



# ANNUAL REPORT 30 JUNE 2014

# FIJI

Figure 1 – Tenement Location Map



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# CHAIRMAN'S LETTER

## Dear Shareholder

It is my pleasure to introduce you to Dome Gold Mines Limited's Annual Report for the year ending 30 June 2014. This is the Company's first annual report since listing on the Australian Securities Exchange in October 2013, and I am extremely pleased with the progress we have made on our heavy mineral iron sand, copper and gold projects in Fiji during that time. We are already the most active explorer in Fiji and are working hard towards our goal of becoming the country's dominant miner as well.

Our three existing projects, Nasivi Delta iron, Nadrau copper and Kadavu Islands gold, are all located within the Fiji Islands, a highly mineralized part of the Pacific Rim. Each of our target models has a local mine example, enhancing the potential for economic discoveries on our ground.

We have completed exploration on all three projects during the year, with each providing encouraging results for follow-up in the coming 12 months. This is expected to include an initial resource estimate in accordance with the JORC 2012 code for the Nasivi project, using drill-hole data to create a geological model of the resource, and we look forward to announcing this very important milestone. At Nadrau, we are excited by the discovery of outcropping, porphyry style copper mineralisation, while at Kadavu, we have identified two large, high sulphidation epithermal gold systems on Ono Island.

Late in the year, Dome announced plans to acquire the highly-prospective Sigatoka Project from unlisted Australian company Magma Mines Ltd. Successful completion of the project will greatly enhance and accelerate Dome's iron ore development and production plans in Fiji. Once the acquisition is completed, expected around 1 September 2014, Dome aims to begin developing a robust magnetite sand (iron ore) dredging operation in the Sigatoka River delta. Dome will give top priority to the development of the Sigatoka project and use its cash flow to fuel future growth at our other projects. We anticipate a mining licence being granted at Sigatoka before the end of 2014 and plan to move straight on to feasibility and development in 2015.

It was very pleasing that Dome was named as one of the best performing floats on the ASX at the end of 2013, following our Initial Public Offering. Dome has been well supported by a number of institutional and high-net-worth investors since its beginning seven years ago, and more support has come on board since our listing. We have consistently traded above our issue price of \$0.20, and we are pleased that our shareholders share our belief in the potential of our projects and the ability of our management team. We completed two capital raisings during the year, to raise a total of \$1.5 million to further our exploration, and these were well supported by our existing shareholders, to whom we are grateful.

I take this opportunity to thank our staff, both in Australia and Fiji, for their hard work and commitment over the past year. The coming 12 months will be incredibly important in shaping Dome's future and I look forward to your continued support for our team as we take that journey.



**G G LOWDER**  
Chairman  
Dome Gold Mines Ltd

# REVIEW OF OPERATIONS

## PROJECTS

Dome, through its wholly owned Fijian subsidiary, Dome Mines Ltd, currently holds 100% of three exploration tenements in Fiji, all of which were renewed for three year terms during the first half of the year. The tenements are SPL 1451 (Kadavu Islands Project), SPL 1452 (Nadrau Project) and SPL 1454 (Nasivi Delta Project).



Figure 1 – Dome Gold Mine's project locations

### SPL 1454 Nasivi Delta Project – renewed for a three-year period, 21 August 2013 and the SPL area expanded by 7,202ha in January 2014

- This 12,510ha tenement contains the Nasivi Delta Iron Sand Project and is located on the north coast of Viti Levu, downstream of the Emperor Gold Mine, owned by Vatukoula Gold Mines Plc. The Emperor Gold Mine has produced more than 7 million ounces of gold since 1934.
- The tenement covers deltaic and offshore sand deposits containing magnetite and other heavy minerals liberated from erosion of volcanic and intrusive rocks of the Tavua caldera and nearby ranges.
- Prior to Dome, exploration of the Navisi Delta with pitting and churn drilling failed to produce reliable samples.

A sonic drilling program was completed at the Nasivi Delta from late November to mid December 2013. Dome had previously drilled 36 holes in the onshore part of the delta, intersecting thick zones of sand containing magnetite and other heavy minerals.

The December Quarter program was aimed to extend the onshore drill coverage to the northwest, where the iron sand was best developed in earlier drilling and there were indications of channel developments.

Dome drilled 15 of a proposed 20-hole program, for a total of approximately 184m, spanning a section across the present western channel of the Nasivi River.



The sonic core from the drill holes was logged, photographed and then half core samples were collected for analysis at a metallurgical laboratory in Brisbane, where the heavy mineral and magnetic mineral contents were determined.

Sonic core samples (2m composites from sand-gravel units) were also submitted for gold analysis (bulk cyanide leach method) and several of these sand samples returned anomalous values of gold, namely from 0.12ppm to 0.27ppm.

Based on initial heavy mineral results and sediment types, Dome created four composite sonic drill-hole samples as follows (HMs = Heavy Minerals; Mag Sus = Magnetic Susceptibility measurement):

- Composite 1** - Shallow black sand with high HMs and Mag Sus readings of 30 units or greater (24 x 1m or 2m half-core samples)
- Composite 2** - Samples with high HMs, but Mag Sus readings of approximately 5 or less units (40 x 1m or 2m half-core samples)
- Composite 3** - Deeper samples with Mag Sus readings between 10 and 20 units (11 x 1m or 2m half-core samples)
- Composite 4** - Deeper samples, very high clay and Mag Sus readings between 10 and 20 units (8 x 1m or 2m half-core samples)

**Composite analytical results are summarised as follows:**

| Composite No | 300 Gauss | 500 Gauss | 1000 Gauss | N. Mag | HM (g) |
|--------------|-----------|-----------|------------|--------|--------|
| 1            | 3.4%      | 1.1%      | 3.5%       | 92.0%  | 446    |
| 2            | 3.6%      | 1.2%      | 2.7%       | 92.5%  | 323    |
| 3            | 3.6%      | 1.2%      | 2.3%       | 92.9%  | 264    |
| 4            | 9.1%      | 2.0%      | 4.0%       | 84.9%  | 69     |

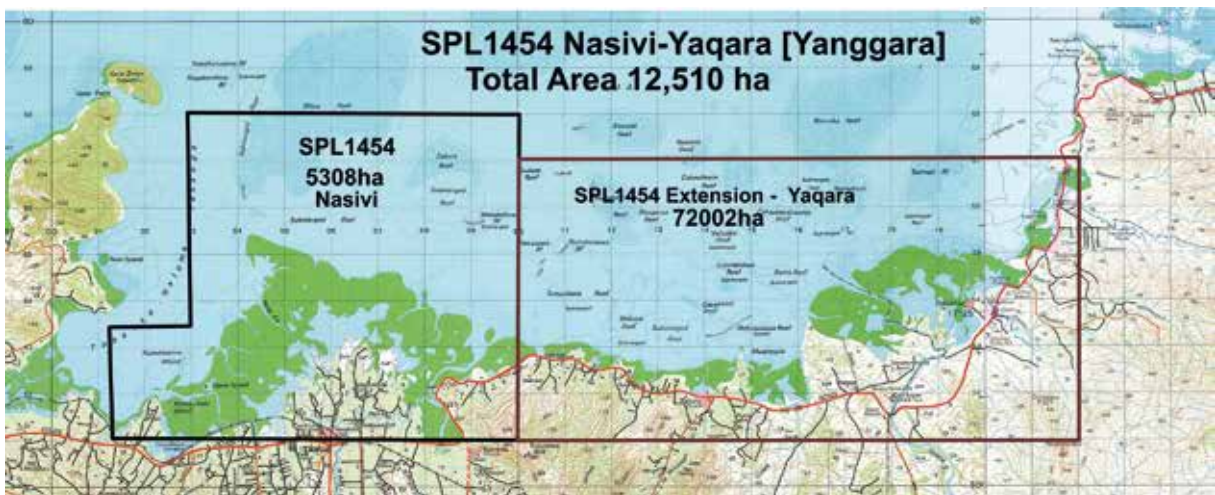
The data show that the highest heavy mineral concentration and therefore largest amount of magnetite (at the 300 Gauss magnetic cut) is present in the near-surface black sands at Nasivi. The higher Gauss settings of 500 and 1,000 captured some magnetite entrained in rock fragments and or other paramagnetic lithic minerals. The non-magnetic mineral fractions comprise mainly green pyroxenes and this material is being further examined to determine if it includes recoverable heavy minerals of commercial value.

Heavy minerals in the black sand deposits that have been observed offshore at the Nasivi Delta appear to be more intensely concentrated, with a lower clay content than those intersected in drill holes inside the shoreline mangrove covered zones. It is believed probable that ocean waves and currents have removed entrained clay and other fines and increased grain liberation, thereby further concentrating the magnetite.



**Figure 2 - Satellite image of the Nasivi Delta, showing onshore drill hole locations and offshore black sand deposits**

Late in the year, Dome received approval to extend its Nasivi Delta project the Fijian Mineral Resources Department, adding 7,202ha to its Special Prospecting Licence from 1454 and extending it eastwards to cover the Yaqara Delta (see Figure 3). Dome made the application after grab samples from both deltas confirmed higher concentrations of heavy minerals, with lower slime contents, on the seaward side of the mangroves, compared with onshore.



**Figure 3 - The area now covered by SPL1454, showing the eastward Yaqara extension**

During the June Quarter, Dome completed 127 sonic drill holes using a barge-mounted sonic drill rig offshore of the Nasivi and Yaqara Deltas. The Company's objective is to delineate an economic heavy mineral (principally magnetite) sand deposit amenable to low-cost mining by conventional dredging.

Black sand deposited on the seafloor was intersected in 106 of the 127 holes. It averages 2.3m in thickness and is up to 13m thick where channels have developed.

The weighted average heavy mineral and clay (slimes) content of the sands is 42.5% and 15%, respectively, for holes reported to date. The next phase of test work will aim to determine the magnetite content of the heavy minerals, as well as any other commercial product such as refractory metal casting or reclamation sand that could be recovered during processing.

During the next Quarter, Dome will compile the drill-hole data and create a geological model of the deposit. This information will be used to produce an initial resource estimate in accordance with the JORC 2012 code.

### **SPL 1452 Nadrav Delta Project – renewed for a three-year period, 25 August 2013**

- This tenement of 42,570ha on Fiji's main island, Viti Levu, is adjacent to the world class Namosi Porphyry copper-gold Project that reportedly contains 1.88 billion tonnes grading 0.37% Copper (Cu) and 0.12g/t Gold (Au).
- The Dome tenement contains two large copper-gold-silver ionic leach geochemical anomalies (Namoli and Wainivau prospects) interpreted to be related to intrusive centres that are as yet largely untested by drilling.
- Also, in the eastern part of the tenement is the large Wainivalau Complex that has yet to be investigated for porphyry copper-gold systems analogous to those at Namosi-Wasoi to the south.
- The tenement is located midway between the Emperor Gold Mine and the Namosi Project area.

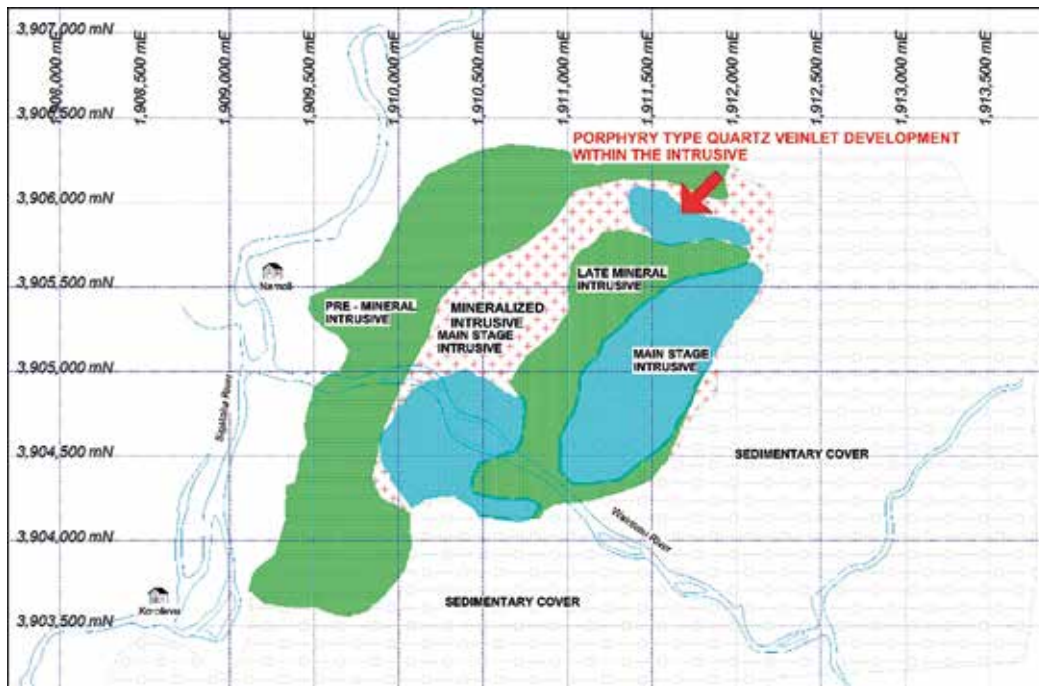
Dome geologists believe that detailed geological and alteration mapping can identify the source of the geochemical anomalies already identified and provide targets for diamond drilling in the future. Accordingly, Dome employed geologist Roberto Tan, an expert in porphyry copper and epithermal gold-silver systems, to map the Company's mineral tenements in Fiji. The Nadrau SPL1452 is considered prospective for Namosi-style porphyry copper-gold deposits and was addressed first.

Mr Tan identified three intrusive units that are unconformably overlain by younger sedimentary cover (see Figure 4). The three intrusives are related to mineralisation and alteration observed in outcrop.

Sericitic alteration (sericite-clay-chlorite) is exhibited by Tonalite porphyry that is considered the probable "mineralising" intrusive at Namoli. It commonly contains between 1% and 10% pyrite. A 120m wide zone within this unit of porphyry-type quartz veins has been mapped in a creek bed.

Mapping has also established the presence of an intrusive complex where quartz veining and extensive alteration and pyritic sulphides are associated with main-stage porphyry intrusive. Based on interpretation of the observed geology and alteration, it is believed that only the top of the system is presently exposed and that drilling will be needed to test deeper parts of the porphyry for copper-gold mineralisation.



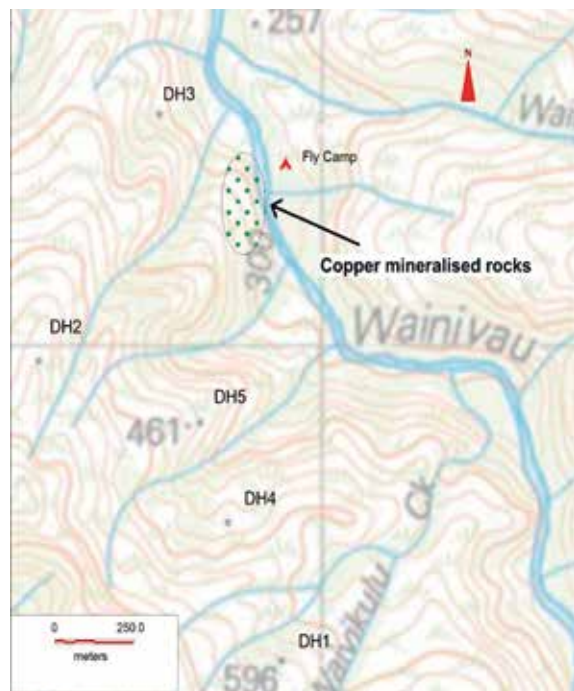


**Figure 4 - Alteration and geological mapping of various intrusive phases identified in the Namoli area confirming the presence of younger mineralised porphyry intrusive coincident with anomalous gold and mercury geochemistry**

During the June Quarter, Dome extended mapping eastward to the Wainivau porphyry prospect, an area that had been subject to historical exploration including the drilling of five widely-spaced diamond drill holes. Although those drill holes all contained anomalous copper, they were drilled as vertical holes on ridges and were too short (<400m) to intersect the parts of the intrusive system with the best potential.

Mapping in this area has now discovered outcropping porphyry style copper mineralisation in intrusive rocks exposed for at least 150m adjacent to Wainivau Creek (Figure 5).

Dome found copper minerals (malachite and chalcopyrite) in veinlets in outcropping porphyry intrusive rocks, associated with magnetite and pyrite, typical of the roof of a mineralised porphyry system.



**Figure 5 - Location of Wainivau copper mineralised intrusive relative to historic drill holes**

### SPL 1451 Kadavu Islands Project – renewed for 3 years on 23 August 2013

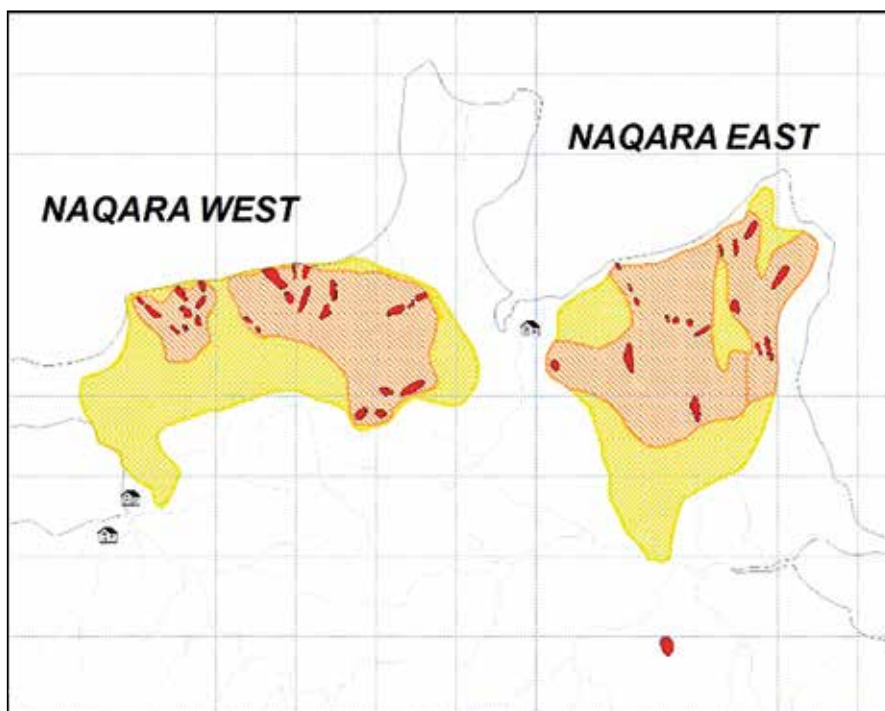
- This tenement of 4,400ha on Kadavu and Ono Islands covers a number of hydrothermally altered and mineralised areas and caldera/volcanic centres.
- Two epithermal gold-silver and porphyry copper-gold exploration targets (Naqara East and Naqara West) have been geologically mapped during the year.

- The targets are spatially associated with shoshonitic volcanic centres that are similar in geochemistry to those hosting the Emperor Gold Mine on Viti Levu.

During the June Quarter, Dome completed a geological and alteration mapping campaign on Ono Island (part of the Kadavu Islands group). This aimed to identify the reason for multi-element geochemical anomalies and if possible determine the type of epithermal system that could be present within the volcanic setting of the island.

The work successfully defined two lobe-shaped areas (Naqara West and Naqara East) on the northern section of Ono Island that contained altered and silicified volcanic rocks typical of high sulphidation epithermal mineralised systems. Geologists mapped advanced argillic and argillic alteration in these areas, with the prominent ridges and spurs forming resistant topographical highs due to varying degrees of silicic alteration. Quartz-alunite±kaolinite appears to be the dominant alteration assemblage, which is indicative of the more acidic but shallower parts of an epithermal system.

The hydrothermal alteration at Naqara West is a WNW-trending 2.2km x 1km zone, while Naqara East measured along the NNE-trending ridges is about 1.8km long and approximately 1.4km wide (north-south). Silicification occurs as moderate to pervasive replacement of rocks, commonly as tabular bodies a few tens of metres wide. Silica-alunite altered zones are more commonly found in the central and northern sections (see Figure 6). The “lobes” appear to correspond to the northern rim of the main caldera on Ono Island.



**Figure 6 - Alteration map of Naqara, silica >clay - orange hachures, clay>silica - yellow hachures, silicic and silicified zones – red blobs**

It has been recommended that the next phase of exploration on Ono Island be a pole-dipole IP survey designed to delineate resistive zones which should correspond to the silicic zones mapped at the surface and are the likely host to gold mineralisation at depth. Present interpretation suggests that the most prospective part of the system (the “boiling zone”) could occur between 200m and 400m below the current land surface. The proposed IP will help delineate such targets prior to drilling.

## CORPORATE

### ASX listing

Dome Gold Mines listed on the Australian Securities Exchange (ASX) on 22 October 2013. Dome was subsequently rated as one of the top performing companies to float publically during 2013.

### Acquisition of Magma Mines Ltd

As announced on 10 June 2014, and as per the notice of general meeting sent to shareholders on 23 July 2014, Dome is in the process of acquiring Magma Mines Ltd which owns SPL1495, covering the Sigatoka iron sand deposit near the town of Sigatoka on Viti Levu, Fiji.

### Capital raised by placement post June quarter end

On 3 July 2014, Dome announced a placement at \$0.26 cents per ordinary share to raise \$500,000 and on 17 July 2014 a second placement was announced at \$0.24 cents per ordinary share to raise \$1,000,000. The funds will be used for exploration and general working capital.

### Cash position

As at 30 June 2014, Dome held \$1.67 million cash and cash equivalents as per note 9 of the financial statements.

### Compliance statement

The information in this report that relates to Exploration Results is based on information compiled by Allen Jay, who is a Director and geological consultant to the Company. Mr Jay is a geologist who is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activities which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Jay holds shares in the Company and consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

### No material changes

Dome Gold Mines Ltd confirms that it is not aware of any new information or data that would materially affect the information included in the market announcements dated 16 July 2014 and 17 July 2014, and that all material assumptions and technical parameters in the market announcements continue to apply and have not materially changed.

Yours sincerely



Garry Lowder  
Chairman

Dated: 25 August 2014

# DIRECTORS' REPORT

The Directors of Dome Gold Mines Ltd present their report, together with the financial statements of the consolidated entity, being Dome Gold Mines Ltd ('Dome' or 'the Company') and its controlled entity ('the Group') for the financial year ended 30 June 2014.

## DIRECTOR DETAILS

The following persons were Directors of Dome during or since the end of the financial year.



### DR GARRY LOWDER

**Chairman**

**Independent Non-Executive Director**

**Member of Audit and Risk Committee**

**Director since 1 March 2012**

**Bachelor of Science with 1st Class Honours in Geology  
(University of Sydney)**

**Doctor of Philosophy (University of California, Berkeley)**

**Advanced Management Program (Harvard University)**

**Fellow, Australasian Institute of Mining and Metallurgy**

**Member, Australian Institute of Company Directors**

#### **Other current directorships:**

None

#### **Previous directorships (last 3 years):**

Malachite Resources Ltd  
(resigned 30 November 2012)

Straits Resources Ltd  
(resigned 30 June 2011)

Queensland Mining Corporation Ltd  
(resigned July 2013)

#### **Interests in shares:**

560,000

#### **Interest in options:**

None

Dr Garry Lowder is a geologist who has spent over 40 years in the Australian and international mining industries. As an exploration geologist, Garry has worked in Australia, Indonesia and Papua New Guinea, playing key roles in the discovery of several mineral deposits, including the Northparkes copper, Cowal gold and Conrad silver deposits in NSW, the Paddington gold and Wodgina tantalum deposits in WA and the North Sulawesi porphyry copper deposits in Indonesia.

Over the past 25 years Garry has held senior management positions with Australian mining companies and also spent four years in government as Director General of Mineral Resources in NSW. In 1997 he founded Malachite Resources Limited, listing it on the ASX (MAR) in 2002 and retiring as managing director late in 2011; he retired from the position of non-executive Chairman at the end of November, 2012.

Garry was also an independent, non-executive director (and for three years, chairman) of ASX-listed Straits Resources Limited from 1997 until he retired from that Board in mid-2011. He is free from any business or other relationship that could materially interfere with the independent exercise of his judgment.





**MR ANDREW SKINNER**  
**Executive Director and Chair of Audit Committee**  
**Director since 8 July 2011**

**Master of Economics (Macquarie University)**  
**Diploma Property Development (UTS)**  
**Member, Australian Institute of Company Directors**  
**Member, CPA Australia**

Mr Andrew Skinner qualified as a Chartered Accountant in 1986 with Price Waterhouse Coopers and commenced a specialisation in superannuation governance. He has been a specialist in superannuation taxation and small business structuring and advice. In 2004 Andrew was the founding director of Augur Resources Ltd which went on to list on the ASX (AUK).

Andrew's extensive experience with mineral exploration companies resulted in his appointment as a director of Zamia Metals Ltd (ZGM), which listed on the ASX in January 2007, and he remains on that Board.

Involved with Dome Mines since July 2009, Andrew has been working with the management and shareholders to bring Dome to its current state.

Andrew holds a Master of Economics from Macquarie University and is a Member of the Australian Institute of Company Directors. He is free from any business or other relationship that could materially interfere with the independent exercise of his judgment.

**Other current directorships:**

Zamia Metals Ltd

**Previous directorships (last 3 years):**

None

**Interests in shares:**

6,775,000

**Interest in options:**

2,250,000



**MR TADAO TSUBATA**  
**Non-Executive Director**  
**Director since 8 July 2011**

**Bachelor of Arts in Economics (Kokushikan University, Tokyo, Japan)**

Mr Tadao Tsubata studied at Kokushikan University, Tokyo, in the Department of Politics and Economics, graduating in 1991 with a B.A. in Economics.

From 1991 to 1997, Tadao worked in corporate finance at a major Japanese securities company. From this role he moved to a major international life insurance and investment company where he was involved in retail offerings and distribution of the business in Japan.

Establishing his first business in life insurance distribution and agencies in 2001, this formed the basis of a new business being a Japanese focused asset management company.

**Other current directorships:**

None

**Previous directorships (last 3 years):**

None

**Interests in shares:**

20,100,000

**Interest in options:**

None

In early 2010 the asset management company's activities grew in prominence and a number of private investment funds were formed to specifically target investments internationally, in mining, exploration, primary production and other growth industries. Tadao continues in the role of Chief Executive Officer of this business with operations in many countries including Australia. He is actively involved in the various international companies through his management team.



## MR ALLEN JAY

**Non-Executive Director**

**Director since 29 March 2012**

**Bachelor of Earth Science (Geology) (Macquarie University)  
Chemistry Certificate - Inorganic Analytical Chemistry  
(Newcastle Technical College, Newcastle)**

Mr Allen Jay has vast experience as a geologist and analytical chemist, working in Australia, Fiji, the Philippines and Indonesia in the mining industry in roles ranging from regional exploration to project management. For five years, Allen led the exploration team in the evaluation of Fiji's Namosi porphyry copper deposits. These are located on tenements now owned by Newcrest that are adjacent to Dome's Central Viti Levu Project.

Allen has been a Geologist/Geochemist for the last 40 years and is a member of AusIMM. Previously Allen worked for Placer Dome Asia Pacific as Exploration Manager, Projects, Philippines and then became its Regional Exploration Manager overseeing project work in the Philippines, Indonesia, New South Wales and Western Australia.

He holds a Bachelor of Earth Science (Geology) from Macquarie University and a Chemistry Certificate – Inorganic Analytical Chemistry from the Newcastle Technical College, Newcastle.

Allen has also performed geological consultancy work for Dome for which he has been paid.

**Other current directorships:**

None

**Previous directorships (last 3 years):**

None

**Interests in shares:**

100,000

**Interest in options:**

None

## COMPANY SECRETARY

Mr Marcelo Mora holds a Bachelor of Business degree and Graduate Diploma of Applied Corporate Governance, and is a member of Chartered Secretaries Australia. Mr Mora has been an accountant for more than 28 years and has experience in resources and mining companies both in Australia and internationally, providing financial reporting and company secretarial services to a range of publicly listed companies. Marcelo has been the Company Secretary since Dome was incorporated.

## PRINCIPAL ACTIVITIES

During the year, the principal activities of entities within the Group have been the continuing exploration and evaluation of the following projects in Fiji:

- SPL 1451 Kadavu Islands;
- SPL 1452 Nadrau; and
- SPL 1454 Nasivi Delta

There have been no significant changes in the nature of these activities during the year.

## REVIEW OF OPERATIONS

Dome, through its wholly owned Fijian subsidiary, Dome Mines Ltd, currently holds 100% of three exploration tenements in Fiji, all of which were recently renewed for three year terms. The tenements are SPL 1451 (Kadavu Islands Project), SPL 1452 (Nadrau Project) and SPL 1454 (Nasivi Delta Project).

A review of the Group's operations for the year ended 30 June 2014 is set out on page 5 of this Report.

The loss of the Group for the financial year after providing for income tax amounted to \$1,609,834 (2013: \$1,191,769).

## SIGNIFICANT CHANGES IN STATE OF AFFAIRS

During the year, the following changes occurred within the Group:

### Listing on Australian Securities Exchange

The Company successfully listed on the Australian Securities Exchange on 22 October 2013.

### Issue of share capital

- On 3 July 2013, the Company issued 40,000 fully paid ordinary shares at \$0.20 per share to raise \$8,000.
- On 18 July 2013, the Company issued 2,550,000 fully paid ordinary shares at \$0.20 per share, amounting to \$510,000. 2,510,000 shares were issued to convert a related party loan of \$500,000 and a third party loan of \$2,000. The remaining shares resulted in the raising of \$8,000 additional share capital.
- On 31 July 2013 the Company issued 6,666,665 fully paid ordinary shares at \$0.15 per share to raise \$1,000,000.
- On 31 July 2013, the Company issued 943,850 fully paid ordinary shares at \$0.20 per share, amounting to \$188,770. 903,850 shares were issued to convert a third party loan of \$180,770. The remaining shares resulted in the raising of \$8,000 additional share capital.
- On 16 October 2013, under its Initial Public Offering, the Company issued 5,210,000 fully paid ordinary shares at \$0.20 per share to raise \$1,042,000.
- On 20 May 2014 the Company completed a placement of 1,769,230 fully paid ordinary shares at \$0.26 per share to raise \$460,000.

## DIVIDENDS

No dividends were declared or paid during the financial year.

## EVENTS ARISING SINCE THE END OF THE REPORTING PERIOD

Subsequent to the end of the financial year:

### Issue of share capital

- On 7 July 2014 the Company completed a placement of 1,923,077 fully paid ordinary shares at \$0.26 per share to raise \$500,000.
- On 17 July 2014 the Company completed a placement of 4,166,666 fully paid ordinary shares at \$0.24 per share to raise \$1,000,000.

### Proposed acquisition of Magma Mines Ltd

On 23 July 2014 a notice of general meeting to be held on 25 August 2014 was sent to Dome ordinary shareholders with a resolution proposing the acquisition of Magma Mines Ltd.

No other matters or circumstances have arisen since the end of the year that have significantly affected or may significantly affect either:

- the entity's operations in future financial years;
- the results of those operations in future financial years; or
- the entity's state of affairs in future financial years.

## LIKELY DEVELOPMENTS, BUSINESS STRATEGIES AND PROSPECTS

The Group will continue to explore and evaluate the Company's exploration projects with the aim of identifying potential mineral resources, and will continue to seek and assess new opportunities in the Fiji mineral sector with the objective of adding significant shareholder value to Dome.

The Directors are unable to comment on the likely results from the Group's planned exploration activities due to the speculative nature of such activities.

## DIRECTORS' MEETINGS

The number of Directors' Meetings (including meetings of Committees of Directors) held during the year, and the number of meetings attended by each Director is as follows:

| Director         | Board Meetings     |          | Audit Committee Meetings |          |
|------------------|--------------------|----------|--------------------------|----------|
|                  | Entitled to attend | Attended | Entitled to attend       | Attended |
| Garry G Lowder   | 10                 | 10       | 1                        | 1        |
| Andrew B Skinner | 10                 | 10       | 1                        | 1        |
| Tadao Tsubata    | 10                 | 10       | -                        | -        |
| Allen Jay        | 10                 | 10       | -                        | -        |



## UNISSUED SHARES UNDER OPTION

Unissued ordinary shares of Dome under option at the date of this report are:

| Number of options | Exercise price | Expiry Date       |
|-------------------|----------------|-------------------|
| 10,148,395        | \$0.20         | 30 September 2015 |

Details of options issued by the Company are set out in the share based payments note to the financial report. The names of persons who currently hold options are entered in the register of options kept by the Company pursuant to the Corporations Act 2011. This register may be inspected free of charge.

All options expire on the expiry date. The persons entitled to exercise the options do not have, by virtue of the options, the right to participate in the share issue of any other body corporate.

## SHARES ISSUED DURING OR SINCE THE END OF THE YEAR AS A RESULT OF EXERCISE

The Group has not issued any ordinary shares of the Company as a result of the exercise of options during or since the end of the financial year.

## REMUNERATION REPORT (AUDITED)

The Directors of Dome Gold Mines Ltd (the 'Group') present the Remuneration Report for Non-Executive Directors, Executive Directors and other Key Management Personnel, prepared in accordance with the Corporations Act 2001 and the Corporations Regulations 2001.

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. share-based remuneration; and**
- d. other information.**

### **a. Principles used to determine the nature and amount of remuneration**

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Group. Key management personnel comprise the Directors of the Company. No other employees have been deemed to be key management personnel.

The remuneration policy of Directors and senior executives is to ensure the remuneration package properly reflects the persons' duties and responsibilities, and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. The Board is responsible for reviewing its own performance. The evaluation process is designed to assess the Group's business performance, whether long term strategic objectives are being achieved, and the achievement of individual performance objectives.

Remuneration generally comprises of salary and superannuation. The remuneration disclosed below represents the cost to the Group for services provided under these arrangements.

No Directors or senior executives received performance related remuneration.

The salary component of each Director's remuneration is made up of fixed remuneration paid monthly. In addition:

- Andrew Skinner is paid additional consultancy fees for extra consulting services provided by Andrew Skinner & Associates, and
- Allen Jay is paid additional consultancy fees for geological and management services.

There were no remuneration consultants used by the Company during the year ended 30 June 2014, or in the prior year.

## b. Details of remuneration

Details of the nature and amount of each major element of the remuneration of each Director of the company and other key management personnel of the Group are shown in the table below:

| Director and other Key Management Personnel Remuneration |             |                    |                    |                    |            |                          |                |  |  |
|--|-------------|--------------------|--------------------|--------------------|------------|--------------------------|----------------|--|--|
|  | Year        | Directors' fees \$ | Consulting fees \$ | Super-annuation \$ | Bonuses \$ | Fair value of options \$ | Total \$       | Proportion of remuneration performance related % | Value of options as a proportion of remuneration % |
| <b>Non Executive Directors</b>                           |             |                    |                    |                    |            |                          |                |  |  |
| Garry Lowder (Chairman)                                  | 2014        | 63,000             | -                  | -                  | -          | -                        | 63,000         | -  | -  |
|  | 2013        | 60,000             | -                  | -                  | -          | -                        | 60,000         | -  | -  |
| Allen Jay (Director)                                     | 2014        | 50,400             | 22,800             | -                  | -          | -                        | 73,200         | -  | -  |
|  | 2013        | 48,000             | 10,200             | -                  | -          | -                        | 58,200         | -  | -  |
| Tadao Tsubata (Director)                                 | 2014        | 26,400             | -                  | -                  | -          | -                        | 26,400         | -  | -  |
| Caroline Marsh (Director: resigned 10 Aug 2012)          | 2013        | 6,000              | -                  | -                  | -          | -                        | 6,000          | -  | -  |
| <b>Executive Director</b>                                |             |                    |                    |                    |            |                          |                |  |  |
| Andrew Skinner (Director)                                | 2014        | 50,400             | 8,800              | -                  | -          | -                        | 59,200         | -  | -  |
|  | 2013        | 48,000             | 3,200              | -                  | -          | -                        | 51,200         | -  | -  |
| <b>2014 Total</b>  | <b>2014</b> | <b>190,200</b>     | <b>31,600</b>      | -                  | -          | -                        | <b>221,800</b> | -  | -  |
| <b>2013 Total</b>  | <b>2013</b> | <b>162,000</b>     | <b>13,400</b>      | -                  | -          | -                        | <b>175,400</b> | -  | -  |

No bonuses or other performance related compensation payments were paid during the current year to Directors or executives. The Group employed no other key management personnel.

No shares were granted to key management personnel as compensation during the year ended 30 June 2014.

### c. Share-based remuneration

All options refer to options over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreement.

There were no options over ordinary shares of the Company granted, exercised, forfeited or lapsed unexercised which are related to directors' or key management personnel's remuneration during the year ended 30 June 2014.

No terms of equity-settled share based payment transactions have been altered or modified by the issuing entity during the 2014 financial year.

### d. Other information

#### Shares held by key management personnel

The number of ordinary shares in the Company during the 2014 reporting period held by each of the Group's Key Management Personnel of the Group, including their related parties, is set out below.

| Year ended 30 June 2014 |                          |                         |                      |               |                                     |
|-------------------------|--------------------------|-------------------------|----------------------|---------------|-------------------------------------|
| Director                | Balance at start of year | Granted as remuneration | Received on exercise | Other changes | Held at the end of reporting period |
| Garry Lowder            | 500,000                  | -                       | -                    | 60,000        | 560,000                             |
| Andrew Skinner          | 4,250,000                | 10                      | -                    | 2,525,000*    | 6,775,000                           |
| Tadao Tsubata           | 20,080,000               | 10                      | -                    | 20,000        | 20,100,000                          |
| Allen Jay               | 100,000                  | 10                      | -                    | -             | 100,000                             |

**\*Note: 2,500,000 shares were issued to convert a related party loan of \$500,000**

None of the shares included in the table above are held nominally by key management personnel.

End of audited remuneration report.

## ENVIRONMENTAL LEGISLATION

The Group is subject to state, federal and international environmental legislation. The Group has complied with its environmental obligations and no environmental breaches have been notified by any Government agency to the date of this Directors' Report and the directors do not anticipate any obstacles in complying with the legislation.

## INDEMNITIES GIVEN AND INSURANCE PREMIUMS PAID TO AUDITORS AND OFFICERS

During the year, Dome paid a premium to insure officers of the Group. The officers of the Group covered by the insurance policy include all Directors.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else to cause detriment to the Group.

Details of the amount of the premium paid in respect of insurance policies are not disclosed as such disclosure is prohibited under the terms of the contract.

The Group has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify any current or former officer or auditor of the Group against a liability incurred as such by an officer or auditor.

## NON-AUDIT SERVICES

During the year, Grant Thornton, the Company's auditors, performed certain other services in addition to their statutory audit duties.

The Board has considered the non-audit services provided during the year by the auditor and, in accordance with written advice provided by resolution of the Audit and Risk Committee, is satisfied that the provision of those non-audit services during the year is compatible with, and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services were subject to the corporate governance procedures adopted by the Company and have been reviewed by the Audit and Risk Committee to ensure they do not impact upon the impartiality and objectivity of the auditor; and
- the non-audit services do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

Details of the amounts paid to the auditors of the Company, Grant Thornton, and its related practices for audit and non-audit services provided during the year are set out in Note 20 to the Financial Statements.



A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 22 of this financial report and forms part of this Directors' Report.

## **PROCEEDINGS OF BEHALF OF THE COMPANY**

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.

## **AUDITOR'S INDEPENDENCE DECLARATION**

The auditor's independence declaration is set out on page 22 and forms part of the Directors' Report for the financial year ended 30 June 2014.

Signed in accordance with a resolution of the directors.

A handwritten signature in black ink, appearing to read 'Garry Lowder', with a long horizontal stroke extending to the right.

Garry Lowder  
Chairman  
Sydney, 25 August 2014

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**Auditor's Independence Declaration  
To the Directors of Dome Gold Mines Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Dome Gold Mines Limited for the year ended 30 June 2014, I declare that, to the best of my knowledge and belief, there have been:

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



GRANT THORNTON AUDIT PTY LTD  
Chartered Accountants



C F Farley  
Partner - Audit & Assurance

Sydney, 25 August 2014

Grant Thornton Audit Pty Ltd ACN 130 913 594  
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# CORPORATE GOVERNANCE STATEMENT

This statement outlines the main Corporate Governance practices that were in place throughout or implemented during the financial year, which comply with the Australian Securities Exchange ('ASX') Corporate Governance Council recommendations, unless otherwise stated.

## CORPORATE GOVERNANCE STATEMENT

The Board is committed to maintaining the highest standards of Corporate Governance. Corporate Governance is about having a set of core values and behaviours that underpin the Group's activities and ensure transparency, fair dealing and protection of the interests of stakeholders.

The Board of Directors supports the Principles of Good Corporate Governance and Best Practice Recommendations developed by the ASX Corporate Governance Council ('Council'). Whilst the Group's practices are largely consistent with the Council's guidelines, the Board considers that the implementation of some recommendations are not appropriate having regard to the nature and scale of the Group's activities and size of the Board. The Board uses its best endeavours to ensure exceptions to the Council's guidelines do not have a negative impact on the Group and the best interests of shareholders as a whole. When the Group is not able to implement one of the Council's recommendations the Group applies the 'if not, why not' explanation approach by applying practices in accordance with the spirit of the relevant principle.

The following discussion outlines the ASX Corporate Governance Council's eight principles and associated recommendations and the extent to which the Group complies with those recommendations.

Details of all of the Council's recommendations can be found on the ASX website at <http://www.asx.com.au>.

## PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

### Board of Directors

The Board is responsible for, and has the authority to determine, all matters relating to the policies, practices, management and operations of the Group. The Board is also responsible for the overall corporate governance and management oversight of the Group and recognises the need for the highest standards of behaviour and accountability in acting in the best interests of the Group as a whole.

The Board also ensures that the Group complies with all of its contractual, statutory and any other legal or regulatory obligations. The Board has the final responsibility for the successful operations of the Group.

Where the Board considers that particular expertise or information is required, which is not available from within their members, appropriate external advice may be taken and reviewed prior to a final decision being made by the Board.

Without intending to limit the general role of the Board, the principal functions and responsibilities of the Board include the following:

- formulation and approval of the strategic direction, objectives and goals of the Group; the prudential control of the Group's finances and operations and monitoring the financial performance of the Group;
- the resourcing, review and monitoring of executive management; ensuring that adequate internal control systems and procedures exist and that compliance with these systems and procedures is maintained;
- the identification of significant business risks and ensuring that such risks are adequately managed; the timeliness, accuracy and effectiveness of communications and reporting to shareholders and the market; and
- the establishment and maintenance of appropriate ethical standards.

The Group has followed Recommendation 1.1 by establishing the functions reserved to the Board and those delegated to senior executives as disclosed above.

The Group has followed Recommendation 1.2 by evaluating the performance of senior executives. The Board reviews the performance of the Group's senior executives on a face-to-face basis.

In addition, the Group has appropriately taken the necessary measures to provide each Director and senior executive with a copy of the Group's policies that spells out the rights, duties and responsibilities that they should follow.

The Group has followed Recommendation 1.3 by conducting the evaluations of senior executives in accordance with the process described above.

## **PRINCIPLE 2 – STRUCTURE THE BOARD TO ADD VALUE**

### **Board of directors - composition, structure and process**

The Board has been formed so that it has effective composition, size and commitment to adequately discharge its responsibilities and duties given the Group's current size, scale and nature of its activities.

### **Independent directors**

At the date of this report, the Company classified all of the present directors as Non-Independent Directors except Dr Garry Lowder. The Group does not follow Recommendation 2.1. However, it is the Board's opinion that all Directors bring to the Board their independent judgement, irrespective of whether they are independent or not. The names of the directors of the Company in office at the date of this report, specifying which are independent, are set out in the Directors' Report on page 12 to page 14 of this report.

### **Regular assessment of independence**

An independent Director, in the view of the Group, is a non-executive Director who:

- is not a substantial shareholder of the Company or an officer of, or otherwise associated directly with, a substantial shareholder of the Company;
- within the last three years has not been employed in an executive capacity by the Group, or been a Director after ceasing to hold any such employment;

- within the last three years has not been a principal of a material professional advisor or a material consultant to the Group, or an employee materially associated with a service provider;
- is not a material supplier or customer of the Group, or an officer of or otherwise associated directly or indirectly with a material supplier or customer;
- has no material contractual relationship with the Group other than as a Director of the Group; has not served on the Board for a period which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group; and
- is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group.

The composition of the Board is review periodically concerning the optimum number and skills of Directors required for the Board to perform its responsibilities and functions properly.

### Chairperson

Dr Garry Lowder, an Independent Non-Executive Director, holds the office of Chair. The Chairman is responsible for the leadership of the Board. This includes taking responsibility for ensuring that the Board functions effectively and that they comply with the continuous disclosure requirements of the ASX with regard to communicating the operations and activities of the Group to shareholders. The Chairman's responsibilities are set out in the Board Charter and include:

- setting the agenda for Board meetings
- managing the conduct, frequency and length of Board meetings to ensure that all Directors have had the opportunity to establish a detailed understanding of the issues affecting the Group
- facilitating the Board meetings to ensure effective communication between the Directors and that all Directors have contributed to the decision making process thereby leading to a considered decision being made in the best interest of the Group and its shareholders

The Group has followed Recommendation 2.2 & 2.3 when appointing the Chairman.

### Board nominations

Having regard to the current membership of the Board and the size and scope of operation of the Group, the Board has not established a Nomination Committee and therefore the Group does not follow Recommendation 2.4. However, the Board has a joint responsibility for the selection and appointment practices of the Company.

### Performance review and evaluation

The Group has followed Recommendations 2.5 and 2.6 by disclosing the process for evaluating the performance of the Board, and disclosure requirements under Principle 2 below.

It is the policy of the Board to ensure that the Directors and executives of the Group are equipped with the knowledge and information they need to discharge their responsibilities effectively, and that individual and collective performance is review regularly and fairly. Although the Group is not of a size to warrant the development of formal processes for evaluating the performance of its Board, the Chairman constantly monitors individual Directors and executive's performance. The Chairman also speaks to Directors individually regarding their role as a Director.

## Induction and education

The Group has the policy to provide each new Director or officer with a copy of the following documents:

- Code of Conduct;
- Continuous Disclosure Policy;
- Share Trading Policy; and
- Shareholders Communication Policy.

## Access to information

Each Director has access to Board papers and all relevant documentation.

## Skills, knowledge and experience

The appointment of Directors is based on the specific corporate and governance skills and experience required by the Group. The Board consists of a relevant blend of personal experience in accounting and finance, law, financial and investment markets, financial management and public Group administration, and, director-level business or corporate experience required by the Group.

## Professional advice

Board members, with the approval of the Chairman, may seek from time to time external professional advice.

## Term of appointment as a Director

The Constitution of the Company provides that a Director, other than the Managing Director, may not retain office for more than three calendar years or beyond the third Annual General Meeting following his or her election, whichever is longer, without submitting himself or herself for re-election. One third of the Directors (excluding the Managing Director) must retire each year and are eligible for re-election. The Directors who retire by rotation at each Annual General Meeting are those with the longest length of time in office since their appointment or last election.

## Remuneration

The remuneration of the Directors is determined by the Board as a whole, with the Director to whom a particular decision relates being absent from the meeting during the time that the remuneration level is discussed and decided upon.

For details on the amount of remuneration and any amount of equity based executive remuneration payment for each Director, refer to the Remuneration Report in the Directors' Report.

## Internal controls

The Board acknowledges that it is responsible for the overall internal control framework, but recognises that no cost effective internal control system will preclude all errors and irregularities. The system of internal control adopted by the Group seeks to provide an appropriate division of responsibility and careful selection and training of personnel relative to the level of activities and size of the Group.



## PRINCIPLE 3 – PROMOTE ETHICAL AND RESPONSIBLE DECISION MAKING

### Code of conduct and ethical standards

All Directors, executives and employees act with the utmost integrity and objectivity in carrying out their duties and responsibilities, endeavouring at all times to enhance the reputation and performance of the Group. Every employee has direct access to a Director to whom they may refer any ethical issues that may arise from their employment. The Group has followed Recommendation 3.1 and has adopted a formal Code of Conduct.

The following are the key practices that the Board consider necessary to maintain confidence in the company's integrity.

### Access to group information and confidentiality

All Directors have the right of access to all relevant Group books and to the Group's executive management. In accordance with legal requirements and agreed ethical standards, Directors and executives of the Group have agreed to keep confidential information received in the course of exercising their duties and will not disclose non-public information except where disclosure is authorised or legally mandated.

### Share dealings and disclosures

The Group has adopted a policy relating to the trading in Company securities. The Board restricts Directors, executives and employees from acting on material information until it has been released to the market. Executives, employees and Directors should consult with the Chairman prior to dealing in securities in the Company or other companies with which the Company has a relationship.

Trading in Company securities by Directors, executives or employees is not permitted at any time whilst in the possession of price sensitive information that is not already available to the market. In addition, the Corporations Act prohibits the purchase or sale of securities whilst a person is in possession of inside information.

The trading windows for restricted persons is one week before and 24 hours after the release of the Company's quarterly reports, half year results, the full year results or additional periods which are imposed by the Company when senior management becomes aware of a matter that is considered to be price sensitive. Restricted persons are prohibited from trading in the Company's securities outside these trading windows unless in special circumstances and with the approval of the Board.

### Conflicts of interest

To ensure that Directors are at all times acting in the best interests of the Group, Directors must:

- disclose to the Board actual or potential conflicts of interest that may or might reasonably be thought to exist between the interests of the Director and the interests of any other parties in carrying out the activities of the Group; and
- if requested by the Board, within seven days or such further period as may be permitted, take such necessary and reasonable steps to remove any conflict of interest.

If a Director cannot, or is unwilling to remove a conflict of interest then the Director must, as required by the Corporations Act, absent himself from the room when Board discussion and/or voting occurs on matters about which the conflict relates.

### **Related party transactions**

Related party transactions include any financial transaction between a Director and the Group as defined in the Corporations Act or the ASX Listing Rules. Unless there is an exemption under the Corporations Act from the requirement to obtain shareholder approval for the related party transaction, the Board cannot approve the transaction. The Group also discloses related party transactions in its financial statements as required under relevant Accounting Standards.

### **Board diversity**

Given the small size of the Group, the Group has not set a policy concerning diversity and therefore has not followed Recommendations 3.2, 3.3, 3.4, and 3.5. However, the Company's Board does take into account the gender, age, ethnicity, and cultural background of potential Board members. The Company advises that no women are employed directly by the Company, including as key management personnel.

## **PRINCIPLE 4 – SAFEGUARD INTEGRITY IN FINANCIAL REPORTING**

### **Audit committee**

An Audit Committee has been established by the Board. The Committee's role and operations are documented in a Charter which is approved by the Board.

The objective of an Audit Committee is to make recommendations to the Board regarding various matters including the adequacy of the external audit, risk management and compliance procedures, to evaluate from time to time the effectiveness of the financial statements prepared for the Board and to ensure that independent judgement is always exercised. These Audit Committee functions are jointly performed by the full Board.

Having regard to the current membership of the Board and the size and scope of operation of the Group, the Board has not followed recommendation 4.2 to have an independent chair and at least three members. However, the Audit Committee and a formal charter has been setup to follow Recommendations 4.1 & 4.3.

## **PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE**

The Group has followed Recommendations 5.1 and 5.2 and has adopted a formal Continuous Disclosure Policy.

### **Continuous disclosure to the ASX**

The Board has designated the Managing Director and the Company Secretary as being responsible for overseeing and co-ordinating disclosure of information to the ASX as well as communicating with the ASX. Accordingly, the Company will notify the ASX promptly of information:

- concerning the Company, that a reasonable person would expect to have a material effect on the price or value of the Company's securities; and
- that would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the Company's securities.

Announcements are made in a timely manner, are factual and do not omit material information in order to avoid the emergence of a false market in the Company's securities

## **PRINCIPLE 6 – RESPECT THE RIGHTS OF SHAREHOLDERS**

The Company has followed Recommendations 6.1 and 6.2 and has designed a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings as disclosed below.

### **Communication to the market and shareholders**

The Board recognises its duty to ensure that its shareholders are informed of all major developments affecting the Company's state of affairs. The Board considers that information will be communicated to shareholders and the market through:

- the Annual Report which is distributed to shareholders (usually with the Notice of Annual General Meeting);
- the Annual General Meeting and other general meetings called to obtain shareholder approvals as appropriate;
- the half-yearly financial statements;
- quarterly activities and cash flow reports; and
- other announcements released to the ASX as required under the continuous disclosure requirements of the ASX Listing Rules and other information that may be mailed to shareholders or made available through the Company's website.

The Company actively promotes communication with shareholders through a variety of measures, including the use of the Company's website and email. The Company's reports and ASX announcements are available on the Company's website, [www.domegoldmines.com.au](http://www.domegoldmines.com.au), and on the ASX website, [www.asx.com.au](http://www.asx.com.au), under ASX code 'DME'.

## **PRINCIPLE 7 – RECOGNISE AND MANAGE RISK**

The Group has followed Recommendation 7.1 and has designed policies for the oversight and management of material business risks as disclosed below.

The Board is responsible for the identification, monitoring and management of significant business risks and the implementation of appropriate levels of internal control, recognising however that no cost effective internal control system will preclude all errors and irregularities. The Board regularly reviews and monitors areas of significant business risk.

Having regard to the current membership of the Board and the size and scope of operations of the Group, The Board has followed Recommendation 7.2, whereby the Board instead of management carried out the function of overseeing risk management, internal control system and oversight of material business.

## Internal control and risk management

The Board reviews systems of external and internal controls and areas of significant operational financial and property risk and ensures arrangements are in place to contain such risks to acceptable levels.

Appropriate insurance policies are kept current to cover all potential risks and maintaining Directors' and Officers' professional indemnity insurance.

## Internal audit function

The Board carried out the internal audit function. The Group does not have an internal audit department nor has an internal auditor. The size of the Group does not warrant the need or the cost of appointing an internal auditor.

## Declarations

The Board receives an assurance from the Executive Director and the Financial Controller that the declaration provided in accordance with section 295A of the Corporations Act. The declaration is founded on a sound system of risk management and internal control and the system is operating effectively in all material aspects in relation to financial reporting risks. The Board is also satisfied that the internal control system is operating effectively in all material respects in relation to financial reporting risks.

The Group has followed Recommendation 7.3 and 7.4 by disclosing the information above.

## PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY

Having regard to the current membership of the Board and the size and scope of operations of the Group, a Remuneration Committee has not been established and therefore Recommendations 8.1, 8.2, 8.3 and 8.4 have not been followed.

However, the Board as follow carries out the functions and responsibilities of a remuneration committee:

### Remuneration responsibilities

The role and responsibility of the Board is to review the following:

- executive remuneration policy;
- executive Director and senior management remuneration;
- executive incentive plan;
- non-executive Directors' remuneration;
- performance measurement policies and procedures;
- termination policies and procedures;
- equity based plans; and
- requirements of remuneration and remuneration benefits public disclosure.

### Remuneration policy

Shareholders at the Annual General Meeting adopt the Directors' total remuneration. The Board approves the salary and emoluments paid to officers. The Board engaged consultants as required pursuant to service agreements. The Group ensures that fees, salaries and emoluments are in line with

general standards for publicly listed companies of the size and type of the Group. All salaries of Directors and officers are disclosed in the Annual Report of the Group.

In line with Recommendation 8.3, the Group has a policy to remunerate its Directors and officers based on the short and long-term objectives of the Group.

The salary component of non-executive and executive Directors is made up of fixed director fees and consulting fees based on normal market rates.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2014

|  | Notes | 2014<br>\$         | 2013<br>\$         |
|--|-------|--------------------|--------------------|
| Other income   | 4     | 29,678             | 1,397              |
| Employee benefits expenses (including directors fees)                  |       | (190,200)          | (162,000)          |
| Other expenses   | 5     | (1,403,360)        | (953,710)          |
| <b>Operating loss</b>  |       | <b>(1,563,882)</b> | <b>(1,114,313)</b> |
| Depreciation   |       | (1,057)            | -                  |
| Finance costs  | 6     | (671)              | (60,113)           |
| Loss on foreign exchange   |       | (44,224)           | (17,343)           |
| <b>Loss before income tax expense</b>                                  |       | <b>(1,609,834)</b> | <b>(1,191,769)</b> |
| Income tax expense   | 7     | -                  | -                  |
| <b>Loss for the year</b>   |       | <b>(1,609,834)</b> | <b>(1,191,769)</b> |
| <b>Other comprehensive income for the year</b>                         |       |                    |                    |
| <i>Items that may be reclassified subsequently to profit for loss:</i> |       |                    |                    |
| Exchange difference on translating foreign controlled entities         |       | 260                | 24,007             |
| <b>Total comprehensive loss for the year</b>                           |       | <b>(1,609,574)</b> | <b>(1,167,762)</b> |
| <b>Earnings per share</b>  |       |                    |                    |
| Basic and diluted loss per share (cents per share)                     | 8     | (1.3926)           | (1.3492)           |

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2014

|   | Notes | 2014<br>\$       | 2013<br>\$       |
|---|-------|------------------|------------------|
| <b>CURRENT ASSETS</b>                           |       |                  |                  |
| Cash and cash equivalents                       | 9     | 1,671,348        | 1,015,845        |
| Trade and other receivables                     | 10    | 77,244           | 45,714           |
| Other assets                                    | 11    | 455,283          | 6,455            |
| <b>TOTAL CURRENT ASSETS</b>                     |       | <b>2,203,875</b> | <b>1,068,014</b> |
| <b>NON-CURRENT ASSETS</b>                       |       |                  |                  |
| Property, plant and equipment                   | 12    | 58,295           | 4,351            |
| Deferred exploration and evaluation expenditure | 14    | 1,676,551        | 822,977          |
| Other assets                                    | 11    | 153,965          | 44,967           |
| <b>TOTAL NON-CURRENT ASSETS</b>                 |       | <b>1,888,811</b> | <b>872,295</b>   |
| <b>TOTAL ASSETS</b>                             |       | <b>4,092,686</b> | <b>1,940,309</b> |
| <b>CURRENT LIABILITIES</b>                      |       |                  |                  |
| Trade and other payables                        | 15    | 1,288,254        | 69,130           |
| Borrowings                                      | 16    | -                | 638,926          |
| <b>TOTAL CURRENT LIABILITIES</b>                |       | <b>1,288,254</b> | <b>708,056</b>   |
| <b>TOTAL LIABILITIES</b>                        |       | <b>1,288,254</b> | <b>708,056</b>   |
| <b>NET ASSETS</b>                               |       | <b>2,804,432</b> | <b>1,232,253</b> |
| <b>EQUITY</b>                                   |       |                  |                  |
| Issued capital                                  | 17    | 6,377,744        | 3,195,991        |
| Foreign currency translation reserve            |       | 26,046           | 25,786           |
| Accumulated losses                              |       | (3,599,358)      | (1,989,524)      |
| <b>TOTAL EQUITY</b>                             |       | <b>2,804,432</b> | <b>1,232,253</b> |

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2014

|                                       | Issued<br>capital<br>\$ | Foreign<br>currency<br>translation<br>reserves<br>\$ | Accumulated<br>losses<br>\$ | Total<br>equity<br>\$ |
|---------------------------------------|-------------------------|--|-----------------------------|-----------------------|
| <b>Balance at 1 July 2013</b>         | <b>8,632</b>            | <b>1,779</b>   | <b>(797,755)</b>            | <b>(787,344)</b>      |
| <b>Transaction with owners</b>        |                         |  |                             |                       |
| Ordinary shares issued                | 3,187,359               | -  | -                           | 3,187,359             |
| Total transactions with owners        | 3,187,359               | -  | -                           | 3,187,359             |
| Other comprehensive income            | -                       | 24,007   | -                           | 24,007                |
| Loss for the year                     | -                       | -  | (1,191,769)                 | (1,191,769)           |
| Total comprehensive loss for the year |                         | 24,007   | (1,191,769)                 | (1,167,762)           |
| <b>Balance at 30 June 2013</b>        | <b>3,195,991</b>        | <b>25,786</b>  | <b>(1,989,524)</b>          | <b>1,232,253</b>      |
| <b>Balance at 1 July 2013</b>         | <b>3,195,991</b>        | <b>25,786</b>  | <b>(1,989,524)</b>          | <b>1,232,253</b>      |
| <b>Transaction with owners</b>        |                         |  |                             |                       |
| Ordinary shares issued                | 3,208,770               | -  | -                           | 3,208,770             |
| Transaction costs on issue of shares  | (27,017)                | -  | -                           | (27,017)              |
| Total transaction with owners         | 3,181,753               | -  | -                           | 3,181,753             |
| Other comprehensive income            | -                       | 260  | -                           | 260                   |
| Loss for the year                     | -                       | -  | (1,609,834)                 | (1,609,834)           |
| Total comprehensive loss for the year | -                       | 260  | (1,609,834)                 | (1,609,574)           |
| <b>Balance at 30 June 2014</b>        | <b>6,377,744</b>        | <b>26,046</b>  | <b>(3,599,358)</b>          | <b>2,804,432</b>      |

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2014

|   | Notes     | 2014<br>\$         | 2013<br>\$         |
|---|-----------|--------------------|--------------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>                             |           |                    |                    |
| Interest received   |           | 29,678             | 1,397              |
| Cash paid to suppliers and employees                                    |           | (1,585,394)        | (1,087,099)        |
| Interest paid   |           | (238)              | -                  |
| Other tax paid  |           | (10,586)           | -                  |
| <b>Net cash used in operating activities</b>                            | <b>18</b> | <b>(1,566,540)</b> | <b>(1,085,702)</b> |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                             |           |                    |                    |
| Cash paid on deposit/advance payment                                    |           | (565,792)          | -                  |
| Purchase of property, plant & equipment                                 |           | (51,401)           | -                  |
| Purchase of capitalised exploration costs                               |           | (899,001)          | (405,462)          |
| <b>Net cash used in investing activities</b>                            |           | <b>(1,516,194)</b> | <b>(405,462)</b>   |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>                             |           |                    |                    |
| Proceeds from issue of share capital                                    |           | 2,498,983          | 2,550,434          |
| Proceeds from borrowings  |           | 1,250,000          | 1,103,729          |
| Repayment of borrowings   |           | (6,589)            | (1,154,300)        |
| <b>Net cash provided by financing activities</b>                        |           | <b>3,742,394</b>   | <b>2,499,863</b>   |
| <b>Net increase in cash and cash equivalents</b>                        |           | <b>659,660</b>     | <b>1,008,699</b>   |
| <b>Cash and cash equivalents at the beginning of the financial year</b> |           | <b>1,015,845</b>   | <b>4,876</b>       |
| <b>Exchange differences on cash and cash equivalents</b>                |           | <b>(4,157)</b>     | <b>2,270</b>       |
| <b>Cash and cash equivalents at the end of the financial year</b>       | <b>9</b>  | <b>1,671,348</b>   | <b>1,015,845</b>   |

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The Financial Report includes the consolidated financial statements and notes of Dome Gold Mines Ltd and controlled entities ('Group').

## 1 GENERAL INFORMATION AND STATEMENT OF COMPLIANCE

The consolidated general purpose financial statements of the Group have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group is a for-profit entity for the purpose of preparing the financial statements.

The consolidated financial statements for the year ended 30 June 2014 were approved and authorised for issue by the board of directors on 25 August 2014 (see note 29).

Dome Gold Mines Limited is the Group's ultimate parent company. Dome Gold Mines Ltd is a public company limited by shares incorporated and domiciled in Australia on 8 July 2011. The registered office is Level 7, 71 Macquarie Street, Sydney, NSW 2000.

Dome Mines Ltd is a 100% owned subsidiary of Dome Gold Mine Ltd, and is a company limited by shares incorporated in Fiji.

The principal activities of the Group during the financial year have been the continuing exploration and evaluation of the SPL 1451 Kadavu Islands Project, SPL 1452 Nadrau Project and SPL 1454 Nasivi Delta Project in Fiji.

## 2 CHANGES IN ACCOUNTING POLICIES

### 2.1 New and revised standards adopted by the Group

A number of new and revised standards are effective for annual periods beginning on or after 1 July 2013. Information on these new standards is presented below.

#### **AASB 10 Consolidated financial statements**

AASB 10 supersedes AASB 127 Consolidated and Separate Financial Statements (AASB 127) and AASB Interpretation 112 Consolidation - Special Purpose Entities. AASB 10 revises the definition of control and provides extensive new guidance on its application. These new requirements have the potential to affect which of the Group's investees are considered to be subsidiaries and therefore to change the scope of consolidation. The requirements on consolidation procedures, accounting for changes in non-controlling interests and accounting for loss of control of a subsidiary are unchanged.

Management has reviewed its control assessments in accordance with AASB 10 and has concluded that there is no effect on the classification (as subsidiaries or otherwise) of any of the Group's investees held during the period or comparative periods covered by these financial statements.

### **AASB 11 Joint arrangements**

AASB 11 supersedes AASB 131 Interests in Joint Ventures (AAS 131) and AASB Interpretation 113 Jointly Controlled Entities- Non-Monetary-Contributions by Venturers. AASB 11 revises the categories of joint arrangement, and the criteria for classification into the categories, with the objective of more closely aligning the accounting with the investor's rights and obligations relating to the arrangement. In addition, AASB 131's option of using proportionate consolidation for arrangements classified as jointly controlled entities under that Standard has been eliminated. AASB 11 now requires the use of the equity method for arrangements classified as joint ventures (as for investments in associates).

The standard will have no impact on the Group financial statements as the Group is not a party to any joint arrangement.

### **AASB 12 Disclosure of interests in other entities**

AASB 12 integrates and makes consistent the disclosure requirements for various types of investments, including unconsolidated structured entities. It introduces new disclosure requirements about the risks to which an entity is exposed from its involvement with structured entities.

### **Consequential amendments to AASB 127 Separate Financial Statements and AASB 128 Investments in Associates and Joint Ventures**

AASB 127 now only addresses separate financial statements. AASB 128 brings investments in joint ventures into its scope. However, AASB 128's equity accounting methodology remains unchanged.

### **AASB 13 Fair value measurement**

AASB 13 clarifies the definition of fair value and provides related guidance and enhanced disclosures about fair value measurements. It does not affect which items are required to be fair-valued. The scope of AASB 13 is broad and it applies for both financial and non-financial items for which other Australian Accounting Standards require or permit fair value measurements or disclosures about fair value measurements, except in certain circumstances.

AASB 13 applies prospectively for annual periods beginning on or after 1 January 2013. Its disclosure requirements need not be applied to comparative information in the first year of application. The Group has however included as comparative information the AASB 13 disclosures that were required previously by AASB 7 Financial Instruments: Disclosures.

The Group has applied AASB 13 for the first time in the current year.

### **AASB 2011-4 Amendments to Australian Accounting Standards to remove individual key management personnel disclosure requirements (AASB 124 Amendments)**

AASB 2011-4 makes amendments to AASB 124 Related Party Disclosures to remove individual key management personnel disclosure requirements, to achieve consistency with the international equivalent (which includes requirements to disclose aggregate (rather than individual) amounts of KMP compensation), and remove duplication with the Corporations Act 2011.

The amendments are applicable for annual periods beginning on or after 1 July 2013. The Group has relocated individual key management personnel disclosures relating shareholdings, fees, loans and other transactions from the financial report to the remuneration report.

## 2.2 Accounting Standards issued but not yet effective and have not been early adopted by the Group

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were in issue but not yet effective.

| Standard/Interpretation  | Effective for Annual Reporting Periods Beginning on or after | Expected to be Initially Applied in the Financial Year Ending |
|--|--|---|
| AASB 9 Financial Instruments (December 2010)   | 1 January 2018   | 30 June 2019  |
| AASB 2012-3 Amendments to Australian Accounting Standards- Offsetting Financial Assets and Financial Liabilities                                       | 1 January 2014   | 30 June 2015  |
| AASB 2013-3 Recoverable Amount Disclosures for Non-financial Assets  | 1 January 2014   | 30 June 2015  |
| AASB 1031 Materiality (December 2013)  | 1 January 2014   | 30 June 2015  |
| AASB 2013-9 Amendments to Australian Accounting Standards- Conceptual Framework, Materiality and Financial Instruments (Part B: Materiality)           | 1 January 2014   | 30 June 2015  |
| AASB 2013-9 Amendments to Australian Accounting Standards- Conceptual Framework, Materiality and Financial Instruments (Part C: Financial Instruments) | 1 January 2015   | 30 June 2016  |
| AASB 2014-1 Amendments to Australian Accounting Standards (Part A: Annual Improvements 2010-2012 and 2011-2013 Cycles)                                 | 1 July 2014  | 30 June 2015  |
| AASB 2014-1 Amendments to Australian Accounting Standards (Part B: Defined Benefit Plans: Employee Contributions (Amendments to AASB 119)              | 1 July 2014  | 30 June 2015  |
| AASB 2014-1 Amendments to Australian Accounting Standards (Part C: Materiality)  | 1 July 2014  | 30 June 2015  |
| AASB 2014-1 Amendments to Australian Accounting Standards (Part D: Consequential Amendments arising from AASB 14)                                      | 1 January 2016   | 30 June 2017  |
| AASB 2014-1 Amendments to Australian Accounting Standards (Part E: Financial Instruments)  | 1 January 2015   | 30 June 2016  |
| AASB Interpretation 21 Levies  | 1 January 2014   | 30 June 2015  |
| IFRS 15 Revenue from Contracts with Customers  | 1 January 2017   | 30 June 2018  |
| Clarification of Acceptable Methods of Depreciation and Amortisation (Amendments to IAS 16 and IAS 38)   | 1 January 2016   | 30 June 2017  |
| Accounting for Acquisition of Interests in Joint Operations (Amendments to IFRS 11)  | 1 January 2016   | 30 June 2017  |

A number of Australian Accounting Standards and Interpretations are in issue but are not effective for the current year end. The reported results and position of the group will not change on adoption of these pronouncements as they do not result in any changes to the Group's existing accounting policies. Adoption will, however, result in changes to information currently disclosed in the financial statements. The Group does not intend to adopt any of these pronouncements before their effective date.



## 3 SUMMARY OF ACCOUNTING POLICIES

### 3.1 Overall considerations

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarised below.

The consolidated financial statements have been prepared using the measurement bases specified by Australian Accounting Standards for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies below.

### 3.2 Basis of consolidation

The Group financial statements consolidate those of the parent company and all of its subsidiary undertakings drawn up to 30 June 2014. The parent controls a subsidiary if it is exposed, or has rights, to variable returns from its investment with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the period are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

### 3.3 Business combination

The Group applies the acquisition method in accounting for business combinations.

The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred.

The Group recognises identifiable assets acquired and liabilities assumed in a business combination regardless of whether they have been previously recognised in the acquiree's financial statements prior to the acquisition. Assets acquired and liabilities assumed are generally measured at their acquisition date fair values.

Goodwill is stated after separate recognition of identifiable intangible assets. It is calculated as the excess of the sum of (a) fair value of consideration transferred, (b) the recognised amount of any non controlling interest in the acquiree and (c) acquisition-date fair value of any existing equity interest in the acquiree, over the acquisition-date fair values of identifiable net assets. If the fair values of identifiable net assets exceed the sum calculated above, the excess amount (i.e. gain on a bargain purchase) is recognised in profit or loss immediately.

### 3.4 Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis.

### 3.5 Foreign currency transactions and balances

#### Functional and presentation currency

The consolidated financial statements are presented in Australian dollars (AUD), which is also the functional currency of the parent company.

#### Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the respective Group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at period end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at period-end and are measured at historical cost (translated using the exchange rates at the date of the transactions), except for non-monetary items measured at fair value which are translated using the change rates at the date when fair value was determined.

#### Foreign operations

In the Group's financial statements, all assets, liabilities and transactions of Group entities with a functional currency other than the AUD are translated into AUD upon consolidation. The functional currency of the entities in the Group has remained unchanged during the reporting period.

On consolidation, assets and liabilities have been translated into AUD at the closing rate at the reporting date. Goodwill and fair value adjustments arising on the acquisition of a foreign entity have been treated as assets and liabilities of the foreign entity and translated into AUD at the closing rate. Income and expenses have been translated into AUD at the average rate over the reporting period. Exchange differences are charged/credited to other comprehensive income and recognised in the currency translation reserve in equity. On disposal of a foreign operation the cumulative translation differences recognised in equity are reclassified to profit or loss and recognised as part of the gain or loss on disposal.

### 3.6 Segment Reporting

#### Determination and presentation of operating segments

The Group determines and presents operating segments based on the information that is provided internally to the management.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are regularly reviewed by the Group's management to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the management include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters), head office expenses, and income tax assets and liabilities.

Segment capital expenditure is the total costs incurred during the period to acquire property, plant and equipment, and intangible assets other than goodwill.

### 3.7 Exploration and evaluation expenditure

Exploration and evaluation costs, including the costs of acquiring licences, are capitalised as exploration and evaluation assets on an area of interest basis.

Exploration and evaluation assets are only recognised if the rights of the area of interest are current and either:

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

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability and facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

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

### 3.8 Property, plant and equipment

#### Plant and equipment and computer equipment

Plant and equipment (comprising fittings and furniture) and computer equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management.

Plant and equipment and computer equipment are measured on the cost basis less subsequent depreciation and impairment losses.

## Depreciation

The depreciable amount of all fixed assets is recognised on a straight-line basis to write down the cost over the assets' estimated useful lives to the Group commencing from the time the asset is ready for use.

The depreciation rates and useful lives used for each class of depreciable assets are:

| Class of fixed asset            | Useful Lives  | Depreciation basis |
|---------------------------------|---------------|--------------------|
| Exploration computer equipment  | 2.5-4 years   | Prime cost         |
| Exploration plant and equipment | 2.5-8.3 years | Prime cost         |
| Office equipment                | 2.5-20 years  | Prime cost         |

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss within other income or other expenses.

### 3.9 Leased assets

#### Finance leases

The economic ownership of a leased asset is transferred to the lessee if the lessee bears substantially all the risks and rewards of ownership of the leased asset. Where the Group is a lessee in this type of arrangement, the related asset is recognised at the inception of the lease at the fair value of the leased asset or, if lower, the present value of the lease payments plus incidental payments, if any. A corresponding amount is recognised as a finance lease liability. Leases of land and buildings are classified separately and are split into a land and a building element, in accordance with the relative fair values of the leasehold interests at the date the asset is recognised initially.

The Group does not have finance leases for the period ended 30 June 2014.

#### Operating leases

All other leases are treated as operating leases. Where the Group is a lessee, payments on operating lease agreements are recognised as an expense on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

### 3.10 Income tax

The charge for current income tax expense is based on the profit for the period adjusted for any nonassessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the date of the statement of financial position.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items recognised directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

### 3.11 Revenue

Interest income is reported on an accruals basis using the effective interest method.

### 3.12 Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian or Fiji Taxation Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

### 3.13 Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with a maturity of three months or less.

### 3.14 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

#### **Classification and subsequent measurement of financial assets**

Financial assets in the scope of AASB 139 Financial Instruments: Recognition and Measurement are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale investments, as appropriate. The Group determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial period end.

Loans and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of a counterparty and other credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

### **Classification and subsequent measurement of financial liabilities**

The Group's financial liabilities include borrowings and trade and other payables, which are measured subsequently at amortised cost using the effective interest method.

Trade and other payables, including accruals for goods received but not yet billed, are recognised when the Group becomes obliged to make future payments principally as a result of the purchase of goods and services.

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

### **3.15 Significant accounting judgments and key estimates**

The preparation of financial reports requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Estimates and assumptions are continuously evaluated and are based on management's experience and other factor, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes would differ from these estimates if different assumptions were used and different conditions existed.

In particular, the Group has identified the following areas where significant judgements, estimates and assumptions are required, and where actual results were to differ, may materially affect the financial position or financial results reported in future periods.

(i) Exploration and evaluation expenditure (Note 14)

All exploration and evaluation expenditure (\$1,676,551 at 30 June 2014) (2013: \$822,977) has been capitalised on the basis that:

- the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or
- activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or other wise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

(ii) Going concern (Note 3.16)



### 3.16 Going concern

The consolidated financial statements have been prepared on a going concern basis which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

Due to the successful fund raising of \$4,026,000 by the end of July 2014, including \$1,042,000 upon Initial Public Offering (IPO) on 22 October 2013, the Company's cash position is considered adequate to support the ability of the Group to continue as a going concern.

### 3.17 Impairment testing of property, plant and equipment

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell and value in use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risks factors.

With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment charge is reversed if the cash-generating unit's recoverable amount exceeds its carrying amount.

### 3.18 Equity and reserves

Share capital represents the fair value of shares that have been issued. Any transaction costs associated with the issuing of shares are deducted from share capital, net of any related income tax benefits.

Other components of equity include the following:

- Foreign currency translation reserve – comprises foreign currency translation differences arising on the translation of financial statements of the Group's foreign entities into AUD; and
- Retained earnings include all current and prior period retained profits.

## 4 OTHER INCOME

|                           | 2014<br>\$    | 2013<br>\$   |
|---------------------------|---------------|--------------|
| Interest income           | 29,678        | 1,397        |
| <b>Total other income</b> | <b>29,678</b> | <b>1,397</b> |

## 5 OTHER EXPENSES

|  | 2014<br>\$       | 2013<br>\$     |
|--|------------------|----------------|
| Accounting and auditor fees              | 190,167          | 135,918        |
| Administration and consultants' expenses | 782,193          | 614,461        |
| Bank fees                                | 2,936            | 1,388          |
| Computer and communications              | 23,009           | 15,467         |
| Donations                                | 1,626            | 4,181          |
| Insurance                                | 12,508           | 18,998         |
| IPO expenses                             | 166,363          | 35,549         |
| Legal expenses                           | 1,511            | 1,609          |
| Office expenses                          | 174,730          | 108,869        |
| Travel                                   | 48,317           | 17,270         |
| <b>Total other expenses</b>              | <b>1,403,360</b> | <b>953,710</b> |

## 6 FINANCE COSTS

|  | 2014<br>\$ | 2013<br>\$    |
|--|------------|---------------|
| Interest expenses for borrowings at amortised cost |            |               |
| - Related Party                                    | -          | 9,484         |
| - Third Party                                      | 671        | 50,629        |
|  | <b>671</b> | <b>60,113</b> |

## 7 INCOME TAX

|   | 2014<br>\$     | 2013<br>\$     |
|---|----------------|----------------|
| (a) Income tax expense/(benefit)  |                |                |
| Current tax   | -              | -              |
| Deferred tax  | -              | -              |
|   | -              | -              |
| (b) Reconciliation of income tax expense to prima facie tax payable:            |                |                |
| Loss before tax   | (1,609,834)    | (1,191,769)    |
| Prima facie income tax benefit at the Australian tax rate of 30%                | (482,950)      | (357,531)      |
| Increase/(decrease) in income tax expense due to:                               |                |                |
| Assessable income   | 6,528          | 4,205          |
| Non-deductible expenses   | 1,721          | -              |
| Tax loss not recognised   | 441,735        | 357,677        |
| Effect of net deferred tax assets/(liabilities) not recognised                  | 32,231         | (5,516)        |
| Impact of overseas tax differential   | 735            | 1,165          |
| <b>Income tax expense/(benefit)</b>   | <b>-</b>       | <b>-</b>       |
| (c) Unrecognised deferred tax assets  |                |                |
| Deferred tax assets have not been recognised in respect of the following items: |                |                |
| Tax loss  | 923,446        | 499,569        |
| Other deferred tax assets   | 101,106        | 78,087         |
| Deferred tax liability in relation to exploration costs                         | (402,428)      | (202,701)      |
| <b>Net deferred tax assets not recognised</b>                                   | <b>622,124</b> | <b>374,955</b> |

## 8 LOSS PER SHARE

Basic and diluted loss per share have been calculated using:

|   | 2014<br>\$   | 2013<br>\$  |
|---|--------------|-------------|
| Loss for the year attributable to equity holders of the Company                                   | (1,609,834)  | (1,191,769) |
|   | No of Shares |             |
| Weighted average number of shares at the end of the year used in basic and diluted loss per share | 115,599,069  | 88,329,426  |
| Basic and diluted loss per share (cents per share)  | (1.3926)     | (1.3492)    |

As the Group is loss making, none of the potentially dilutive securities are currently dilutive.

## 9 CASH AND CASH EQUIVALENTS

For the purpose of the Statement of Cash Flows, cash includes cash on hand, cash at bank and short term deposits at call, net of any outstanding bank overdraft, if any. Cash at the end of the year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows.

|  | 2014<br>\$       | 2013<br>\$       |
|--|------------------|------------------|
| Cash at bank   | 670,789          | 1,015,845        |
| Cash held in trust (in lieu of July 2014 capital raising)* | 1,000,559        | -                |
| <b>Total cash and cash equivalents</b>                     | <b>1,671,348</b> | <b>1,015,845</b> |

\* Cash held in trust relates to cash received before 30 June 2014 in anticipation of a capital raising post year end. A corresponding amount is disclosed within other creditors to reflect the liability to the Group at year end. Shares were issued by the Group on 17th July 2014 as per note 25.

## 10 TRADE AND OTHER RECEIVABLES

|                                | 2014<br>\$    | 2013<br>\$    |
|--------------------------------|---------------|---------------|
| Other receivables              | 1,298         | -             |
| Net GST/VAT receivable         | 75,946        | 45,714        |
| <b>Total other receivables</b> | <b>77,244</b> | <b>45,714</b> |

## 11 OTHER ASSETS

|                                       | 2014<br>\$     | 2013<br>\$    |
|---------------------------------------|----------------|---------------|
| <b>Current</b>                        |                |               |
| Prepayments                           | 5,283          | 6,455         |
| Hire rental advance                   | 450,000        | -             |
| <b>Total other current assets</b>     | <b>455,283</b> | <b>6,455</b>  |
| <b>Non-current</b>                    |                |               |
| Bank guarantee deposit                | 104,894        | 12,856        |
| Bond deposit                          | 48,321         | 25,794        |
| Other capital costs                   | 750            | 6,317         |
| <b>Total other non-current assets</b> | <b>153,965</b> | <b>44,967</b> |

## 12 PROPERTY, PLANT AND EQUIPMENT

|   | 2014<br>\$    | 2013<br>\$   |
|---|---------------|--------------|
| <b>Exploration computer equipment</b>   |               |              |
| At cost   | 3,229         | -            |
| Less accumulated depreciation (depreciation is capitalised as deferred expenditure) | (179)         | -            |
| <b>Total exploration computer equipment</b>   | <b>3,050</b>  | <b>-</b>     |
| <b>Exploration plant and equipment</b>  |               |              |
| At cost   | 21,866        | 9,990        |
| Less accumulated depreciation (depreciation is capitalised as deferred expenditure) | (9,061)       | (5,639)      |
| <b>Total exploration plant and equipment</b>  | <b>12,805</b> | <b>4,351</b> |
| <b>Office equipment</b>   |               |              |
| At cost   | 43,497        | -            |
| Less accumulated depreciation   | (1,057)       | -            |
| Total office equipment  | 42,440        | -            |
| <b>Total</b>  | <b>58,295</b> | <b>4,351</b> |

### Movements in carrying amounts

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

|                                | Exploration<br>computer<br>equipment<br>\$ | Exploration<br>plant and<br>equipment<br>\$ | Office<br>equipment<br>\$ | Total<br>\$   |
|--------------------------------|--|---|---------------------------|---------------|
| Balance at 1 July 2012         | -  | 7,788                                       | -                         | 7,788         |
| Depreciation expense           | -  | (3,437)                                     | -                         | (3,437)       |
| <b>Balance at 30 June 2013</b> | <b>-</b>                                   | <b>4,351</b>                                | <b>-</b>                  | <b>4,351</b>  |
| Balance at 1 July 2013         | -  | 4,351                                       | -                         | 4,351         |
| Additions                      | 3,229                                      | 11,876                                      | 43,497                    | 60,804        |
| Depreciation expense           | (179)                                      | (3,422)                                     | (1,057)                   | (6,860)       |
| <b>Balance at 30 June 2014</b> | <b>3,050</b>                               | <b>12,805</b>                               | <b>42,440</b>             | <b>58,295</b> |

## 13 LEASES

### Operating leases as lessee

The Group leases 2 motor vehicles in Fiji under an operating lease. The future minimum lease payments are as follows:

|              | Minimum Lease Payments Due |                 |                     | Total<br>\$ |
|--------------|----------------------------|-----------------|---------------------|-------------|
|              | Within 1 year<br>\$        | 1-3 years<br>\$ | After 3 years<br>\$ |             |
| 30 June 2014 | 24,753                     | 43,317          | -                   | 68,070      |
| 30 June 2013 | -                          | -               | -                   | -           |

Lease expense during the year amounted to \$6,223 (2013: Nil) representing the minimum lease payments.

The rental contract has a non-cancellable term of three years.

## 14 DEFERRED EXPLORATION AND EVALUATION EXPENDITURE

|   | \$               |
|---|------------------|
| Balance at 1 July 2012                  | 377,561          |
| Expenditure capitalised during the year | 445,416          |
| <b>Balance at 30 June 2013</b>          | <b>822,977</b>   |
| Balance at 1 July 2013                  | 822,977          |
| Expenditure capitalised during the year | 853,574          |
| <b>Balance at 30 June 2014</b>          | <b>1,676,551</b> |

Directors have reviewed the carrying value of deferred exploration and evaluation expenditure and after seeking independent professional advice have formed a conservative view on the carrying value of these assets. The ultimate recoupment of these costs is dependent on the successful development and exploitation, or alternatively sale, of the respective areas of interest.

## 15 TRADE AND OTHER PAYABLES

|                             | 2014<br>\$       | 2013<br>\$    |
|-----------------------------|------------------|---------------|
| <b>Current</b>              |                  |               |
| Trade creditors             | 59,636           | -             |
| Other creditors*            | 1,200,000        | 43,699        |
| Accruals                    | 28,618           | 25,431        |
| <b>Total other payables</b> | <b>1,288,254</b> | <b>69,130</b> |

\* Other creditors relate to cash received before 30 June 2014 in anticipation of a capital raising post year end. Shares were issued by the Group on 7th & 17th July 2014 as per note 25.

## 16 BORROWINGS

|                         | 2014<br>\$ | 2013<br>\$     |
|-------------------------|------------|----------------|
| <b>Current</b>          |            |                |
| Loan from third party   | -          | 182,337        |
| Loan from related party | -          | 456,589        |
| <b>Total borrowings</b> | <b>-</b>   | <b>638,926</b> |

The Company entered into an agreement with the third party and related party to convert the outstanding loan into the ordinary shares of the Company in July 2013. Refer to note 17 for more information.

There is no outstanding loan payable to a third party as at 30 June 2014 (2013: \$182,377). The total facility of the Company with a third party is \$1,000,000 as at 30 June 2014 (2013: \$1,000,000), which expires on 31 December 2016. The agreed interest rate on the loan is 5%.

There is no outstanding loan payable to a related party as at 30 June 2014 (2013: \$456,589). The total facility of the Company with related parties is \$4,500,000 as at 30 June 2014 (2013: \$1,000,000), which expires on 31 December 2016. The agreed interest rate on the loans is 5%.

## 17 ISSUED CAPITAL

|                                   | 2014               |                  | 2013               |                  |
|-----------------------------------|--------------------|------------------|--------------------|------------------|
|                                   | Shares             | \$               | Shares             | \$               |
| <b>Ordinary shares fully paid</b> | <b>119,436,540</b> | <b>6,377,744</b> | <b>102,256,795</b> | <b>3,195,991</b> |

### Movements in ordinary share capital

| Ordinary shares  | Notes | No. of shares | \$        |
|--|-------|---------------|-----------|
| Balance at 30 June 2012                                      |       | 86,320,000    | 8,632     |
| Fully paid ordinary shares issued 8 November 2012 at \$0.20  |       | 1,870,000     | 374,000   |
| Fully paid ordinary shares issued 13 February 2013 at \$0.20 |       | 530,000       | 106,000   |
| Fully paid ordinary shares issued 19 March 2013 at \$0.20    |       | 95,000        | 19,000    |
| Fully paid ordinary shares issued 28 March 2013 at \$0.20    |       | 1,000,000     | 200,000   |
| Fully paid ordinary shares issued 12 April 2013 at \$0.20    |       | 500,000       | 100,000   |
| Fully paid ordinary shares issued 18 April 2013 at \$0.20    |       | 520,000       | 104,000   |
| Fully paid ordinary shares issued 24 April 2013 at \$0.20    |       | 25,000        | 5,000     |
| Fully paid ordinary shares issued 12 June 2013 at \$0.20     |       | 100,000       | 20,000    |
| Fully paid ordinary shares issued 28 June 2013 at \$0.20     |       | 11,296,795    | 2,259,359 |
| Balance at 30 June 2013                                      |       | 102,256,795   | 3,195,991 |
| Balance at 1 July 2013                                       |       | 102,256,795   | 3,195,991 |
| Fully paid ordinary shares issued 3 July 2013 at \$0.20      |       | 40,000        | 8,000     |
| Fully paid ordinary shares issued 18 July 2013 at \$0.20     | (1)   | 2,550,000     | 510,000   |
| Fully paid ordinary shares issued 31 July 2013 at \$0.15     |       | 6,666,665     | 1,000,000 |
| Fully paid ordinary shares issued 31 July 2013 at \$0.20     | (2)   | 943,850       | 188,770   |
| Fully paid ordinary shares issued 16 October 2013 at \$0.20  |       | 5,210,000     | 1,042,000 |
| Fully paid ordinary shares issued 20 May 2014 at \$0.26      |       | 1,769,230     | 460,000   |
| Less costs of issue  |       | -             | (27,017)  |
| Balance at 30 June 2014                                      |       | 119,436,540   | 6,377,744 |

The share capital of Dome Gold Mines consists only of fully paid ordinary shares. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at the shareholders' meeting of Dome Gold Mines.

1. On 18 July 2013, the Company issued 2,550,000 fully paid ordinary shares at \$0.20 per share, amounting to \$510,000. 2,510,000 shares were issued to convert a related party loan of \$500,000 and a third party loan of \$2,000. The remaining shares resulted in the raising of \$8,000 additional share capital.
2. On 31 July 2013, the Company issued 943,850 fully paid ordinary shares at \$0.20 per share, amounting to \$188,770. 903,850 shares were issued to convert a third party loan of \$180,770. The remaining shares resulted in the raising of \$8,000 additional share capital.

## 18 CASH FLOW INFORMATION

Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows:

|  | 2014<br>\$         | 2013<br>\$         |
|--|--------------------|--------------------|
| <b>Reconciliation of cash</b>  |                    |                    |
| Cash and cash equivalents  | 1,671,348          | 1,015,845          |
| <b>Reconciliation of cash flow from operations with loss from ordinary activities after income tax</b> |                    |                    |
| Loss from ordinary activities after income tax   | 1,609,834          | (1,191,769)        |
| Non-cash flows in loss from ordinary activities  |                    |                    |
| Depreciation and amortisation  | 1,057              | -                  |
| Foreign exchange loss  | 44,224             | 17,343             |
| <i>Changes in assets and liabilities:</i>  |                    |                    |
| Trade receivables and other assets   | (28,691)           | 68,467             |
| Trade and other payables   | 26,704             | 20,257             |
| <b>Net cash used in operating activities</b>   | <b>(1,566,540)</b> | <b>(1,085,702)</b> |

## 19 NON-CASH FINANCING ACTIVITIES

|  | 2014<br>\$ | 2013<br>\$ |
|--|------------|------------|
| Borrowings previously recognised as a liability converted to equity        | 682,770    | 431,359    |
| Refer to note 17 (1) & (2) for detailed information.                       |            |            |
| Convertible notes previously recognised as a liability converted to equity | -          | 200,000    |



## 20 REMUNERATION OF AUDITORS

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

|                                      | 2014<br>\$    | 2013<br>\$    |
|--------------------------------------|---------------|---------------|
| <b>Grant Thornton Audit Pty Ltd</b>  |               |               |
| Audit services                       | 46,000        | 35,500        |
| Taxation services                    | 3,750         | 3,750         |
| <b>Total remuneration of auditor</b> | <b>49,750</b> | <b>39,250</b> |

## 21 RELATED PARTIES TRANSACTIONS

The Group's related parties include its loan from related party and transactions with key management personnel as described below.

|                                | 2014<br>\$ | 2013<br>\$     |
|--------------------------------|------------|----------------|
| <b>Loan from related party</b> |            |                |
| Beginning of the year          | 456,589    | 47,035         |
| Loans advanced                 | 50,000     | 754,370        |
| Loan repayments                | (6,589)    | (354,300)      |
| Conversion to shares           | (500,000)  | -              |
| Interest charged               | -          | 9,484          |
| <b>End of year</b>             | <b>-</b>   | <b>456,589</b> |

The agreed interest on the loans is 5%. Refer note 16 for information on terms and conditions.

- During the year ended 30 June 2014, Mr Andrew Skinner had control over an entity, Charvest Pty Ltd, which provided consulting services to the Group. The amounts billed related to this consulting services amounted to \$404,004 (2013: \$414,000), based on normal market rates and was fully paid as of the reporting date.
- During the year ended 30 June 2014, Mr Andrew Skinner had control over an entity, Andrew Skinner and Associates, which provided accounting services to the Group. The amounts billed related to the accounting services amounted to \$58,342 (2013: \$34,170).

## 22 COMMITMENTS AND CONTINGENCIES

|   | 2014<br>\$       | 2013<br>\$ |
|---|------------------|------------|
| <b>Tenement expenditure commitments</b> |                  |            |
| Within one year                         | -                | -          |
| Between one to five years               | 2,437,551        | -          |
| <b>End of year</b>                      | <b>2,437,551</b> | <b>-</b>   |

There are no contingent assets or liabilities as at the date of this financial report.

All three tenements are renewed until August 2016 with remaining tenement expenditure commitments estimated at \$2,437,551.

## 23 SEGMENT REPORTING

Segment information is presented in respect of the Group's management and internal reporting structure.

Inter-segment pricing is determined on an arm's length basis.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income earning assets and revenue, interest bearing loans, borrowings and expenses, and corporate assets and expenses.

Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year.

### Geographical segments

For the financial year ended 30 June 2014 the Company principally operated in Fiji in the mineral exploration sector.

The Group has one reportable segment, as described below:

|                            | Fiji<br>\$       | Unallocated<br>\$  | Consolidated<br>Total<br>\$ |
|----------------------------|------------------|--------------------|-----------------------------|
| <b>OPERATING SEGMENT</b>   |                  |                    |                             |
| <b>30 June 2013</b>        |                  |                    |                             |
| <b>Segment revenue</b>     |                  |                    |                             |
| Revenue – external         | -                | -                  | -                           |
| Finance income             | 236              | 1,161              | 1,397                       |
| <b>Total revenue</b>       | <b>236</b>       | <b>1,161</b>       | <b>1,397</b>                |
| Depreciation               | -                | -                  | -                           |
| <b>Segment loss</b>        | <b>(28,997)</b>  | <b>(1,162,772)</b> | <b>(1,191,769)</b>          |
| <b>Segment assets</b>      | <b>522,716</b>   | <b>1,417,593</b>   | <b>1,940,309</b>            |
| <b>Segment liabilities</b> | <b>514,296</b>   | <b>193,760</b>     | <b>708,056</b>              |
| <b>30 June 2014</b>        |                  |                    |                             |
| <b>Segment revenue</b>     |                  |                    |                             |
| Revenue – external         | -                | -                  | -                           |
| Finance income             | 386              | 29,292             | 29,678                      |
| <b>Total revenue</b>       | <b>386</b>       | <b>29,292</b>      | <b>29,678</b>               |
| Depreciation               | -                | 1,057              | 1,057                       |
| <b>Segment loss</b>        | <b>49,069</b>    | <b>1,560,765</b>   | <b>1,609,834</b>            |
| <b>Segment assets</b>      | <b>1,132,650</b> | <b>2,960,036</b>   | <b>4,092,686</b>            |
| <b>Segment liabilities</b> | <b>1,173,039</b> | <b>115,215</b>     | <b>1,288,254</b>            |

## Reconciliation of reportable segment profit & loss, assets and liabilities

|   | 2014<br>\$         | 2013<br>\$         |
|---|--------------------|--------------------|
| <b>Loss before tax</b>                    |                    |                    |
| Loss before tax for reportable segment    | (49,069)           | (28,997)           |
| Other loss before tax unallocated         | (1,560,765)        | (1,162,772)        |
| <b>Consolidated loss before tax</b>       | <b>(1,609,834)</b> | <b>(1,191,769)</b> |
| <b>Assets</b>                             |                    |                    |
| Total assets for reportable segments      | 1,132,650          | 522,716            |
| Intercompany eliminations                 | (1,144,181)        | (471,097)          |
| Other assets unallocated                  | 4,104,217          | 1,888,690          |
| <b>Consolidated assets</b>                | <b>4,092,686</b>   | <b>1,940,309</b>   |
| <b>Liabilities</b>                        |                    |                    |
| Total liabilities for reportable segments | 1,173,039          | 514,296            |
| Intercompany eliminations                 | (1,144,181)        | (471,097)          |
| Other liabilities unallocated             | 1,259,396          | 664,857            |
| <b>Consolidated liabilities</b>           | <b>1,288,254</b>   | <b>708,056</b>     |

## 24 PARENT ENTITY DISCLOSURES

As at and throughout the financial year ended 30 June 2014 the parent entity of the Group was Dome Gold Mines Ltd.

|   | 2014<br>\$         | 2013<br>\$         |
|---|--------------------|--------------------|
| <b>Statement of profit or loss and other comprehensive income</b> |                    |                    |
| Net loss for the year   | (1,560,765)        | (1,162,772)        |
| Other comprehensive income  | -                  | -                  |
| <b>Total comprehensive loss</b>                                   | <b>(1,560,765)</b> | <b>(1,162,772)</b> |
| <b>Statement of financial position</b>                            |                    |                    |
| Current assets  | 3,291,889          | 1,497,718          |
| Non-current assets  | 866,169            | 444,812            |
| Total assets  | 4,158,058          | 1,942,530          |
| Current liabilities   | 1,259,396          | 664,856            |
| Total liabilities   | 1,259,396          | 664,856            |
| <b>Net assets/(liabilities)</b>                                   | <b>2,898,662</b>   | <b>1,277,674</b>   |
| <b>Equity</b>   |                    |                    |
| Issued capital  | 6,377,744          | 3,195,991          |
| Accumulated losses  | (3,479,082)        | (1,918,317)        |
| <b>Total equity</b>   | <b>2,898,662</b>   | <b>1,277,674</b>   |

The directors are of the opinion that no contingencies existed at, or subsequent to year end.

## 25 POST-REPORTING DATE EVENTS

Subsequent to the end of the financial year:

### Issue of share capital

- On 7 July 2014 the Company completed a placement of 1,923,077 fully paid ordinary shares at \$0.26 per share to raise \$500,000.
- On 17 July 2014 the Company completed a placement of 4,166,666 fully paid ordinary shares at \$0.24 per share to raise \$1,000,000.

### Proposed acquisition of Magma Mines Ltd

On 23 July 2014 a notice of general meeting to be held on 25 August 2014 was sent to Dome ordinary shareholders with a resolution proposing the acquisition of Magma Mines Ltd.

No other matters or circumstances have arisen since the end of the year that have significantly affected or may significantly affect either:

- the entity's operations in future financial years;
- the results of those operations in future financial years; or
- the entity's state of affairs in future financial year

## 26 SUBSIDIARIES

Particulars in relation to controlled entities:

| Controlled entities | Country of incorporation | Company interest in ordinary shares |        |
|---------------------|--------------------------|-------------------------------------|--------|
|                     |                          | 2014 %                              | 2013 % |
| Dome Mines Limited  | Fiji                     | 100                                 | 100    |

## 27 FINANCIAL INSTRUMENT RISK

### 27.1 Risk management objectives and policies

The Group is exposed to various risks in relation to financial instruments. The Group's financial assets and liabilities by category are summarised in note 3.14. The main types of risks are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated by management, in close co-operation with the board of directors, and focuses on actively securing the Group's short to medium term cash flows by minimising the exposure to financial markets.

The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed are described below.

The Group is exposed to market risk through its use of financial instruments and specifically to currency risk and certain other price risks, which result from both its operating and investing activities.

## 27.2 Market risk analysis

The Group is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risks, which result from both its operating and investing activities.

### Foreign currency sensitivity

Most of the Group's transactions are carried out in AUD. Exposures to currency exchange rates arise from the Group's overseas purchases, which are primarily denominated in Fijian dollars (FJD). To mitigate the Group's exposure to foreign currency risk, non-AUD cash flows are monitored.

The following table illustrates the sensitivity of profit in regards to the Group's financial assets and financial liabilities and the AUD/FJD exchange rate 'all other things being equal'. It assumes a +/- 0.87% change of the AUD/FJD exchange rate for the year ended 30 June 2014. This percentage has been determined based on the average market volatility in exchange rates in the previous 12 months. The sensitivity analysis is based on the Group's foreign currency financial instruments held at each reporting date and also takes into account forward exchange contracts that offset effects from changes in currency exchange rates.

If the AUD had strengthened against the FJD by 0.87% (2013: 5.92%) then this would have had the following impact:

|              | Profit for the year |           |             | Equity    |           |             |
|--------------|---------------------|-----------|-------------|-----------|-----------|-------------|
|              | AUD<br>\$           | FJD<br>\$ | Total<br>\$ | AUD<br>\$ | FJD<br>\$ | Total<br>\$ |
| 30 June 2014 | 9,882               | -         | 9,882       | 9,882     | -         | 9,882       |
| 30 June 2013 | 29,630              | -         | 29,630      | 29,630    | -         | 29,630      |

If the AUD had weakened against the FJD by 0.87% (2013: 5.92%) then this would have had the following impact:

|              | Profit for the year |           |             | Equity    |           |             |
|--------------|---------------------|-----------|-------------|-----------|-----------|-------------|
|              | AUD<br>\$           | FJD<br>\$ | Total<br>\$ | AUD<br>\$ | FJD<br>\$ | Total<br>\$ |
| 30 June 2014 | (9,882)             | -         | (9,882)     | (9,882)   | -         | (9,882)     |
| 30 June 2013 | (29,630)            | -         | (29,630)    | (29,630)  | -         | (29,630)    |

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's exposure to currency risk.

### Interest rate sensitivity

Interest risk arises from the use of interest bearing financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk).

The Group's policy is to minimise interest rate cash flow risk exposures on financing. Borrowings are therefore usually at fixed rates. At 30 June 2014, the Group is not exposed to changes in market interest rates through borrowings as all borrowings are at fixed interest rates.

At 30 June 2014, the Group's exposure to cash flow interest relates primarily to cash at bank of the Group which bears floating rates. The Group is considering investing surplus cash in term deposits at fixed rates in the future.

As at the end of the reporting period, the Group had the following floating financial instruments:

|                           | 2014                             |            | 2013                             |            |
|---------------------------|----------------------------------|------------|----------------------------------|------------|
|                           | Weighted average interest rate % | Balance \$ | Weighted average interest rate % | Balance \$ |
| Cash and cash equivalents | 2.07                             | 1,671,348  | 2.55                             | 1,015,845  |

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit (through the impact on floating rate financial assets and financial liabilities).

|                            | 2014                       |                            | 2013                       |                            |
|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
|                            | +0.05% (5 basis points) \$ | -0.05% (5 basis points) \$ | +0.05% (5 basis points) \$ | -0.05% (5 basis points) \$ |
| Profit/(loss) for the year | 836                        | (836)                      | 5,079                      | (5,079)                    |

Significant assumptions used in interest rate exposure sensitivity analysis:

- (i) Reasonable possible movements in interest rates were determined based on the current levels of cash at bank and debt, relationships with financial institutions and economic forecaster's expectations.
- (ii) The net exposure at balance date is representative of what the Group was and is expecting to be exposed to in the next twelve months from balance date.

### 27.3 Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, for example by receivables from other parties, placing deposits etc. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

|  | 2014 \$          | 2013 \$          |
|--|------------------|------------------|
| <b>Classes of financial assets - carrying amounts:</b> |                  |                  |
| Cash and cash equivalents                              | 1,671,348        | 1,015,845        |
| Trade and other receivables                            | 532,527          | 45,714           |
| Bank guarantee deposit                                 | 104,894          | 12,856           |
| Bond deposit   | 48,321           | 25,794           |
| <b>Carrying amount</b>                                 | <b>2,357,090</b> | <b>1,100,209</b> |

The Group continuously monitors defaults of other counterparties, identified either individually or by group, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties.

The Group's management considers that all the above financial assets that are not impaired or past due for each of the reporting dates under review are of good credit quality. The Group currently has no receivables from trading therefore is not exposed to credit risk in relation to trade receivables.

None of the Group's financial assets are secured by collateral or other credit enhancements.

The credit risk for cash and cash equivalents, bank guarantee deposit and bond deposit is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

## 27.4 Liquidity risk analysis

Liquidity risk is that the Group might be unable to meet its obligations. The Group manages its liquidity needs by monitoring scheduled debt servicing payments for financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Group's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities.

As at 30 June 2014, the Group's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarised below:

|                          | Current                  |                      | Non current        |                             |
|--------------------------|--------------------------|----------------------|--------------------|-----------------------------|
|                          | Within<br>6 months<br>\$ | 6 to 12 months<br>\$ | 1 to 5 years<br>\$ | Later than<br>5 years<br>\$ |
| <b>30 June 2013</b>      |                          |                      |                    |                             |
| Related party loans      | 456,589                  | -                    | -                  | -                           |
| Third party loans        | 182,337                  | -                    | -                  | -                           |
| Trade and other payables | 69,130                   | -                    | -                  | -                           |
| <b>Total</b>             | <b>708,056</b>           | <b>-</b>             | <b>-</b>           | <b>-</b>                    |
| <b>30 June 2014</b>      |                          |                      |                    |                             |
| Related party loans      | -                        | -                    | -                  | -                           |
| Third party loans        | -                        | -                    | -                  | -                           |
| Trade and other payables | 1,288,254                | -                    | -                  | -                           |
| <b>Total</b>             | <b>1,288,254</b>         | <b>-</b>             | <b>-</b>           | <b>-</b>                    |



## **28 CAPITAL RISK MANAGEMENT**

The Group manages its risk exposure of its financial instruments in accordance with the guidance of the Board of Directors. The Group uses different methods to manage and minimise its exposure to risks. These include monitoring levels of interest rates fluctuations to maximise the return of bank balances and liquidity risk is monitored through the development of future rolling cash flow forecasts.

The final approval and monitoring of any of these policies is done by the Board which review and agrees on the policies for managing risks.

The primary responsibility to monitor the financial risks lies with the Directors and the Company Secretary under the authority of the Board. The Board approved policies for managing risks including the setting up of approval limits for purchases and monitoring projections of future cash flows.

## **29 AUTHORISATION OF FINANCIAL STATEMENTS**

The consolidated financial statements for the year ended 30 June 2014 (including comparatives) were approved by the board of directors on 25 August 2014.

# DIRECTORS' DECLARATION

The directors of the Company declare that:

1. The consolidated financial statements and notes of Dome Gold Mines Ltd are in accordance with the Corporations Act 2001, including
  - i. giving a true and fair view of its financial position as at 30 June 2014 and of its performance for the financial year ended on that date; and
  - ii. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
  - iii. complying with International Financial Reporting Standards as disclosed in Note 1; and
2. There are reasonable grounds to believe that Dome Gold Mines Ltd will be able to pay its debts as and when they become due and payable.
3. The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer (or equivalent) and Chief Financial Officer (or equivalent) for the financial year ended 30 June 2014.

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

On behalf of the Board



Garry Lowder  
Chairman  
Dated this 25 August 2014  
Sydney

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## **Independent Auditor's Report To the Members of Dome Gold Mines Limited**

### **Report on the financial report**

We have audited the accompanying financial report of Dome Gold Mines Limited (the "Company"), which comprises the consolidated statement of financial position as at 30 June 2014, 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 the Corporations Act 2001. The Directors' responsibility also includes 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. The Directors also state in the notes to the financial report, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, 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 us to comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

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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.

#### **Independence**

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

#### **Auditor's opinion**

In our opinion:

- a the financial report of Dome Gold Mines 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 2014 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 the notes to the financial statements.

#### **Report on the remuneration report**

We have audited the remuneration report included in pages 15 to 17 of the directors' report for the year ended 30 June 2014. The Directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.



**Auditor's opinion on the remuneration report**

In our opinion, the remuneration report of Dome Gold Mines Limited for the year ended 30 June 2014, complies with section 300A of the Corporations Act 2001.

A handwritten signature in blue ink that reads "Grant Thornton".

GRANT THORNTON AUDIT PTY LTD  
Chartered Accountants

A handwritten signature in blue ink, appearing to be "C F Farley".

C F Farley  
Partner - Audit & Assurance

Sydney, 25 August 2014

# ASX ADDITIONAL INFORMATION

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below. The information is effective as at 31 July 2014.

## SECURITIES EXCHANGE

The Company is listed on the Australian Securities Exchange. The Home Exchange is Sydney.

## SUBSTANTIAL SHAREHOLDERS

The number of substantial shareholders and their associates are set out below:

| Shareholder                  | Number of shares |
|------------------------------|------------------|
| Onizaki Corporation          | 30,000,000       |
| Tiger Ten Investment Limited | 20,130,000       |

## VOTING RIGHTS

The voting rights attached to ordinary shares, as set out in the Company's Constitution, are that every member in person or by proxy, attorney or representative, shall have one vote on a show of hands and one vote for each share held on a poll.

A member holding partly paid shares is entitled to a fraction of a vote equivalent to the proportion which the amount paid up bears to the issue price for the shares.

Options don't carry voting rights.

## DISTRIBUTION OF SHAREHOLDERS

The total distribution of fully paid shareholders, being the only class of equity was as follows:

| Holding          | Ordinary Shares |                      |
|------------------|-----------------|----------------------|
|                  | Shares          | 30 Sept 2015 Options |
| 1 - 1,000        | 1               | -                    |
| 1,001 - 5,000    | 12              | -                    |
| 5,001 - 10,000   | 341             | -                    |
| 10,001 - 100,000 | 40              | -                    |
| 100,001 and over | 42              | 19                   |
| <b>Total</b>     | <b>436</b>      | <b>19</b>            |

There were 2 holders of less than a marketable parcel of 2,500 ordinary shares.

## ON MARKET BUY BACK

There is no on market buy-back.

## TWENTY LARGEST SHAREHOLDERS

The twenty largest quoted shareholders held 87.16% of the fully paid ordinary shares as follows:

| Name  | Ordinary Shares |       |
|---|-----------------|-------|
|   | Quantity        | %     |
| Onizaki Corporation   | 30,000,000      | 23.90 |
| Tiger Ten Investment Limited                                    | 20,130,000      | 16.04 |
| Brave Top Enterprises Ltd                                       | 5,500,000       | 4.38  |
| Cybersys Inc  | 5,500,000       | 4.38  |
| Charvest Pty Ltd  | 5,025,000       | 4.00  |
| Globe Street Investments Pty Ltd <FRG Super A/C>                | 5,000,000       | 3.98  |
| Globe Street Investments Pty Ltd <Globe Street Investments A/C> | 5,000,000       | 3.98  |
| Kimcroft Trading Pty Ltd  | 5,000,000       | 3.98  |
| Hadeon Valley Holdings Inc.                                     | 3,750,000       | 2.99  |
| Hillside Meadows Ltd  | 3,750,000       | 2.99  |
| Mr Huanrong Ma  | 3,416,666       | 2.72  |
| Fleet Market Investments Pty Ltd                                | 2,500,000       | 1.99  |
| Summerfell Investments Ltd                                      | 2,500,000       | 1.99  |
| Thamadia Nominees Pty Ltd <A/C Jean White Super A/C>            | 2,500,000       | 1.99  |
| Mr Qian Yu  | 2,083,333       | 1.66  |
| Lexicon Global Group Limited                                    | 2,000,000       | 1.59  |
| SST Trading Pty Ltd <A/C Go Forth Investment A/C>               | 1,750,000       | 1.39  |
| Mr Ji Cai   | 1,333,333       | 1.06  |
| Mr Jun Wang   | 1,333,333       | 1.06  |
| Mr Yang Yu  | 1,333,333       | 1.06  |

## OPTIONS

Total options issued as at 30 June 2014: 10,148,395.



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