launched and ran the successful RACV Home Security division.

Joe Tigel

Mr Tigel is founding General Manager – Product & Sales and, along with Mr Neate, a major shareholder of Spirit. He is responsible for customer acquisitions and channel development and has successfully demonstrated his significant experience in technical sales. Prior to Spirit Mr Tigel managed Wizard's Business development for Southern Region, developed SME portfolio with Westpac and held management positions with Lend lease and National Mutual.

Alan Dib

Mr Dib is Spirit's Chief Technology Officer and came to Spirit via the acquisition of Voxcom in 2012. His understanding of future technology and business trends has enabled him to start, grow and successfully exit multiple technology start-ups. His first business was a pioneer in the IT space and one of Australia's first true IT managed service providers. He exited this business in 2008 and started Voxcom. In 2011 Voxcom was named by BRW magazine as one of Australia's fastest growing companies and in 2012 was acquired by Spirit Telecom. Mr Dib now heads product development and core network operations at Spirit, continuing to build the Spirit network and suite of services.

TRANSACTION OVERVIEW

The transaction with Spirit will proceed on the basis of a valuation of the Company of $1.826 million and a valuation of Spirit of $12.225 million.

The acquisition of Spirit will, among other things, be conditional upon: each party completing due diligence investigations; shareholder, regulatory and third-party approvals; the execution of formal documentation with the Spirit shareholders (as vendors); completion of the Capital Raising ; and ASX conditionally confirming that it will re-instate the Company to quotation following completion of the transaction.

The Company has completed its due diligence investigations in respect of the proposed acquisition of Spirit and is proceeding with the implementation of the acquisition process.

As part of its due diligence, and as a condition of the transaction, Sprit will seek advice (to its satisfaction) regarding the taxation implications of the transaction and AJR will seek confirmation (to its satisfaction) that Spirit has all necessary approvals or exemptions required to enable it to continue to operate its retail services business.

Upon completion of the transaction Spirit shall be entitled to appoint 3 suitably qualified directors to the AJR Board. It is intended that all existing members of the AJR Board will resign on completion of the transaction other than Angus Edgar. Further details regarding the qualifications of the proposed directors will be set out in a forthcoming notice of meeting.

As part of the transaction AJR intends to complete a consolidation of its issued share capital on a 20:1 basis and thereafter conduct a capital raising by way of a placement of ordinary AJR shares to raise not less than $2.75 million at an issue price of $0.02 per share. Assuming a 20:1 consolidation, the consideration payable to the Spirit vendors would be satisfied through the issue of:

- 611,250,000 post-consolidation AJR shares; and
- 197,594,357 post-consolidation AJRO options.

The indicative post-transaction capital stature of AJR, assuming the transaction proceeds on the above basis, is set out on page 5 of this announcement.

Funds raised through the Capital Raising (after costs) are intended to be applied in part to reduce secured borrowings of Spirit and otherwise as working capital for the development of the Spirit business.

The consolidation ratio and capital raising proposal are subject to AJR obtaining appropriate waivers and shareholder approvals and consultation with ASX. The consideration payable to the Spirit vendors, and the issue price and the number of shares to be issued under the Capital Raising will be adjusted in the event that the consolidation ratio is revised by the ASX.

The transaction is also conditional upon AJR divesting itself of its wholly owned subsidiary Davenport Resources Limited (**Davenport**) which holds the Company's Hatches Creek Tungsten project and Southern Cross Bore (SXB) gold/copper Project, both located in Northern Territory, Australia (**Davenport Spin Out**). Subject to shareholder and regulatory approval, AJR intends to implement the **Davenport Spin Out via a pro-rata in-specie distribution of the shares of Davenport to its shareholders at a record date to be determined in consultation with ASX**. AJR and Spirit have agreed that, other than as set out below, all cash, receivables and other liquid assets of AJR will be transferred to Davenport as part of the Davenport Spin Out. An amount equal to the anticipated costs of legal and other advisors and experts engaged by AJR in connection with implementation the Spirit transaction will be retained in AJR together with an additional sum of $50,000.

Completion of the acquisition of Spirit is conditional upon there being no breach of agreed financial warranties given by Spirit and there otherwise being no event or circumstance which has a material adverse effect on AJR or Spirit prior to completion.

RE-COMPLIANCE WITH CHAPTERS 1 & 2 OF ASX LISTING RULES

The Company anticipates that the transaction with Spirit will constitute a significant change in the nature and scale of the Company's activities which will be require the Company to re-comply with the requirements of Chapters 1 and 2 of the ASX Listing Rules. The Company therefore intends to seek approval for the transaction from shareholders under ASX Listing Rule 11.1.2. The Company will, however, consult with ASX regarding the structure of the proposed transaction.

ANTICIPATED TIMELINE

The Terms Sheet contemplates that the transaction will proceed in accordance with the following indicative timeline, however the parties have agreed to act reasonably to extend the dates below to accommodate delays experienced in the course of implementation of the transaction.

Event	Indicative Date for Satisfaction
Completion of due diligence.	27 July 2015
Execution of formal sale contracts with Spirit shareholders.	3 August 2015
AJR and Spirit obtaining all necessary shareholder, regulatory and third-party consents.	No later than 7 October 2015
ASX conditionally confirming that it will re-instate the Company to quotation following completion of transaction.	No later than 29 December 2015
Completion of the capital raising and completion of acquisition of Spirit.	No later than 29 December 2015

EFFECT ON THE COMPANY

Set out below is a summary of the approximate impact that the transaction will have on the issued capital, assets and liabilities of AJR. The indicative capital structure and pro-forma statement of financial position each assume the transaction proceeds on the basis of a 20:1 consolidation and a capital raising of $2.7 million at an issue price per share of $0.02. As noted earlier in this announcement, the consolidation ratio and capital raising proposal are subject to consultation with ASX.

INDICATIVE CAPITAL STRUCTURE

SHARES	
Existing	91,347,801 (10.87%)
Spirit Vendor Consideration	611,250,000 (72.76%)
Capital Raising	137,500,000 (16.37%)
TOTAL:	**840,097,801 (100%)**

AJRO LISTED OPTIONS	
Existing	29,529,342
Spirit Vendor Consideration	197,594,357
TOTAL:	**227,123,699**

Notes:

- *All shares and options are presented in the tables above on a post-consolidation basis.*
- *Following a 20:1 consolidation the exercise price of the Company's existing listed AJRO options will be adjusted to $0.04 per AJRO option.*
- *AJR would also have 750,000 unlisted post-consolidation options exercisable at $0.60 on issue at completion of the transaction.*

THE SOUTH HARZ PROJECT SUMMARY

East Exploration holds exploration licences having an area of 457km^2 in the southwestern edge of the South Harz Potash District in central Germany. Germany is the 5th largest potash producing country. The Küllstedt Exploration Licence extends over 241 km^2 while the Gräfentonna Exploration Licence has an area of 216km^2. Both licences are located in the north-western part of the Federal State of Thuringia, bordering the city of Mühlhausen to the south (Figure 1 below). A world class infrastructure network exists throughout the region and is being utilised by current potash producers, Including K+S, to get product to key markets in Europe and offshore.

A total of 34 drill holes were drilled in the Küllstedt licence, and its immediate surrounds, in the period 1960 to 1980. There is a well-documented history of production on the licences and very long history of extensive production on neighboring properties from Sylvinite and Carnallitite ores (100M tonnes of potash prior to 1993, and over $20b USD in today's value). Three shafts were sunk in the Küllstedt licence extracting Potash early last century.

Historical resource estimates were carried out in 1964 and 1980. The distribution of potash salts in the Küllstedt area has been well documented through over a century of exploration and mining and the geology of the area is well understood. Planning for a confirmatory drilling programme is in progress with consultants and will be finalised in the next few months. The programme will target areas of thick mineralisation at shallower depths.

The Company is particularly encouraged by the extent of potential mineralisation within the licence area's containing both sylvinite and carnallitite ores and by the fact that it has been the site of successful potash mining operations in the past. Current potash mining in the region exploits sylvinite, and carnallitite, utilising both large scale underground and solution mining / extraction methods.

East Exploration commissioned ERCOSPLAN Ingenieurgesellschaft Geotechnik und Bergbau GmbH (ERCOSPLAN) to carry out a review of all the geological data relating to the Küllstedt licence and to estimate an Exploration Target for the area. **This was achieved, with an Exploration Target estimated at between 4 and 5 Billion tonnes of mineralised rock, as shown in table 1 below**:

Table 1 - Küllstedt Exploration Target

Tonnage (MMT)[1]	Grade Range %K2O[2]	Grade Range %KCl[3]	Potash (K_2O) Tonnage (MMT)[4]
4,055 – 5,141	7.2 - 25	11.8 – 41	292 – 1,285

1 - The volume of the potash seam was estimated from the geological model which has been constructed using historical drillhole data. The tonnage was derived from the style of mineralisation and its characteristic density which can vary between 1.83 t/m3 and 2.32 t/m3. This amounts to a tonnage range of between 4,055 million metric tonnes and 5,141 million metric tonnes of mineralized rock.
2 – The grade range was estimated from assayed drill intersections of the potash seam which range from 7.2% to 25% K_2O
3 – Conversion of assay K_2O to KCl product multiply by 1.6393
4 - The tonnages of K_2O were obtained by multiplying the tonnage of mineralized material with the corresponding K_2O grade of the potash seam, which range from 7.2% to 25%. Accordingly, the minimum K_2O tonnage is 292 million metric tonnes and the maximum K_2O tonnage is 1,285 million metric tonnes.

In the licence area the potash unit has a maximum drill defined thickness of 58m. The thickness is variable, decreasing to the west and increasing to the southeast. Potash grades intercepted in drillholes through the potash seam vary from averages of around 18% K2O in the southwest to between 10% and 14% K_2O in the northwest of the licence. This was reported to ASX by Potash West in an ASX release dated 4 March 2015 (*ASX:PWN 04 March 2015 – Significant Exploration Target Identified at Küllstedt within South Harz Project, Germany*). The ERCOSPLAN technical report is available on the PWN and Company's website.

East Exploration is working with ERCOSPLAN and other geologists familiar with the South Harz field to develop a program of work to advance the Küllstedt project. ERCOSPLAN is currently engaged on ongoing work to locate and analyse detailed historical exploration records as well as define possible drill hole locations, in order to verify the historical drill hole data and to increase the chemical, mineralogical and lithological data density in the Küllstedt tenement. If successful, these programs will underpin upgrades to the estimates of mineralisation. East Exploration anticipates that all necessary planning and approvals will be complete by early 2016 with confirmation drilling and data analysis to be completed within the following 12-18 months period.

As a result of the divestment of Davenport to Arunta shareholders, the South Harz Potash Project brings a significant and advanced project to become the main focus of an IPO and listing of Davenport on ASX as a stand-alone funded entity. Of great importance is the project's location to world-class logistical infrastructure enabling mined product from within the South Harz region to be easily transported for use within the European Union and for export. The extensive previous exploration and known past potash production on East Exploration's tenements is particularly encouraging. The Project has adjoining and nearby tenements where both sylvinite and carnallitite are mined utilising underground and solution mining techniques."

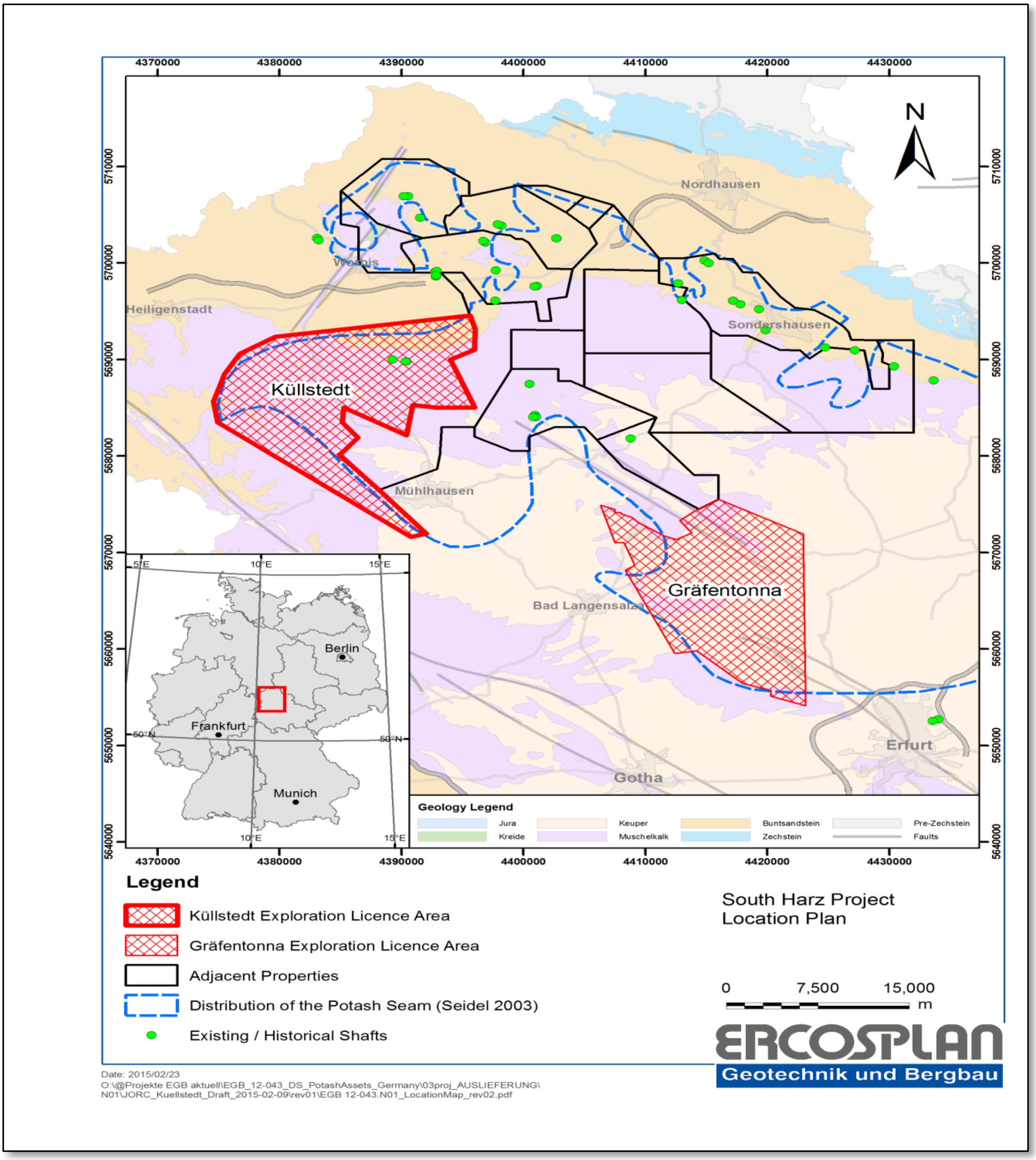

Figure 1: South Harz Project location plan

Corporate - Davenport

The consideration for the acquisition of East Exploration will be the issue of 36,458,333 fully paid ordinary Davenport shares plus two tranches of 33,854,167 performance shares each which will be subject to the milestones described below.

Davenport will pay an option and exclusivity fee to East Exploration of $250,000, the first $100,000 of which is payable within 5 business days of signing the Term Sheet with the balance payable by 1 November 2015 subject to prior satisfactory completion of due diligence. The option and exclusivity fee amount is to be applied by East Exploration solely to maintaining and advancing the South Harz Potash Project and does not form part of the consideration payable to the vendors of East Exploration.

The acquisition will occur after, and subject to, the proposed demerger of Davenport from Arunta, as announced on 24 June 2015. Davenport will seek to list on ASX as a condition of the acquisition.

Following the demerger, Davenport will seek to raise $480,000 via the placement of 6 million shares at an issue price of 8 cents each for the purposes of funding the IPO process and for working capital.

As part of the IPO process, Davenport intends to raise $4 million by issuing 20 million Davenport shares at 20 cents each with the ability to accept oversubscriptions for a further $1 million by issuing up to 5 million further shares. Davenport and Potash West shareholders will be provided a priority to participate in the capital raising.

In addition, Davenport will hold interests in the Hatches Creek Tungsten project and Southern Cross Bore (SXB) gold/copper Project, both located in the Northern Territory. All cash, receivables and other liquid assets of Arunta Resources will be transferred to Davenport as part of the demerger except for $50,000 in cash.

The anticipated capital structure of Davenport at the time of completing the acquisition and listing, if the seed capital placement, IPO capital raising and conditions for the acquisition and listing are successfully completed or satisfied, will be as follows:

Indicative capital structure of Davenport at Completion assuming the minimum IPO Capital Raising amount of $4 million (before costs) is raised:

Holders:	***Davenport shares***	***Percentage***
Pre-completion Davenport shareholders (shares distributed by Arunta Resources)	6,000,000	8.76%
Placement participants	6,000,000	8.76
Vendors*	36,458,333	53.27%
IPO Capital Raising investors (minimum)	20,000,000	29.21%
TOTAL*	**68,458,333**	**100.00%**

*Plus the two tranches of performance shares (a total of 67,708,334 performance shares).

The milestones applicable to the two tranches of performance shares are:

> Tranche 1 performance shares: the announcement to ASX by Davenport within four (4) years after completion of the Transaction (or such lesser period as is satisfactory to ASX) of the first JORC Code compliant Inferred Resource of one of the following:
>
> 1) 250 million tonnes of Potash at or above 11.0% K2O by content, or
> 2) 150 million tonnes of Potash at or above 12.0% K2O by content, or
> 3) 100 million tonnes of Potash at or above 13% K2O by content, or
> 4) 75 million tonnes of Potash at or above 15% K2O by content, or
> 5) 50 million tonnes of Potash at or above 18% K2O by content;
>
> Tranche 2 performance shares: the announcement to ASX by Davenport within six (6) years after completion of the Transaction (or such lesser period as is satisfactory to ASX) of satisfaction of all mining approvals and utility contracts required to construct and operate a minimum of 500,000 tonne per annum potash mine on the Project (including all Government approvals, water and energy contracts necessary to operate the mine).

Upon and subject to completion of the acquisition, East Exploration will be entitled to appoint 2 suitably qualified directors to the Board of Davenport, one of whom will be the Chairperson. Mr Angus Edgar will remain as a non-executive director of Davenport. East Exploration and Davenport will jointly select and appoint a Managing Director to the Board of Davenport.

The acquisition is conditional upon completion of due diligence by both parties, entry into formal documentation by East Exploration's shareholders for the sale of their shares, Arunta and Davenport being satisfied with any conditions imposed on the demerger of Davenport or subsequent listing of Davenport by ASX, the proposed seed capital placement and IPO capital raising by Davenport, and satisfaction of ASX and regulatory requirements including Arunta Resources, Davenport and Potash West NL shareholder approvals (if applicable).

The proposed terms of the acquisition, seed capital placement and IPO capital raising are subject to modification by agreement between Davenport and East Exploration where required to enable the transaction to proceed, including for example, altering the amount proposed to be raised by the IPO Capital Raising to satisfy ASX's requirements for a new listing.

The completion of the acquisition of East Exploration is not a condition of Arunta's proposed acquisition of Spirit Telecom (Australia) Pty Ltd. Details of that proposed acquisition, including the conditions for that acquisition, were set out in Arunta's announcement of 24 June 2015. Arunta is preparing a notice of meeting for seeking shareholder approvals for the demerger of Davenport and acquisition of Spirit which will contain further detail in relation to that transaction and the approvals sought.

OTHER CORPORATE

CAPITAL RAISING

In September 2014, Arunta successfully completed its renounceable pro-rata Rights Issue of 1.5 new Shares for every 1 Share held on the Record Date at an issue price of 0.1 cents ($0.001) each together with 1 free-attaching new Option, exercisable at 0.2 cents ($0.002) and expiring on 31 July 2019, for every 2 new Shares issued to raise up to approximately $1.096 million before costs of the issue.

SMALL SHAREHOLDER HOLDER PARCEL ELIMINATION

In July 2015, the Company completed the sale of unmarketable parcels. In total 1,403 minority holders holding an aggregate of 32,727,537 shares in the Company, participated in the Sale. The holdings were sold for a price of $0.001 per share.

The Company held its 2014 Annual General Meeting on 26 November 2014. All resolutions were passed without amendment.

DIRECTOR CHANGES

In March 2015, the Company appointed Mr Francis Galbally as independent non-executive Director.

Mr Francis Galbally has over 30 years' experience in international business and commercial law. He is a graduate (first class honours) in Law at Melbourne University and worked in a professional legal practice for 15 years, specialising in business law.

He was a partner in the leading law firm Galbally and O'Bryan during which time he successfully led a number of landmark commercial litigation cases. Mr Galbally is an investor and corporate advisor and is the major shareholder in Southbank Capital Pty Ltd. AFSL 343678. He specialises in the technology, environment, food, mining and energy sectors. Mr Galbally is also Chairman of the Bayland Property Group one of Melbourne's largest in fill town house developers.

Mr Galbally has had first-hand operational experience in growing small cap companies and has been a Director and Chairman of a number of ASX listed companies. Mr Galbally is Chairman of Senetas Corporation Ltd (ASX: SEN). Senetas is a leading developer and manufacturer of certified network data encryption hardware.

Mr Galbally was responsible for recovering more than $1 billion in investor funds ($1 for $1) lost as a result of the major corporate failures (Pyramid Building Societies, Estate Mortgage Trusts) in the early 1990's. He is a member of the Australian Institute of Company Directors.

Mr Galbally is the Victorian convenor of the Constitution Education Fund of Australia – a non-political charity dedicated to advancing knowledge of the Australian constitution within the community.

In April 2015, Mr Neil Biddle resigned as a director of the Company. The Company is grateful for all of Neil's hard work and contribution during his tenure and wish him all the best in his future endeavours.

Competent Person's Statement – Hatches Creek and Southern Cross Bore projects

The information in this report that relates to Exploration Results is based on and fairly represents information and supporting documentation prepared by Mr John A Young (A consultant of Arunta Resources Limited). Mr Young is a shareholder of Arunta Resources Limited. Mr Young is a Corporate Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience of relevance to the styles of mineralisation and types of deposits under consideration, and to the activities undertaken to qualify as Competent Persons as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Specifically, Mr Young consents to the inclusion in this report of the matters based on his information in the form and context in which they appear.

Competent Person's Statement – South Harz Potash project

The information in this report that relates to Exploration Targets and Exploration Results, is based on information compiled by Andreas Jockel, a Competent Person who is a Member of a 'Recognised Professional Organisation' (RPO), the European Federation of Geologists, and a registered "European Geologist" (Registration Number 1018) and Dr Henry Rauche, a Competent Person who is a Member of a 'Recognised Professional Organisation' (RPO), the European Federation of Geologists, and a registered "European Geologist" (Registration Number 729).

Andreas Jockel and Dr Henry Rauche are full-term employees of ERCOSPLAN Ingenieurgesellschaft Geotechnik und Bergbau mbH (ERCOSPLAN). ERCOSPLAN, Andreas Jockel and Dr Henry Rauche are not associates or affiliates of East Exploration Pty Ltd, or of any associated company. ERCOSPLAN, Andreas Jockel and Dr Henry Rauche do not have any pecuniary or other interests that could reasonably be regarded as capable of affecting their ability to provide an unbiased opinion in relation to the Küllstedt Exploration Licence Area.

ERCOSPLAN does not have, at the date of this Report, and has not had within the previous years, any shareholding in or other relationship with East Exploration Pty Ltd or the Küllstedt Exploration Licence Area and consequently considers itself to be independent of East Exploration Pty Ltd.

Andreas Jockel and Dr Henry Rauche have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Andreas Jockel and Dr Henry Rauche consent to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The information in this announcement that relates to an Exploration Target is based on, and fairly represents, the information and supporting documentation extracted from the report which was prepared by Andreas Jockel and Dr Henry Rauche in compliance with the JORC Code (2012) and released to the ASX by WMN on 04 March 2015. (*ASX:PWN 04 March 2015 – Significant Exploration Target Identified at Küllstedt within South Harz Project, Germany*). *The technical report "Final 12-043N01_JORC_Kuellstedt_2015-03-15" and subsequent market release are both available on the PWN website.*

Potash West has confirmed that it is not aware of any new information or data that materially affect the information included in the original announcement. All material assumptions and technical parameters underpinning the Exploration Target estimate in that previous ASX release continue to apply and have not materially changed. The company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

[1] AJR ASX Announcement on 23 September 2014 – Hatches Creek Maiden High Grade Tungsten Resource.
[2] AJR ASX Announcement on 30 January 2015 – Quarterly Report for the period ended 31 December 2014.

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Arunta Resources Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled for the year ended 30 June 2015.

Directors
The following persons were directors of Arunta Resources Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Angus Edgar
Mr Adrien Wing
Mr Francis Galbally (appointed 11 March 2015)
Mr Neil Biddle (resigned 8 April 2015)

Principal activities
During the financial year the principal continuing activities of the consolidated entity consisted of:
- investment in and development of mineral exploration assets
- investment in other business growth opportunities

Dividends
There were no dividends paid or declared during the current or previous financial year.

Review of operations
The loss for the consolidated entity after providing for income tax amounted to $2,699,225 (30 June 2014: $1,073,923). Refer to the Activities Report that directly preceeds this Directors' Report.

Significant changes in the state of affairs
During the year additional share issues raised a total of $1,000,921 after associated costs.

There were no other significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year
On 24 June 2015, the consolidated entity entered into a binding terms sheet for the acquisition of Spirit Telecom (Australia) Pty Ltd. The transaction is subject to a number of conditions. On 27 July 2015, the first of those conditions, the completion of due diligence investigations was announced by the Company as having been completed.

On 28 July 2015, the Company announced the completion of the sale of unmarketable parcels of shares in the Company. In total, 1,403 minority holders holding an aggregate of 32,727,537 shares participated in the sale at a price of $0.001 per share.

On 18 August 2015, the Company's 100% subsidiary entered into a term sheet to acquire the South Harz Potash asset. The acquisition will take place after and subject to the demerger from Arunta as announced on 24 June 2015. The transaction is condition upon several factors including capital raising and due diligence.

On 4 September 2015, the Company announced that the formal sale of the share agreement with Spirit Telecom had been executed. Satisfaction of the remaining conditions are being pursued.

No other matter or circumstance has arisen since 30 June 2015 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations
Information on likely developments in the operations of the consolidated entity and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity.

Environmental regulation
The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	Mr Angus Edgar
Title:	Executive Director
Appointment Date:	28 May 2003
Experience and expertise:	Angus Edgar has been employed in the finance/stockbroking industry since 1985 with the majority of that time employed with various share broking companies. During that period he has been directly involved with providing corporate advisory services to private and ASX listed companies and the listing of several new companies onto the ASX.
Other current directorships:	None
Former directorships (in the last 3 years):	Regal Resources Limited Mining Projects Group Limited
Special responsibilities:	Nil
Interests in shares:	237,612,310 fully paid ordinary shares
Interests in options:	90,998,841 options expiring in July 2019

Name:	Mr Francis Galbally
Title:	Non-Executive Chairman
Appointment Date:	11 March 2015
Experience and expertise:	Mr Galbally has over 30 years' experience in international business and commercial law. He is a graduate (first class honours) in Law at Melbourne University and worked in a professional legal practice for 15 years, specialising in business law. He was a partner in the leading law firm Galbally and O'Bryan during which time he successfully led a number of landmark commercial litigation cases. Mr Galbally has had first-hand operational experience in growing small cap companies and has been a director and chairman of a number of ASX listed companies. He is Chairman of Senetas Corporation Limited (ASX: SEN), a leading developer and manufacturer of certified network data encryption hardware.
Other current directorships:	Senetas Corporation Limited
Former directorships (in the last 3 years):	None
Special responsibilities:	Nil
Interests in shares:	18,172,810
Interests in options:	None

Name:	Mr Adrien Wing
Title:	Non-Executive Director
Appointment Date:	5 May 2011
Experience and expertise:	Mr Adrien Wing is CPA qualified. He practised in the audit and corporate divisions of a chartered accounting firm before working with a number of public companies listed on the Australian Stock Exchange as a corporate/accounting consultant and company secretary.
Other current directorships:	Red Sky Energy Limited Mozambi Resources Limited
Former directorships (in the last 3 years):	New Age Exploration Limited
Special responsibilities:	Nil
Interests in shares:	100,060,000 fully paid ordinary shares
Interests in options:	36,535,137 options expiring in July 2019

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

'Former directorships (in the last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

Information on directors (Continued)

	Full Board	
	Attended	**Held**
Mr Angus Edgar	13	13
Mr Neil Biddle	8	8
Mr Adrien Wing	13	13
Mr Francis Galbally	5	6

Held: represents the number of meetings held during the time the director held office.

Remuneration report (audited)

The remuneration report, which has been audited, outlines the director and executive remuneration arrangements for the consolidated entity and the company, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

The remuneration report is set out under the following main headings:

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D Share-based compensation
- E Additional information

A Principles used to determine the nature and amount of remuneration

Remuneration philosophy
The performance of the company depends upon the quality of its directors and executive officers. To prosper, the company must attract, motivate and retain highly skilled directors and executive officers.

The directors' remuneration is comparable to similar sized companies in the technology and junior mining industry. There is no formal link between the consolidated entity's performance and the Directors' remuneration.

All directors, executives and employees have the opportunity to qualify for participation in the Employee Incentive Option Scheme, which provides incentives based upon share price growth. Qualification for participation in the scheme will be assessed by the Remuneration Committee.

Remuneration Committee
The Remuneration Committee is responsible for determining and reviewing compensation arrangements for the directors and the executive team. The Remuneration Committee assesses the appropriateness of the nature and amount of remuneration of such officers on a periodic basis by reference to relevant market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of an experienced and high quality Board and executive team. Such officers are given the opportunity to receive their base emolument in a variety of forms including cash and superannuation salary sacrifice.

It is the Remuneration Committee's policy that employment letters are issued to directors and executives. These letters contain their responsibilities and remuneration paid.

In accordance with best practice corporate governance, the structure of non-executive directors and executive remunerations are separate.

Remuneration report (continued)

Non-executive directors remuneration
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. The latest determination was at the Annual General Meeting held 18 November 2003 when shareholders approved an aggregate remuneration of $200,000 per annum to be apportioned amongst Non-executive Directors.

Non-executive directors are required to sign a Letter of Appointment that outlines the director's duties and responsibilities and the remuneration fee to be paid to that director in carrying out their duties. This fee covers both the Board and any committee position where the non-executive director is a member. In prior years, non-executive Directors have been granted options under the Employee Incentive Scheme as a form of remuneration that replaces a cash payment for carrying out duties as a director of the company and was considered to be fair as compared to options issued to other employees at that time. Any options issued to directors require shareholder approval.

Executive remuneration
The company aims to reward its executives with a level and mix of remuneration commensurate with their position and responsibilities within the consolidated entity, so as to reward executives for meeting or exceeding targets set by reference to appropriate benchmarks; align the interests of executives with those of shareholders; and ensure remuneration is competitive by market standards.

It is the Remuneration Committee's policy that employment contracts must be entered into with the Chief Executive Officer and senior executives. Remuneration consists of fixed remuneration and variable remuneration including the issue of shares and options as a short term and long-term incentive. The proportion of shares and options issued is based upon the level of experience and knowledge of the global payment industry that is brought to the Company with the expectation that executives will secure significant contracts for the benefit of the Company and its shareholders. The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and competitive in the market. Fixed remuneration is reviewed annually by the Remuneration Committee as part of an assessment on that executive's performance. Although the Board has access to external independent advice if necessary, no such advice was sought during the year.

All incentives offered by the Group over the last five years to staff including directors, executives, management and employees did not have internal performance conditions nor were they tied to Group performance other than the exercise price. The Board considers the share price performance to be a key performance indicator.

Voting and comments made at the company's 26 November 2014 Annual General Meeting ('AGM')
The company received 99.9% of 'for' votes in relation to its remuneration report for the year ended 30 June 2014. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

B Details of remuneration

Amounts of remuneration
Details of the remuneration of the directors, other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity) and specified executives of Arunta Resources Limited are set out in the following tables.

Remuneration report (continued)

2015	**Short-term Benefits**			**Post-employment benefits**	**Long-term benefits**	**Share-based Payments**	
Name	**Cash salary and fees $**	**Bonus $**	**Non-monetary $**	**Super-annuation $**	**Long service leave $**	**Equity-settled $**	**Total $**
Mr Angus Edgar	60,000	-	-	-	-	-	60,000
Mr Adrien Wing	40,000	-	-	-	-	-	40,000
Mr Neil Biddle **	72,000	-	-	-	-	-	72,000
Mr Francis Galbally *	20,000	-	-	-	-	-	20,000
	192,000	-	-	-	-	-	192,000

* Appointed on 11 March 2015
** Resigned on 8 April 2015

2014	**Short-term Benefits**			**Post-employment benefits**	**Long-term benefits**	**Share-based Payments**	
Name	**Cash salary and fees $**	**Bonus $**	**Non-monetary $**	**Super-annuation $**	**Long service leave $**	**Equity-settled $**	**Total $**
Directors:							
Mr Martin Ralston **	3,333	-	-	-	-	-	3,333
Mr Adrien Wing	40,000	-	-	-	-	-	40,000
Mr Angus Edgar	178,000	-	-	1,665	-	-	179,665
Mr Neil Biddle	135,000	-	-	-	-	-	135,000
Other KMP:							
Mr Matthew Shackleton*	45,000	-	-	-	-	-	45,000
	401,333	-	-	1,665	-	-	402,998

* Appointed as chief executive officer for 3 months from September to November 2013
** Resigned on 30 July 2013

Remuneration report (continued)

C Service Agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Mr Neil Biddle
Title:	former Executive Chairman
Details:	In May 2014, Mr Neil Biddle assumed the role as the company's Chief Executive Officer for the purpose of managing the company's day to day affairs. Previously, Mr Biddle held a Non- Executive Director position. Mr Biddle resigned as a Director on 8 April 2015.

Name:	Mr Angus Edgar
Title:	Executive Director
Details:	In the 2007 financial year, Mr Angus Edgar was appointed under contract as the company's Chief Executive Officer for the purpose of managing the company's day to day affairs until the company was in a position to appoint a Chief Executive Officer in a permanent role. In May 2014, Mr Neil Biddle assumed the role as the Company's Chief Executive Officer and Mr Edgar became a Non-Executive Director. Mr Edgar's fee reduced from $17,000 to $5,000 per month. In April 2015, Mr Edgar assumed the role as the company's Chief Executive Officer and became an Executive Director upon the resignation of Mr Biddle.

Name:	Mr Adrien Wing
Title:	Non-Executive Director
Details:	Entitled to monthly fees on the basis of $40,000 per annum. In addition, Mr Wing receives payment for Company Secretarial consulting services.

Name:	Mr Francis Galbally
Title:	Non-Executive Director
Details:	Entitled to monthly fees on the basis of $60,000 per annum.

Remuneration report (continued)

Key management personnel have no entitlement to termination payments in the event of removal.

D Share-based compensation

Issue of shares
No shares were issued to key management personnel as part of compensation during the year ended 30 June 2015.

Shareholding
The number of shares in the parent entity held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

2015	**Balance at the start of the year**	**Received as part of remuneration**	**Additions**	**Disposals/ Other (i)**	**Balance at the end of the year**
Ordinary shares					
Mr Angus Edgar	55,614,630	-	181,997,680	-	237,612,310
Mr Neil Biddle (i)	43,940,873	-	92,689,990	(136,630,863)	-
Mr Adrien Wing	12,375,000	-	73,070,273	-	85,445,273
Mr Francis Galbally	-	-	-	-	-
	111,930,503		347,757,943	(136,630,863)	323,057,583

2014	**Balance at the start of the year**	**Received as part of remuneration**	**Additions**	**Disposals/ Other**	**Balance at the end of the year**
Ordinary shares					
Mr Martin Ralston	-	-	-	-	-
Mr Angus Edgar	49,989,630	-	5,625,000	-	55,614,630
Mr Neil Biddle	19,000,000	-	24,940,873	-	43,940,873
Mr Adrien Wing	8,500,000	-	3,875,000	-	12,375,000
	77,489,630	-	34,440,873	-	111,930,503

(i) Holding at the time of resignation.
Mr Biddle resigned 8 April 2015.

Options
There were no options issued to key management personnel as part of compensation during the year ended 30 June 2015.

The number of options over ordinary shares in the parent entity held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

2015	**Balance at the start of the year**	**Acquired**	**Exercised**	**Expired/ forfeited/ Other (i)**	**Balance at the end of the year**
Options					
Mr Angus Edgar	65,451,021	90,998,841	-	(65,451,021)	90,998,841
Mr Neil Biddle (i)	16,250,000	45,844,995	-	(62,094,995)	-
Mr Adrien Wing	6,937,500	36,535,137	-	(6,937,500)	36,535,137
Mr Francis Galbally	-	-	-	-	-
	88,638,521	173,378,973	-	(134,483,516)	127,533,978

(i) Holding at the time of resignation.
Mr Biddle resigned 8 April 2015.

Remuneration report (continued)

2015	**Vested and exercisable**	**Vested and unexercisable**	**Vested at the end of the year**
Options			
Mr Angus Edgar	90,998,841	-	90,998,841
Mr Neil Biddle	-	-	-
Mr Adrien Wing	36,535,137	-	36,535,137
Mr Francis Galbally	-	-	-
	127,533,978	-	127,533,978

2014	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ acquired	Balance at the end of the year
Options					
Mr Angus Edgar	61,911,854	-	-	3,539,167	65,451,021
Mr Neil Biddle	10,000,000	-	-	6,250,000	16,250,000
Mr Adrien Wing	5,000,000	-	-	1,937,500	6,937,500
	76,911,854	-	-	11,726,667	88,638,521

2014	**Vested and exercisable**	**Vested and unexercisable**	**Vested at the end of the year**
Options			
Mr Angus Edgar	65,451,021	-	65,451,021
Mr Neil Biddle	16,250,000	-	16,250,000
Mr Adrien Wing	6,937,500	-	6,937,500
	88,638,521	-	88,638,521

E Additional information

The earnings of the consolidated entity for the five years to 30 June 2015 are summarised below:

	2011	**2012**	**2013**	**2014**	**2015**
	$	**$**	**$**	**$**	**$**
Revenue	1,361,092	216,731	474,536	149,333	430,918
Loss after income tax	(271,983)	(1,117,457)	(1,756,566)	(1,073,922)	(2,699,225)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2011	**2012**	**2013**	**2014**	**2015**
Share price at financial year end ($A)	0.020	0.010	0.010	0.001	0.001
Basic earnings per share (cents per share) from continuing operations	(0.070)	(0.059)	(0.568)	(0.178)	(0.164)

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of Arunta Resources Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
Listed options (ASX: AJRO)	31 July 2019	$0.002	590,586,829
Unlisted	18 December 2016	$0.03	15,000,000
			605,586,829

Shares issued on the exercise of options

No shares of Arunta Resources Limited were issued on the exercise of options during the year ended 30 June 2015.

Indemnity and insurance of officers

The company has indemnified the directors of the Company for costs incurred, in their capacity as a director, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the company paid a premium in respect of a contract to insure the directors of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

Indemnity and insurance of auditor

The company has not otherwise, during or since the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor. During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

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

Non-audit services

There were no non-audit services provided during the financial year by the auditor.

Officers of the company who are former audit partners of Advantage Advisors

There are no officers of the company who are former audit partners of Advantage Advisors.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on the following page.

Auditor

Advantage Advisors continues in office in accordance with section 327 of the Corporations Act 2001.

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

On behalf of the directors:

Angus Edgar
Director

17 September 2015
Melbourne

ADVANTAGE ADVISORS
Chartered Accountants & Advisors

Advantage Advisors Audit Partnership

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AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF ARUNTA RESOURCES LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2015, there have been:

a) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

b) no contraventions of any applicable code of professional conduct in relation to the audit.

Advantage Advisors

ADVANTAGE ADVISORS AUDIT PARTNERSHIP
CHARTERED ACCOUNTANTS

KEN GLYNN
PARTNER

Dated in Melbourne on this 17th day of September 2015

General information

The financial report covers Arunta Resources Limited as a consolidated entity consisting of Arunta Resources Limited and the entities it controlled. The financial report is presented in Australian dollars, which is Arunta Resources Limited's functional and presentation currency.

The financial report consists of the financial statements, notes to the financial statements and the directors' declaration.

Arunta Resources Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 14
31 Queen Street
Melbourne VIC 3000

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial report.

Arunta Resources Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2015

	Note	Consolidated 2015 $	Consolidated 2014 $
Revenue from continuing operations	4	430,918	128,486
Other income	5	-	20,847
Expenses			
Administration and corporate expenses		(139,234)	(185,418)
Employee benefits expense		(215,314)	(504,547)
Legal and professional fees		(178,890)	(115,714)
Depreciation and amortisation expense		(1,536)	(9,182)
Impairment of assets	6	(2,096,418)	(11,475)
Impairment of goodwill	14	(252,490)	-
Other expenses		(78,159)	(151,033)
Marketing costs		(4,473)	(78,347)
Occupancy costs		(163,629)	(154,878)
Loss before income tax expense		(2,699,225)	(1,061,261)
Income tax expense	7	-	(12,662)
Loss after income tax expense for the year		(2,699,225)	(1,073,923)
Other comprehensive income / (loss)			
Items that may be reclassified subsequently to profit or loss:			
Gain on sale of investments reclassified to profit and loss		-	(9,800)
Revaluation of available-for-sale financial assets		(7,283)	23,734
Other comprehensive income / (loss) for the year, net of tax		(7,283)	13,934
Total comprehensive loss for the year		(2,706,508)	(1,059,989)

	Note	Consolidated 2015 Cents	Consolidated 2014 Cents
Earnings per share for loss attributable to the owners of Arunta Resources Limited			
Basic earnings per share	34	(0.164)	(0.178)
Diluted earnings per share	34	(0.164)	(0.178)

The financial statements should be read in conjunction with the accompanying notes.

Arunta Resources Limited
Statement of financial position
As at 30 June 2015

	Note	Consolidated 2015 $	2014 $
Assets			
Current assets			
Cash and cash equivalents	8	597,270	143,534
Trade and other receivables	9	31,355	132,015
Other	10	-	13,630
Total current assets		628,625	289,179
Non-current assets			
Trade and other receivables	11	14,696	-
Available-for-sale financial assets	12	166,984	20,267
Property, plant and equipment	13	13,821	15,357
Goodwill	14	-	252,490
Exploration and evaluation	15	250,284	2,267,797
Total non-current assets		445,785	2,555,911
Total assets		1,074,410	2,845,090
Liabilities			
Current liabilities			
Trade and other payables	16	144,582	195,725
Employee benefits	17	-	13,950
Provisions	18	-	12,000
Total current liabilities		144,582	221,675
Non-current liabilities			
Provisions	19	12,000	-
Total non-current liabilities		12,000	-
Total liabilities		156,582	221,675
Net assets		917,828	2,623,415
Equity			
Issued capital	20	29,058,225	28,057,304
Reserves	21	166,651	173,934
Accumulated losses		(28,307,048)	(25,607,823)
Total equity		917,828	2,623,415

The financial statements should be read in conjunction with the accompanying notes.

Arunta Resources Limited
Statement of changes in equity
For the year ended 30 June 2015

	Contributed equity $	Reserves $	Accumulated losses $	Total equity $
Consolidated				
Balance at 1 July 2014	28,057,304	173,934	(25,607,823)	2,623,415
Loss after income tax expense for the year	-	-	(2,699,225)	(2,699,225)
Other comprehensive income / (loss) for the year, net of tax	-	(7,283)	-	(7,283)
Total comprehensive income / (loss) for the year	-	(7,283)	(2,699,225)	(2,706,508)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	1,000,921	-	-	1,000,921
Balance at 30 June 2015	29,058,225	166,651	(28,307,048)	917,828

	Contributed equity $	Reserves $	Accumulated losses $	Total equity $
Consolidated				
Balance at 1 July 2013	26,253,312	150,000	(24,533,900)	1,869,412
Loss after income tax expense for the year	-	-	(1,073,923)	(1,073,923)
Other comprehensive income for the year, net of tax	-	13,934	-	13,934
Total comprehensive income / (loss) for the year	-	13,934	(1,073,923)	(1,059,989)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	1,522,374	10,000	-	1,532,374
Settlement of creditors costs	281,618	-	-	281,618
Balance at 30 June 2014	28,057,304	173,934	(25,607,823)	2,623,415

The financial statements should be read in conjunction with the accompanying notes.

Arunta Resources Limited
Statement of cash flows
For the year ended 30 June 2015

	Note	Consolidated 2015 $	2014 $
Cash flows from operating activities			
Interest received		13,183	5,327
Grants received		283,994	22,328
Receipts from customers		220,192	142,693
Payments to suppliers and employees		(794,711)	(960,989)
Net cash used in operating activities	32	(277,342)	(790,641)
Cash flows from investing activities			
Payments for investments		(154,000)	-
Payments for exploration and evaluation		(115,843)	(414,417)
Proceeds from sale of investments		-	76,347
Loans to related and other parties		-	(5,466)
Net cash used in investing activities		(269,843)	(343,536)
Cash flows from financing activities			
Proceeds from issue of shares		1,096,198	929,000
Payments for capital raising costs		(95,277)	(60,657)
Net cash from financing activities		1,000,921	868,343
Net increase/(decrease) in cash and cash equivalents		453,736	(265,834)
Cash and cash equivalents at the beginning of the financial year		143,534	409,368
Cash and cash equivalents at the end of the financial year	8	597,270	143,534

The financial statements should be read in conjunction with the accompanying notes.

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation
These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, financial assets and liabilities at fair value through profit or loss and certain classes of property, plant and equipment.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

Going concern
For the year ended 30 June 2015, the consolidated entity incurred a total comprehensive loss of $2,706,508 (2014: $1,059,989) and incurred negative cash flows from operations of $277,342 (2014: $790,641).

As at 30 June 2015, the consolidated entity’s current assets exceeded its current liabilities by $484,043 (2014: $67,504). As at 30 June 2015, the consolidated entity had accumulated losses of $28,307,048 (2014: $25,607,823).

The consolidated entity has a history of successful capital raisings and has raised $1,096,198, before costs of $95,277 in the financial year ended 30 June 2015 (2014: $929,000). Under ASX listing rules Chapter 7, the consolidated entity has the ability to issue up to 25% of new securities in a twelve month period without requiring shareholder approval and the directors of the consolidated entity will consider further capital raisings in the financial year ending 30 June 2016 to fund operational cash flow requirements.

Having carefully assessed the uncertainties relating to the likelihood of securing additional funding and the consolidated entity’s ability to effectively manage its operations and working capital requirements, the directors believe that the consolidated entity will continue to operate as a going concern and that it is appropriate to prepare the financial statements on a going concern basis which assumes the realisation of assets and the extinguishment of liabilities in the normal course of business at the amounts stated in the financial statements.

Parent entity information
In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 29.

Note 1. Significant accounting policies (continued)

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Arunta Resources Limited ('company' or 'parent entity') as at 30 June 2015 and the results of all subsidiaries for the year then ended. Arunta Resources Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The effects of potential exercisable voting rights are considered when assessing whether control exists. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

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

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. Refer to the 'business combinations' accounting policy for further details. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entity's which intend to settle simultaneously.

Note 1. Significant accounting policies (continued)

Revenue recognition
Revenue is recognised when it is probable that the economic benefit will flow to the consolidated entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Interest
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, 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.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

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

Trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Trade receivables are generally due for settlement within 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. A provision for impairment of trade receivables is raised when there is objective evidence that the consolidated entity will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation and default or delinquency in payments (more than 60 days overdue) are considered indicators that the trade receivable may be impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

Other receivables are recognised at amortised cost, less any provision for impairment.

Investments and other financial assets
Investments and other financial assets are measured at either amortised cost or fair value depending on their classification. Classification is determined based on the purpose of the acquisition and subsequent reclassification to other categories is restricted. The fair values of quoted investments are based on current bid prices. For unlisted investments, the consolidated entity establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership.

Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the asset is derecognised or impaired.

Available-for-sale financial assets
Available-for-sale financial assets are non-derivative financial assets, principally equity securities that are either designated as available-for-sale or not classified as any other category. After initial recognition, fair value movements are recognised directly in the available-for-sale reserve in equity. Cumulative gain or loss previously reported in the available-for-sale reserve is recognised in profit or loss when the asset is derecognised or impaired.

Note 1. Significant accounting policies (continued)

Impairment of financial assets
The company assesses at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired. Objective evidence includes significant financial difficulty of the issuer or obligor; a breach of contract such as default or delinquency in payments; the lender granting to a borrower concessions due to economic or legal reasons that the lender would not otherwise do; it becomes probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for the financial asset; or observable data indicating that there is a measurable decrease in estimated future cash flows.

The amount of the impairment allowance for loans and receivables carried at amortised cost is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. If there is a reversal of impairment, the reversal cannot exceed the amortised cost that would have been had the impairment not been recognised and is reversed to profit or loss.

Available-for-sale financial assets are considered impaired when there has been a significant or prolonged decline in value below initial cost. Subsequent increments in value are recognised directly in the available-for-sale reserve.

Property, plant and equipment
Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a diminishing value basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment	3 - 5 years
Leasehold improvements	10 years

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

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Leases
The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

A distinction is made between finance leases, which effectively transfer from the lessor to the lessee substantially all the risks and benefits incidental to ownership of leased assets, and operating leases, under which the lessor effectively retains substantially all such risks and benefits.

Finance leases are capitalised. A lease asset and liability are established at the fair value of the leased assets, or if lower, the present value of minimum lease payments. Lease payments are allocated between the principal component of the lease liability and the finance costs, so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets acquired under a finance lease are depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the consolidated entity will obtain ownership at the end of the lease term.

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

Note 1. Significant accounting policies (continued)

Intangible assets
Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the de-recognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangibles are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Exploration and evaluation assets
Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

Trade and other payables
These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Borrowings
Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

Provisions
Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Note 1. Significant accounting policies (continued)

Employee benefits

Wages and salaries, annual leave and sick leave
Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Non-accumulating sick leave is expensed to profit or loss when incurred.

Share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The costs of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The costs of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

Note 1. Significant accounting policies (continued)

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Issued capital
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.

Business combinations
The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

Note 1. Significant accounting policies (continued)

Earnings per share

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

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

Comparative figures
When required by Accounting Standards, comparative figures have been restated to conform to changes in presentation for the current period.

Goods and Services Tax ('GST') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

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

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

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

New, revised or amending Accounting Standards and Interpretations adopted
The consolidated entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Any significant impact on the accounting policies of the consolidated entity from the adoption of these Accounting Standards and Interpretations are disclosed below. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2015. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

AASB 9 Financial Instruments, 2014-7 Amendments to Australian Accounting Standards arising from AASB 9 (December 2014) and 2014-8 Amendments to Australian Accounting Standards arising from AASB 9 (December 2014) – Application of AASB 9 (December 2009) and AASB 9 (December 2010)

This standard and its consequential amendments are applicable to annual reporting periods beginning on or after 1 January 2018 and replace IAS 39 (being the international equivalent to AASB 139 'Financial Instruments: Recognition and Measurement'). This standard introduces new classification and measurement requirements for financial assets and liabilities, requirements for the impairment of financial assets and a new expected loss impairment model. The impact of the adoption is yet to be assessed by the consolidated entity.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Provision for impairment of receivables
The provision for impairment of receivables assessment requires a degree of estimation and judgement. The level of provision is assessed by taking into account the recent sales experience, the ageing of receivables, historical collection rates and specific knowledge of the individual debtors financial position.

Fair value and hierarchy of financial instruments
The consolidated entity is required to classify financial instruments, measured at fair value, using a three level hierarchy, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs). An instrument is required to be classified in its entirety on the basis of the lowest level of valuation inputs that is significant to fair value. Considerable judgement is required to determine what is significant to fair value and therefore which category the financial instrument is placed in can be subjective.

The fair value of financial instruments classified as level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs.

Income tax
The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Lease make good provision
A provision has been made for the present value of anticipated costs for future restoration of leased premises. The provision includes future cost estimates associated with closure of the premises. The calculation of this provision requires assumptions such as application of closure dates and cost estimates. The provision recognised for each site is periodically reviewed and updated based on the facts and circumstances available at the time. Changes to the estimated future costs for sites are recognised in the statement of financial position by adjusting the asset and the provision. Reductions in the provision that exceed the carrying amount of the asset will be recognised in profit or loss.

Exploration and evaluation asset
The consolidated entity has recognised an asset for exploration and evaluation work conducted on projects in the Northern Territory. The directors have determined that the activities of the projects have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. The expenditure incurred has therefore been carried forward as an asset in accordance with the consolidated entity's accounting policy.

Note 3. Operating segments

Identification of reportable operating segments
The consolidated entity is organised into three (2014: two) operating segments: Mining and exploration, Investments (2015 only) and Management Services. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews both adjusted earnings before interest, tax, depreciation and amortisation (segment result) and profit before income tax.

The information reported to the CODM is on at least a monthly basis.

Operating segment information

2015	Mining & Exploration $	Investments $	Management services $	Intersegment eliminations/ unallocated $	Consolidated $
Revenue					
Sales to external customers	-	-	-	-	-
Intersegment sales	-	-	-	-	-
Total sales revenue					
Other revenue	313,994	-	116,924	-	430,918
Total revenue	313,994	-	116,924	-	430,918
EBITDA	(1,802,546)	-	(895,143)	-	(2,697,689)
Depreciation and amortisation					(1,536)
Loss before income tax expense					
Income tax expense					-
Loss after income tax expense					(2,699,225)
Assets					
Segment assets	250,284	166,984	657,142	-	1,074,410
Total assets					1,074,410
Liabilities					
Segment liabilities	18,748	-	137,834	-	156,582
Total liabilities					156,582

Note 3. Operating segments (continued)

2014	**Mining & exploration** $	**Investments** $	**Management services** $	**Intersegment eliminations/ unallocated** $	**Consolidated** $
Revenue					
Sales to external customers	-	-	-	-	-
Intersegment sales	-	-	-	-	-
Total sales revenue	-	-	-	-	-
Other revenue	20,298	-	108,188	-	128,486
Total revenue	20,298	-	108,188	-	128,486
EBITDA	20,298	-	(1,072,377)	-	(1,052,079)
Depreciation and amortisation					(9,182)
Loss before income tax expense					(1,061,261)
Income tax expense					(12,662)
Loss after income tax expense					(1,073,923)
Assets					
Segment assets	2,520,287	-	324,803	-	2,845,090
Total assets					2,845,090
Liabilities					
Segment liabilities	8,586	-	213,089	-	221,675
Total liabilities					221,675

Note 4. Revenue

	Consolidated 2015 $	Consolidated 2014 $
From continuing operations		
Other revenue		
Interest received - other persons	12,871	5,275
Government grant	283,994	-
Other revenue	134,053	123,211
Revenue from continuing operations	430,918	128,486

Note 5. Other income

	Consolidated 2015 $	Consolidated 2014 $
Net gain on disposal of investments	-	20,847

Note 6. Expenses

	Consolidated 2015 $	Consolidated 2014 $
Loss before income tax from continuing operations includes the following specific expenses:		
Impairment		
Trade and other receivables	-	11,475
Exploration and evaluation (i)	2,096,418	-
Rental expense relating to operating leases		
Minimum lease payments	158,089	148,957

(i) The Southern Cross Bore Project has been placed on care and maintenance while the Company is focusing on other projects. Past costs on the Project have been impaired as at 30 June 2015. The impairment charge was required due to the early stage of the Project and the change in timeframe for any future exploration work.

Note 7. Income tax expense

	Consolidated	
	2015 **$**	**2014** **$**
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense from continuing operations	(2,699,225)	(1,061,261)
Tax at the statutory tax rate of 30%	(809,768)	(318,378)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible expenses	77,377	3,589
Other allowable items	(13,226)	(13,763)
Tax losses deducted	-	12,662
Tax losses not brought into account	(745,617)	328,552
Income tax expense	-	12,662
Current tax expense	-	-
Deferred tax expense	-	12,662
Income tax expense	-	12,662
Tax assets not recognised (at 30%)		
Unused tax losses for which no deferred tax asset has been recognised	2,706,385	2,504,553
Temporary differences	(9,968)	(636,944)
Potential tax benefit	2,696,417	1,867,609

The above potential tax benefit for tax losses and temporary differences has not been recognised in the statement of financial position. Tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

Note 8. Current assets - cash and cash equivalents

	Consolidated	
	2015 **$**	**2014** **$**
Cash at bank	597,270	143,534

Note 9. Current assets - trade and other receivables

	Consolidated	
	2015	2014
	$	$
Trade receivables	16,783	33,982
Other receivables	-	83,636
Interest receivable	-	312
GST receivable	14,572	14,085
	31,355	132,015

Impairment of receivables
The consolidated entity has recognised a loss of nil (2014: $11,475) in respect of impairment of receivables for the year.

Past due but not impaired
Customers with balances past due but without provision for impairment of receivables amount to $13,388 as at 30 June 2015 ($27,039 as at 30 June 2014).

The consolidated entity did not consider a credit risk on the aggregate balances after reviewing credit terms of customers based on recent collection practices.

The ageing of the past due but not impaired receivables are as follows:

	Consolidated	
	2015	2014
	$	$
0 to 3 months overdue	13,373	-
3 to 6 months overdue	3,410	27,039
	16,783	27,039

Note 10. Current assets - other

	Consolidated	
	2015	2014
	$	$
Prepayments	-	13,630

Note 11. Non-current assets - receivables

	Consolidated	
	2015	**2014**
	$	**$**
Rental bond	14,696	-

Note 12. Non-current assets - available-for-sale financial assets

	Consolidated	
	2015	**2014**
	$	**$**
Shares in listed entity - Regal Resources Limited (i)	12,984	20,267
Shares in unlisted entity – Total Face Group (ii)	154,000	-
	166,984	20,267

(i) Reconciliation

Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:

Opening fair value	20,267	61,833
Disposals	-	(73,572)
Revaluation increments/(decrements)	(7,283)	32,006
Closing fair value	12,984	20,267

Refer to note 23 for further information on fair value of financial instruments.

Shares in Regal Resources Limited were received as part consideration of sale of an investment in the financial year ended 30 June 2011. These have been adjusted to the quoted share price at each reporting date. The change in fair value of the investment has been recognised in the Statement of Profit or Loss and Other Comprehensive Income in the current year.

(ii) Reconciliation

Reconciliation of the cost at the beginning and end of the current and previous financial year are set out below:

Opening cost	-	-
Additions	154,000	-
Closing cost	154,000	-

Shares in an unlisted company, Total Face Group Limited, were purchased at a price of $3.50 per share during the financial year. The carrying amount of the investment is measured at the cost because the fair value cannot otherwise be measured reliably. There is no active market for the shares in the unlisted company. The unlisted company is planning to list on the Australian Securities Exchange (ASX) in the future and has recently offered to sell additional shares to investors at a price of $3.75 per share in a pre-IPO offer. The directors of Arunta Resources have not yet determined a decision on whether and how any disposal of this investment will occur in the future.

Note 13. Non-current assets - property, plant and equipment

	Consolidated	
	2015	**2014**
	$	**$**
Leasehold improvements - at cost	25,270	25,270
Less: Accumulated depreciation	(11,449)	(9,913)
	13,821	15,357
Plant and equipment - at cost	-	49,742
Less: Accumulated depreciation	-	(49,742)
	-	-
	13,821	15,357

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Leasehold	Plant & Equipment	Total
	$	**$**	**$**
Consolidated			
Balance at 1 July 2013	17,063	7,476	24,539
Depreciation expense	(1,706)	(7,476)	(9,182)
Balance at 30 June 2014	15,357	-	15,357
Depreciation expense	(1,536)	-	(1,536)
Balance at 30 June 2015	13,821	-	13,821

Note 14. Non-current assets - intangibles

	Consolidated	
	2015	**2014**
	$	**$**
Goodwill	-	252,490

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Goodwill	Total
	$	**$**
Consolidated		
Balance at 1 July 2013	-	-
Acquired (refer to Note 33)	252 490	252 490
Balance at 30 June 2014	252,490	252,490
Impairment expense	(252,490)	(252,490)
Balance at 30 June 2015	-	-

Note 15. Non-current assets - exploration and evaluation

	Consolidated	
	2015	**2014**
	$	**$**
Exploration and evaluation - at cost	250,284	2,267,797

Reconciliations

Reconciliations at the beginning and end of the current and previous financial year are set out below:

	Exploration	Total
	$	**$**
Consolidated		
Balance at 1 July 2013	1,284,364	1,284,364
Acquisition costs (i)	532,617	532,617
Additions	450,816	450,816
Balance at 30 June 2014	2,267,797	2,267,797
Additions	78,905	78,905
Impairment (ii)	(2,096,418)	(2,096,418)
Balance at 30 June 2015 (iii)	250,284	250,284

(i) Refer to Note 33 for details.

(ii) The Southern Cross Bore Project has been placed on care and maintenance while the Company is focusing on other projects. Past costs on the Project have been impaired as at 30 June 2015. The impairment charge was required due to the early stage of the Project and the change in timeframe for any future exploration work.

(iii) These costs as at 30 June 2015 relate to the Hatches Creek Tungsten Project in the Northern Territory. During the year GWR Group Limited (ASX: GWR) entered into an agreement to solely fund up to $1.5 million of exploration expenditure. Upon funding this exploration, GWR will acquire a 50% interest in the project. An amount of $425,038 has been incurred by GWR to date.

Note 16. Current liabilities - trade and other payables

	Consolidated	
	2015	**2014**
	$	**$**
Trade payables and accruals	144,582	195,725

Refer to note 23 for further information on financial instruments.

Note 17. Current liabilities - employee benefits

	Consolidated	
	2015	**2014**
	$	**$**
Annual leave entitlements	-	13,950

Note 18. Current liabilities - provisions

	Consolidated	
	2015	**2014**
	$	**$**
Lease make good	-	12,000

Lease make good
The provision represents the present value of the estimated costs to make good the premises leased by the consolidated entity at the end of the respective lease terms.

Note 19. Non-current liabilities - provisions

	Consolidated	
	2015	**2014**
	$	**$**
Lease make good	12,000	-

Note 20. Equity - issued capital

	Consolidated		Consolidated	
	2015	**2014**	**2015**	**2014**
	Shares	**Shares**	**$**	**$**
Ordinary shares - fully paid	1,826,956,020	730,782,408	29,058,225	28,057,304

Movements in ordinary share capital

Details	**Date**	**No of shares**	**Issue price**	**$**
Balance	1 July 2013	447,687,155		26,253,312
Issue of shares – Southern Cross Bore Project	29 July 2013	60,000,000	$0.011	660,000
Issue of shares	8 October 2013	91,125,000	$0.008	729,000
Settlement of creditors costs	8 October 2013	14,131,250	$0.008	113,050
Settlement of creditors costs	18 December 2013	5,214,003	$0.012	62,568
Issue of shares	18 December 2013	14,375,000	$0.008	115,000
Settlement of creditors costs	18 December 2013	13,250,000	$0.008	106,000
Issue of shares	5 June 2014	85,000,000	$0.001	85,000
Costs of capital raising		-		(66,626)
Balance	30 June 2014	730,782,408		28,057,304
Issue of shares	26 August 2014	551,684,219	$0.001	551,684
Issue of shares	1 September 2014	544,489,393	$0.001	544,514
Costs of capital raising				(95,277)
Balance	30 June 2015	1,826,956,020		29,058,225

Note 20. Equity - issued capital (continued)

Ordinary shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The consolidated entity's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current parent entity's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The capital risk management policy remains unchanged from the 30 June 2014 Annual Report.

Note 21. Equity - reserves

	Consolidated	
	2015	**2014**
	$	**$**
Available-for-sale reserve	6,651	13,934
Share-based payments reserve	160,000	160,000
	166,651	173,934

Available-for-sale reserve
The reserve is used to recognise increments and decrements in the fair value of available-for-sale financial assets. A decrement of $7,283 was recorded in the current year.

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Note 22. Equity - Options

Set out below are details of options on issue:

2015

Grant date	Expiry date	Exercise price	Balance at the start of the year	Corporate Advisory Costs	Free Attaching Options	Expired	Balance at the end of the year
22/02/2012	21/03/2015	$0.02	30,000,000	-	-	(30,000,000)	-
18/12/2013	20/12/2014	$0.02	246,354,457	-	-	(246,354,457)	-
18/12/2013	18/12/2016	$0.03	15,000,000	-	-	-	15,000,000
01/09/2014	31/07/2019	$0.002	-	-	590,586,829	-	590,586,829
			291,354,457	-	590,586,829	(276,354,457)	605,586,829

Note 23. Financial instruments

Financial risk management objectives
The consolidated entity's activities expose it to a variety of financial risks: market risk (including price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. Derivatives are not used as trading or other speculative instruments. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and other price risks, ageing analysis for credit risk.

Risk management is carried out under policies approved by the Board of Directors ('Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits.

Credit risk
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

No impairment charge has been recognised in relation to trade receivables for the current financial year (2014: $11,475).

Note 23. Financial instruments (continued)

Liquidity risk
Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Fair value of financial instruments
The following tables detail the consolidated entity's fair values of financial instruments categorised by the following levels:

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

Consolidated - 2015	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Assets				
Ordinary shares - listed entity	12,984	-	-	12,984
Total assets	12,984	-	-	12,984

Consolidated - 2014	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Assets				
Ordinary shares - listed entity	20,267	-	-	20,267
Total assets	20,267	-	-	20,267

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amounts of trade receivables and trade payables are assumed to approximate their fair values due to their short-term nature.

Note 24. Key management personnel disclosures

Directors
The following persons were directors of Arunta Resources Limited during the financial year:

Mr Angus Edgar
Mr Neil Biddle (resigned 8 April 2015)
Mr Adrien Wing
Mr Francis Galbally (appointed 11 March 2015)

Other key management personnel
The following persons also had the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, during the 2015 and 2014 financial years:

Mr Martin Ralston – director until 30 July 2013
Mr Matthew Shackleton – chief executive officer for 3 months from September to November 2013

Compensation
The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2015	**2014**
	$	**$**
Short-term employee benefits	192,000	401,333
Post-employment benefits	-	1,665
	192,000	402,998

Related party transactions
Related party transactions are set out in note 28.

Note 25. Remuneration of auditors

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

	Consolidated	
	2015	**2014**
	$	**$**
Audit or review of the financial statements	28,000	38,200

Note 26. Contingent liabilities

The consolidated group has guaranteed a rental bond for the operating premises. At 30 June 2015 the extent of possible consolidated group exposure is $40,920.

Note 27. Commitments

	Consolidated	
	2015	**2014**
	$	**$**
Exploration expenditure		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	196,750	-
One to five years	201,729	246,675
Over 5 years	15,000	10,750
	413,479	257,425
Operating leases		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	82,373	65,365
One to five years	212,778	-
	295,151	65,365

If the consolidated entity decides to relinquish certain exploration leases and/or does not meet its obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of the carrying values. The sale, transfer and/or farm-out of explorations rights to third parties will reduce or extinguish these obligations.

Operating lease commitments are the non-cancellable operating lease on office space at Level 14, 31 Queen Street, Melbourne. This lease was renegotiated on 1 August 2015 for a three year term.

Note 28. Related party transactions

Parent entity
Arunta Resources Limited is the parent entity.

Key management personnel
Disclosures relating to key management personnel are set out in note 24 and the remuneration report in the directors' report.

Transactions with related parties

	Consolidated	
	2015	**2014**
	$	**$**
Other income:		
Rental and administrative expenses charged to Melbourne Capital Limited, an associated entity of Mr Angus Edgar	20,833	20,241
Rental and administrative expenses charged to Regal Resources Limited, an associated entity of Mr Angus Edgar	49,916	82,552
Payment for goods and services:		
Company Secretarial services provided to Arunta Resources Ltd by Northern Star Nominees Pty Ltd, an associated entity of Mr Adrien Wing	70,000	79,400

Note 28. Related party transactions (continued)

Receivable from and payable to related parties
The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consolidated	
	2015	**2014**
	$	**$**
Current receivables:		
Trade receivables from Regal Resources Ltd, an entity related to Mr Angus Edgar	3,295	32,158
Trade receivables from Melbourne Capital Pty Ltd, an entity related to Mr Angus Edgar	3,442	1,825
Current payables:		
Company Secretarial services provided by Northern Star Nominees Pty Ltd, an associated entity of Mr Adrien Wing	10,000	19,140

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 29. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2015	**2014**
	$	**$**
Loss after income tax	(2,317,760)	(1,455,390)
Total comprehensive income	(2,317,760)	(1,455,390)

Statement of financial position

	Parent	
	2015	**2014**
	$	**$**
Total current assets	625,164	287,081
Total assets	1,055,662	2,455,038
Total current liabilities	137,834	213,088
Total liabilities	137,834	213,088
Equity		
Issued capital	29,058,225	28,057,304
Available-for-sale reserve	6,651	13,934
Options reserve	160,000	160,000
Accumulated losses	(28,307,048)	(25,989,288)
Total equity	917,828	2,241,950

Contingent liabilities
The parent entity contingent liabilities as at 30 June 2015 and 30 June 2014 are disclosed in Note 26.

Commitments
Commitments of the parent relate to office leases and are identical to those of the consolidated entity. Refer to Note 27.

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment

Note 30. Subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

		Equity holding	
	Country of	2015	2014
Name of entity	incorporation	%	%
Davenport Resources Pty Ltd	Australia	100.00	100.00

Note 31. Events after the reporting period

On 24 June 2015, the consolidated entity entered into a binding terms sheet for the acquisition of Spirit Telecom (Australia) Pty Ltd. The transaction is subject to a number of conditions. On 27 July 2015, the first of those conditions, the completion of due diligence investigations was announced by the Company as having been completed.

On 28 July 2015, the Company announced the completion of the sale of unmarketable parcels of shares in the Company. In total, 1,403 minority holders holding an aggregate of 32,727,537 shares participated in the sale at a price of $0.001 per share.

On 18 August 2015, the Company's 100% subsidiary entered into a term sheet to acquire the South Harz Potash asset. The acquisition will take place after and subject to the demerger from Arunta as announced on 24 June 2015. The transaction is condition upon several factors including capital raising and due diligence.

On 4 September 2015, the Company announced that the formal sale of the share agreement with Spirit Telecom had been executed. Satisfaction of the remaining conditions are being pursued.

No other matters or circumstance has arisen since 30 June 2015 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 32. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2015	2014
	$	$
Loss after income tax expense for the year	(2,699,225)	(1,073,923)
Adjustments for:		
Depreciation and amortisation	1,536	9,182
Gain on sale of investments	-	(20,847)
Impairment of intangibles	252,490	-
Impairment of exploration and evaluation	2,096,418	-
Change in operating assets and liabilities:		
Increase in trade and other receivables	85,965	124,634
Decrease in prepayments	13,630	5,367
Decrease in deferred tax asset	-	12,662
Increase/(decrease) in trade and other payables	(14,206)	152,602
Increase in employee benefits	(13,950)	(318)
Net cash used in operating activities	(277,342)	(790,641)

Note 33. Non-cash investing and financing activities

Acquisition of Controlled Entity

On 26 July 2013, the Company issued 60,000,000 shares (1.1 cents per share) valued at $660,000 which was approved by shareholders of Arunta Resources Limited at the 2012 Annual General Meeting as consideration for gaining a 100 percent interest in the Southern Cross Bore Project resulting in the acquisition of Davenport Resources Pty Ltd, which is the sole owner and holder of Southern Cross Bore Project tenements.

The goodwill is attributable to the high prospect contains in the historical Hatches Creek mining field where there are numerous exploited quartz veins containing wolframite, a tungsten mineral.

Details of the acquisition are as follows:

	Acquiree's carrying amount $	Fair Value $
GST receivable	4,227	4,227
Exploration leases (i)	532,617	532,617
Trade and other payables	(135,833)	(135,833)
Loans	(6,163)	(6,163)
Income tax benefit for losses incurred till 30 June 2013	-	12,662
Net assets acquired	394,848	407,510
Goodwill (i)		252,490
Acquisition-date fair value of the total consideration transferred		660,000
Representing:		
Arunta Resources Limited shares issued to vendor		660,000

During the 2013 financial year, the company issued 60,000,000 ordinary shares at an issue price of $0.012 to acquire 51% in the Southern Cross Bore Project.

Settlement of Creditors

During the 2014 financial year, 32,595,253 shares (refer to Note 20) were issued to settle creditor costs of $281,618.

Impairment

(i) These acquired assets have been impaired as at 30 June 2015. Refer to Notes 14 and 15.

Note 34. Earnings per share

	Consolidated	
	2015	**2014**
	$	**$**
Earnings per share from continuing operations		
Loss after income tax attributable to the owners of Arunta Resources Limited	(2,699,225)	(1,073,923)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	1,646,822,233	602,615,026
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,646,822,233	602,615,026
	Cents	**Cents**
Basic earnings per share	(0.164)	(0.178)
Diluted earnings per share	(0.164)	(0.178)

Arunta Resources Limited
Directors' declaration
30 June 2015

In the directors' opinion:

- the attached financial statements and notes thereto comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;

- the attached financial statements and notes thereto give a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the financial year ended on that date; and

- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5) of the Corporations Act 2001.

On behalf of the directors

Angus Edgar

____
Angus Edgar
Director

17 September 2015
Melbourne

Advantage Advisors Audit Partnership

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ARUNTA RESOURCES LIMITED

Report on the Financial Report

We have audited the accompanying financial report of Arunta Resources Limited and its controlled entities, which comprises the consolidated statement of financial position as at 30 June 2015, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows 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 control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the 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 judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

ADVANTAGE ADVISORS
Chartered Accountants & Advisors

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ARUNTA RESOURCES LIMITED (Continued)

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

Opinion
In our opinion:

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

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

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

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Material Uncertainty Regarding Continuation as a Going Concern
Without qualifying our opinion, we draw attention to Note 1: Going Concern in the financial report which indicates that the consolidated entity incurred a total comprehensive loss of $2,706,508 and incurred negative cash flows from operations of $277,342. As at 30 June 2015, the consolidated entity's current assets exceeded its current liabilities by $484,043. As at 30 June 2015, the consolidated entity had accumulated losses of $28,307,048. These conditions, along with other matters as set forth in Note 1: Going Concern, indicate the existence of a material uncertainty which may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore realise its assets and extinguish its liabilities in the normal course of business.

Report on the Remuneration Report
We have audited the Remuneration Report included in pages 21 to 27 of the directors' report for the year ended 30 June 2015. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

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

Advantage Advisors

ADVANTAGE ADVISORS AUDIT PARTNERSHIP
CHARTERED ACCOUNTANTS

KEN GLYNN
PARTNER

Dated in Melbourne on this 17th day of September, 2015

The shareholder information set out below was applicable as at 31 August 2015.

Distribution of equitable securities
Analysis of number of equitable security holders by size of holding:

	Number of holders of ordinary shares	Number of holders of listed options
1 to 1,000	34	19
1,001 to 5,000	19	20
5,001 to 10,000	14	7
10,001 to 100,000	51	53
100,001 and over	301	100
	419	199
Holding less than a marketable parcel	153	n/a

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
Serec Pty Ltd	197,927,875	10.83
Oceanic Cap Pty Ltd	132,843,696	7.27
Biddle Partners Pty Ltd	128,630,863	7.04
Mikado Corp Pty Ltd	116,777,750	6.39
Northern Star Nominees Pty Ltd	96,310,000	5.27
Aust Heritage Group Pty Ltd	49,671,849	2.72
St Barnaba Investment Pty Ltd	47,466,400	2.60
2M RES Pty Ltd	42,100,000	2.30
Mungala Investments Pty Ltd	39,281,843	2.15
Capp Peter Barrett	37,500,000	2.05
Emarazi Pty Ltd	29,612,500	1.62
Turnquest Inv Ltd	29,000,000	1.59
Petlin Nominees	28,000,000	1.53
Walker Carlene Kendall	27,000,000	1.48
LTL Cap Pty Ltd	25,500,000	1.40
Teas Nom Pty Ltd	25,000,000	1.37
Regal Resources Ltd	21,200,000	1.16
Ackerman Group Holdings Ltd	20,847,815	1.14
Tets Pty Ltd	20,000,000	1.09
Freight Show Pty Ltd	20,000,000	1.09
	1,134,670,591	62.11

Arunta Resources Limited
Shareholder information
30 June 2015

Twenty largest quoted option holders
The names of the twenty largest security holders of quoted options are listed below:

	Number held	% of total options issued
Serec Pty Ltd	79,214,287	13.41
Crow Geoffrey Stuart	68,365,625	11.58
Oceanic Cap Pty Ltd	63,921,847	10.82
Mikado Corp Pty Ltd	47,533,325	8.05
Biddle Partners Pty Ltd	45,844,995	7.76
Northern Star Nominees Pty Ltd	35,410,137	6.00
Aust Heritage Group Pty Ltd	24,835,925	4.21
Capp Peter Barrett	24,420,000	4.13
St Barnaba Investment Pty Ltd	19,239,920	3.26
2M RES Pty Ltd	12,500,000	2.12
Mungala Investments Pty Ltd	11,784,554	2.00
Petlin Nominees	10,000,000	1.69
Smith Elwi Ann	10,000,000	1.69
Trent Mark	10,000,000	1.69
LTL Cap Pty Ltd	9,650,000	1.63
Emarzi Pty Ltd	8,006,250	1.36
Van Den Berg Fiona N	7,612,500	1.29
Millikan M I & J A W	7,500,000	1.27
Vision Pty Ltd	5,062,500	0.86
Geosaw WA Pty Ltd	5,000,000	0.85
	505,901,865	85.66

Substantial shareholders
Substantial holders in the company are set out below:

	Ordinary shares	
	Number held	**% of total shares issued**
Angus Edgar	237,612,310	13.01
Neil Biddle	136,630,863	7.48

Voting rights
The voting rights attached to ordinary shares are set out below:

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

There are no other classes of equity securities.

Corporate Governance

Refer to the Company's Corporate Governance Statement at www.aruntaresources.com.au.

Arunta Resources Limited
Mining tenement schedule
30 June 2015

Title Number	Registered Holder	%	Statues (G – Grant, A – Application)	Area sq kms
Northern Territory				
EL 28045	Davenport Resources Pty Ltd	100	G	73
EL 22912	Davenport Resources Pty Ltd	100	G	25
EL 23463	Davenport Resources Pty Ltd	100	G	6
EL 29827	Davenport Resources Pty Ltd	100	G	16
EL 30090	Davenport Resources Pty Ltd	100	G	557