



LUIRI GOLD LIMITED

EXEMPT COMPANY NO. 46884

ARBN 139 588 926

Half-year Report
30 June 2015

LUIRI GOLD LIMITED
EXEMPT COMPANY - 46884

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CORPORATE INFORMATION

Directors	Rob Brown Stuart Murray (appointed 22 June 2015) Angela Pankhurst Peter Hawkins
Company secretary	Angela Pankhurst
Registered office	Clarendon House 2 Church Street Hamilton, Bermuda
Australian office	c/- Westland Settlements Pty Ltd Suite 5, 9 Bowman St South Perth, Western Australia 6151 Telephone: +61-8 6102 0399 Facsimile: +61-8 6323 4661
Share registry	Computershare Investor Services Pty Ltd Reserve Bank Building Level 11, 172 St George's Terrace Perth, Western Australia 6000
Auditors	HLB Mann Judd Chartered Accountants Level 4, 130 Stirling Street Perth, Western Australia 6000
Solicitors	HWL Ebsworth Lawyers Level 11, 167 St Georges Tce Perth, Western Australia 6000
ASX code	Luri Gold Limited is listed on the Australian Securities Exchange (Shares: LGM)
Website	www.lurigold.com

LUIRI GOLD LIMITED

DIRECTORS' REPORT

Your Directors present their financial report for the half-year ended 30 June 2015. The financial report is prepared in accordance with the Bermudian Companies Act, 1981.

Directors

The following persons were Directors of LuiRI Gold Limited (**the Company or LuiRI**) during the whole of the period and up to the date of this report unless otherwise stated:

Robert Brown – *Non-executive Chairman*
Stuart Murray – *Managing Director (appointed 22 June 2015)*
Peter Hawkins – *Non-Executive Director*
Angela Pankhurst – *Executive Director*

Review of operations

The Company sold its interests in the LuiRI Hill Gold Project in 2014 and currently has no operations.

Corporate

On 12 June 2015 LuiRI's shareholders, at its AGM, approved a reduction in the par value of the Company's shares, share issues and the appointment of Stuart Murray as Managing Director and Deputy Chairman.

The share issues approved included shares to repay loans made to the Company in December 2014 and March 2015, shares in-lieu of director's fees and a placement for \$180,000 in working capital.

Mr Murray's appointment and the raising of working capital gives the Company the resources it needs to progress several potential projects it has been investigating. The Board will continue to work toward acquiring a project and funding that will enable it to have the suspension of its shares from the ASX lifted.

This report is signed in accordance with a resolution of Directors.



Angela Pankhurst
Director/Company Secretary

Perth
9 September 2015

LUIRI GOLD LIMITED
CONDENSED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 30 JUNE 2015

	Note	Consolidated	
		Half-year ended 30 June 2015 \$	Half-year ended 30 June 2014 \$
Continuing Operations			
Interest income		207	3,824
		207	3,824
Depreciation		-	2,172
Loss on disposal of fixed assets		-	5,359
Foreign exchange loss		2,265	-
Other expenses		96,555	164,655
Share-based payment expense		-	108,059
		98,820	280,245
Loss before income tax expense		(98,613)	(276,421)
Income tax expense		-	-
Loss after income tax from continuing operations		(98,613)	(276,421)
Discontinued operations			
Loss after tax from discontinued operations	6	-	(1,637,150)
Loss for the period		(98,613)	(1,913,571)
Other comprehensive income			
<i>Items which may be reclassified to profit and loss:</i>			
Reclassification of exchange differences in prior years, on sale of subsidiaries		-	1,665,057
Total comprehensive result for the period		(98,613)	(248,514)
Basic loss per share from continuing and discontinued operations (cents per share)		(0.03)	(0.7)
Basic loss per share from continuing operations (cents per share)		(0.03)	(0.1)
Basic loss per share from discontinued operations (cents per share)		-	(0.6)

The above condensed statement of comprehensive income should be read in conjunction with the accompanying notes.

LUIRI GOLD LIMITED
CONDENSED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015

	Note	Consolidated	
		30 June 2015	31 December 2014
			\$
Current assets			
Cash and cash equivalents		297,060	19,294
Prepayments		4,952	-
Trade and other receivables		6,780	167,219
Total current assets		308,792	186,513
Total assets		308,972	186,513
Current liabilities			
Trade and other payables		47,696	66,676
Total current liabilities		47,696	66,676
Total liabilities		47,696	66,676
Net assets		261,096	119,837
Equity			
Issued capital	2	594,262	3,211,065
Shares to be issued	2	2,176	189,426
Reserves		4,620,550	32,077,449
Accumulated losses		(4,955,892)	(35,358,103)
Total equity		261,096	119,837

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

LUIRI GOLD LIMITED
CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 30 JUNE 2015

	Consolidated				
	Issued capital \$	Shares to be issued \$	Accumulated losses \$	Reserves \$	Total equity \$
Balance as at 31 December 2014	3,211,065	189,426	(35,358,103)	32,077,449	119,837
Loss for the period	-	-	(98,613)	-	(98,613)
Other comprehensive income	-	-	-	-	-
Total comprehensive result for period	-	-	(98,613)	-	(98,613)
Shares issued during the period	172,275	(189,426)	-	253,691	236,540
Shares to be issued	-	2,176	-	1,156	3,332
Transfer reserves (refer note 2(e))	-	-	30,500,824	(30,500,824)	-
Change of par value	(2,789,078)	-	-	2,789,078	-
Balance as at 30 June 2015	594,262	2,176	(4,955,892)	4,620,550	261,096
Balance as at 31 December 2013	27,588,627	448,000	(33,416,674)	5,397,297	17,250
Loss for the period	-	-	(1,913,571)	-	(1,913,571)
Other comprehensive income	-	-	-	1,665,057	1,665,057
Total comprehensive result for period	-	-	(1,913,571)	1,665,057	(248,514)
Shares issued during the period	280,000	-	-	(140,000)	140,000
Shares to be issued	-	100,000	-	-	100,000
Share-based compensation	-	-	-	108,059	108,059
Balance as at 30 June 2014	27,868,627	548,000	(35,330,245)	7,030,413	116,795

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

LUIRI GOLD LIMITED
CONDENSED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 30 JUNE 2015

	Consolidated	
	Half-year ended 30 June 2015	Half-year ended 30 June 2014
	\$	\$
Cash flows from operating activities		
R&D tax incentive	138,913	-
Payments to suppliers and employees	(91,147)	(366,472)
Interest received	207	3,824
	47,766	(362,648)
Net cash inflow/(outflow) from operating activities		
Cash flows from investing activities		
Cash in sold subsidiary	-	(26)
	-	(26)
Net cash outflow from investing activities		
Cash flows from financing activities		
Proceeds from the issue of securities	230,000	140,000
	230,000	140,000
Net cash inflow from financing activities		
Net increase/(decrease) in cash held	277,766	(222,674)
Cash at the beginning of the period	19,294	228,606
	297,060	5,932
Cash at the end of the period		

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

Luir Gold Limited
Exempt Company - 46884

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

Statement of compliance

This general purpose financial report for the half-year ended 30 June 2015 has been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

The half-year financial report does not include all the disclosures of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 31 December 2014 and any public announcements made by Luir Gold Limited during the interim reporting period in accordance with the continuous disclosure requirements of the ASX listing rules.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim period.

Basis of preparation

The half-year report has been prepared on a historical cost basis. Cost is based on the fair value consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted. For the purpose of preparing the half-year report, the half-year has been treated as a discrete reporting period.

Significant accounting judgments and key estimates

The preparation of half-year financial reports requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing this half-year report, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the Group when compiling the 31 December 2014 financial statements.

Adoption of new and revised Accounting Standards

In the half-year ended 30 June 2015, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the IASB that are relevant to the Group's operations and effective for annual reporting periods beginning on or after 31 December 2014.

It has been determined by the Directors that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on the Group and, therefore, no change is necessary to Group accounting policies.

The Directors have also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the half-year ended 30 June 2015. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on the Group and, therefore, no change necessary to Group accounting policies.

LUIRI GOLD LIMITED

NOTES TO THE CONDENSED FINANCIAL STATEMENTS 30 JUNE 2015 (CONTINUED)

(b) Going Concern

During the period ended 30 June 2015, the Group incurred a loss of \$98,613 and at 30 June 2015 had cash and cash equivalents of \$297,060 and positive working capital of \$261,096. In addition, the Group recorded a net cash inflow from operating and investing activities of \$47,766 after receipt of an R&D tax incentive of \$138,913.

The Directors have considered the appropriateness of the going concern assertion in the preparation of these financial statements. The Group has taken steps to reduce its cash burn rate significantly and based upon current cash flow projections the Directors believe the Group has sufficient cash on hand to fund its current level of activity for a period of at least twelve months from the date of approval of these financial statements. Should activity levels change, the Directors will seek a capital raising in order to fund any necessary outflows.

Based upon their assessment, the Directors believe it is appropriate to adopt the going concern basis of preparation in these financial statements.

NOTE 2: ISSUED CAPITAL

	30 June 2015	31 December 2014
	\$	\$
(a) Ordinary shares		
Ordinary shares on issue:		
460,422,251 (2014: 326,702,571)	594,262	3,211,065
Ordinary shares to be issued:		
1,666,667 (2014: 15,450,000)	2,176	189,426
	<u>596,438</u>	<u>3,400,491</u>

(b) Par value shares

Luiiri Gold Limited is a Bermuda Registered company and its shares have a par value of US\$0.001 (2014: US\$0.01), issued capital is accounted for at par value and any amount paid for shares in excess of the par value is accounted for in the share premium reserve, any discount to par value is accounted for in the capital reserve (treatment changed in 2014). A\$ par value is calculated using the exchange rate on the issue date, and at balance date for shares to be issued.

(c) Movements in shares issued		Shares issued	Issue Price	Par Value	Share premium/ (capital reserve)	Issued capital
Date		#	¢	¢	\$	\$
01/01/14	Balance	268,702,571				27,588,627
	Re-categorization to reserves					
	Share premium reserve					(1,235,086)
	Capital reserve					(23,765,516)
04/04/14	Placement	28,000,000	0.50	1.08	(163,660)	303,660
23/07/14	Contracted share issue	10,000,000	4.48	1.06	341,540	106,460
23/07/14	In-lieu directors fees	20,000,000	0.50	1.06	(112,920)	212,920
31/12/14	Balance	<u>326,702,571</u>				<u>3,211,065</u>
12/06/15	Change in par value				2,789,078	(2,789,078)
22/06/15	Convertible notes	37,500,500	0.20	0.13	26,688	48,313
22/06/15	In-lieu of directors fees	6,219,180	0.20	0.13	4,426	8,012
22/06/15	Placement	90,000,000	0.20	0.13	64,050	115,950
30/06/15	Balance	<u>460,422,251</u>				<u>594,262</u>

LUIRI GOLD LIMITED**NOTES TO THE CONDENSED FINANCIAL STATEMENTS 30 JUNE 2015 (CONTINUED)****NOTE 2: ISSUED CAPITAL (CONTINUED)**

(d) Movements in shares to be issued		Shares to be issued	Issue Price	Par Value	Share premium/ (capital reserve)	Shares to be issued
Date		#	¢	¢	\$	\$
01/01/14	Balance	10,000,000				448,000
23/07/14	Shares issued	(10,000,000)				(448,000)
24/12/14	Convertible loan	12,500,000	0.20	1.23	(128,258)	153,258
31/12/14	In-lieu of directors fees	2,950,000	0.20	1.23	(30,268)	36,168
31/12/14	Balance	15,450,000				189,426
22/06/15	Shares issued	(15,400,000)				(189,426)
30/06/15	In-lieu of directors fees	1,666,667	0.20	0.13	1,156	2,176
30/06/15	Balance	1,666,667				2,176

(e) Movements in reserves

On 12 June 2015, at the Company's AGM, shareholders approved a reduction in the par value of shares from US\$0.01 to US\$0.001. Prior to that transaction the Company transferred the balances of the capital reserve and the share based payments reserve to accumulated losses as permitted under Bermudan corporation law.

(f) Share options	30 June 2015	31 December 2014
	#	#
Unlisted options exercisable at \$0.45 on or before 1 April 2015	-	100,000
Unlisted options exercisable at \$0.60 on or before 1 April 2015	-	100,000
Unlisted options exercisable at \$0.85 on or before 1 April 2015	-	100,000
Employee Options exercisable at \$0.17 on or before 30 June 2015	-	8,800,000
Employee Options exercisable at \$0.10 on or before 30 June 2015	-	12,000,000
Unlisted options exercisable at \$0.08 on or before 30 June 2015	-	2,000,000
	-	23,100,000

NOTE 3: SEGMENT INFORMATION

For management purposes, the Board of Directors of the Company has been defined as the Chief Operating Decision Maker. Segment information is presented in respect of the Group's business segments based on the Group's management and internal reporting structure.

Up until June 2014 the group operated predominantly in one business segment that consisted of mineral exploration in Zambia. Since June 2014 the group has had no operations, only administration in Australia.

NOTE 4: COMMITMENTS AND CONTINGENCIES

The Company has given standard warranties in relation to the sale of its Mauritian and Zambian subsidiaries, and with regards to the Zambian tenements owned by those companies. These warranties expire in June 2016. The Company has given no warranty as to the continued good standing of the relevant Zambian tenements.

The Group has no other commitments or contingencies at balance date.

LUIRI GOLD LIMITED

NOTES TO THE CONDENSED FINANCIAL STATEMENTS 30 JUNE 2015 (CONTINUED)

NOTE 5: EVENTS AFTER THE BALANCE DATE

There has not been any matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial periods.

NOTE 6: DISCONTINUED OPERATIONS

On 30 June 2014 the Company completed the sale of various subsidiaries that owned all the Group's Zambian located assets. These subsidiaries are reported in these financial statements as a discontinued operation.

The Company received no sales consideration other than it was relieved of existing liabilities and contingent liabilities of approximately US\$520,000 as all existing liabilities and contingent liabilities owed by the discontinued operations were absorbed by the purchaser (subject to standard business sale warranties).

Financial performance and cashflow information

The financial performance and cashflow information for the discontinued operations are:

	Consolidated	
	6 months ended 30 June 2015	6 months ended 30 June 2014
	\$	\$
Expenses	-	(488,195)
Loss before tax from discontinued operations	-	(488,195)
R&D tax incentive	-	365,232
Loss after tax from discontinued operations	-	(122,963)
Profit on sale of discontinued operations	-	150,870
Reclassification of exchange differences recognised in prior years	-	(1,665,057)
Loss for the period from discontinued operations	-	(1,637,150)
<i>Cash flows from discontinued operations</i>		
Net cash (inflows)/outflows from operating activities	-	488,195
Net cash outflows/(inflows) from investing activities	-	-
Net cash outflows from financing activities	-	-
Net cash (inflows)/outflows	-	488,195

LUIRI GOLD LIMITED DIRECTORS' DECLARATION

In the Directors' opinion:

- (a) the financial statements and notes set out on pages 3 to 10:
 - (i) are in accordance with International Accounting Standards; and
 - (ii) give a true and fair view of the Group's financial position as at 30 June 2015 and of its performance for the half-year then ended; and
- (b) there are reasonable grounds to believe that LuiRI Gold Limited will be able to pay its debts as and when they become due and payable.

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



Angela Pankhurst
Director/Company Secretary

Perth, Western Australia
9 September 2015

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Luri Gold Limited

Report on the Condensed Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Luri Gold Limited ("the company") which comprises the condensed statement of financial position as at 30 June 2015, the condensed statement of comprehensive income, condensed statement of changes in equity and condensed statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory notes and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of the company are responsible for the preparation and fair presentation of the half-year financial report and for such internal controls as the directors determine are necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error. The directors have determined that the accounting policies used and described in the notes to the financial statements are consistent with the financial reporting requirements of the International Financial Reporting Standards and are appropriate to meet the needs of the members. These policies do not require the application of all Accounting Standards and other mandatory financial reporting requirements in Australia.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not presented fairly, in all material respects, in accordance with the accounting policies described in the notes to the financial statements. As the auditor of the company, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the Australian professional accounting bodies.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Luir Gold Limited does not present fairly, in all material respects, the financial position of the consolidated entity as at 30 June 2015 and its financial performance for the half-year ended on that date, in accordance with the accounting policies described in the notes to the financial report.

HLB Mann Judd

**HLB Mann Judd
Chartered Accountants**



**M R W Ohm
Partner**

**Perth, Western Australia
9 September 2015**