



HAOMA MINING NL

ANNUAL REPORT

JUNE 30, 2011



Mt. Webber, Pilbara WA

HAOMA MINING NL

Front Cover:
Mt. Webber, Pilbara, WA.

Back Cover:
Bamboo Creek
Processing Plant.

- 1. Bamboo Creek, WA
- 2. Marble Bar, WA
- 3. Cookes Hill, WA
- 4. Mt. Webber, WA
- 5. Ravenswood, QLD



Directors

Gary Cordell Morgan, B.Comm (Chairman)
John Lachlan Charles McInnes, B.Comm, FCA
Michele Levine, B.Sc (Hons), Env. St.

Secretary

James Andrew Wallace, CA
Howard Francis Toomey, CA

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Bamboo Creek Mine Site:

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140 William Street
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Solicitors

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Stock Exchange Listing

Haoma Mining NL shares are listed on
the Australian Stock Exchange. (Code HAO)
The Home Exchange is Melbourne, Victoria.

MISSION STATEMENT

The mission of Haoma Mining is to establish a highly profitable mining company with sustainable growth in shareholder value.

In pursuit of this mission, Haoma will acquire quality tenements, explore for gold and other minerals, utilise the most effective exploration and recovery techniques to extract minerals in the most efficient way with a strong commitment to health, safety and the environment.

Haoma's strategic approach can be characterised as both innovative and practical.

Haoma is dedicated to developing a leading edge gold mining province in the Pilbara (WA) and Ravenswood/ Charters Towers region (QLD) by linking research with modern technology and new ways of thinking.

Haoma operates with a flat management structure, which allows all company personnel to be hands-on, practical and single-minded about improving the bottom line performance.

CONTENTS	ANNUAL GENERAL MEETING
Section 1: Chairman's Review & Report on Operations	Notice is hereby given that the Annual General Meeting of the members of the Company is to be held at: Morgans at 401 Ground Floor 401 Collins Street Melbourne, Australia. Wednesday November 30, 2011 Commencing at 9.30am. All shareholders are encouraged to attend. Light refreshments will be available to members and guests following the meeting. The Notice of Meeting and proxy form have been mailed to shareholders.
Section 2: Financial Statements & Reports	
Director's Report	
Auditors Independence Declaration	
Corporate Governance Statement	
Financial Statements and Reports	
Directors Declaration	
Independent Auditors Report	
ASX Additional Information	

1. Financial Results

The financial results included with this report show that Haoma Mining recorded a consolidated loss for the Financial Year to June 30, 2011 of \$7.25 million after expensing \$4.11 million of depreciation, amortisation and interest. Costs associated with research and test work are also written off. While a significant loss, the result must be considered in context of the ongoing activities being undertaken by Haoma.

Over recent years Haoma's Bamboo Creek Processing Facility has principally operated as a pilot plant, processing bulk ore samples from Haoma's many Pilbara tenements.

Shareholders will be pleased to know that significant progress has been achieved over the past year in advancing both the **Refined Elazac Assay Method** and the **Refined Elazac Extraction Method**, together known as **The Elazac Process**.

All significant results of this research and development work have been included in Haoma's Quarterly Activities Reports to the ASX.

- **Bamboo Creek and Mt Webber Gold Test Work –**

Confirmation of the fine gold was extracted from a 10.42 kg parcel of **Bamboo Creek Tailings** using the **Refined Elazac Extraction Method** has been completed. **The fine gold produced has been upgraded from 30.03 g/t gold to now equate to a recovered Bamboo Creek Tailings grade of 41.37 g/t gold.**

The latest Bamboo Creek Tailings result (based on fine gold recovered) was a significantly higher '**recovered**' **gold grade**' (41.37 g/t) than the '**calculated**' **gold grade** of 3.8 g/t reported to Haoma shareholders on September 29, 2011.

A repeat **Mt Webber** gold assay based on a 10kg sample from RC drill hole RCDW029 (over approximately 20 meters) **returned a gold grade of 71.5g/t**. This result **confirmed the previous result (62.3 g/t)** which was released to shareholders on September 29, 2011.

The Mt Webber gold assays reported clearly show the Daltons/Mt Webber tenements have potential for a significant quantity of gold and the area is more highly prospective for gold than previously believed.

- **Daltons Mt Webber Iron Ore Joint Venture (E45/2186, E45/2187, E45/2921, E45/2922)** - Haoma Mining has a 25% interest in the Daltons Mt Webber Iron Ore Joint Venture with Atlas Iron Limited 75%. **Daltons Iron Ore Joint Venture at Mt Webber now has an Ore Reserve of 22.8 Mt at 58.3% Fe, Haoma Mining's 25% interest is 5.7 million tonnes.**

Shareholders will be aware that **Haoma has a perpetual free licence to use and exploit the Elazac Process**. The end objective of this work is to enable Haoma Mining to re-establish a profitable gold and silver mining operation in the Pilbara region of Western Australia.

As shown in the financial reports, the costs to date have been extensive and the revenues limited which has resulted in the current deficiency in net assets. Through my family investment company, I have continued to provide the funding needed for Haoma to continue with its research and development activities. In the year to June 30, 2011 my family advanced \$3.4 million and our total cash commitment to Haoma was then recorded at \$34.9 million. This does not include my family's equity investment.

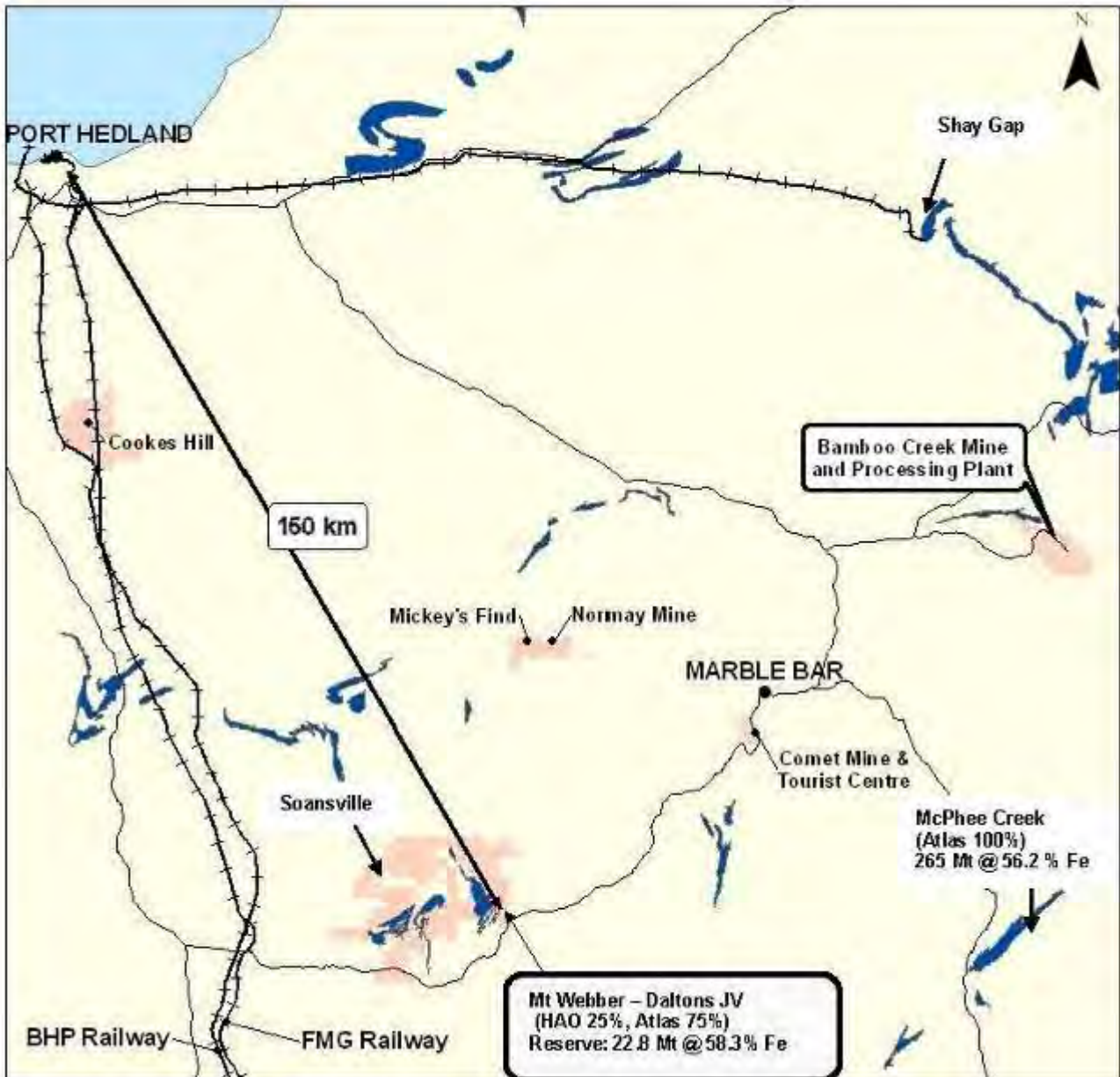


Figure 1: Location of Haoma's Mining Projects including the Mt Webber Daltons JV Iron Ore Project

Map includes location of Haoma's Bamboo Creek Processing Plant, North Pole Area (including Mickey's Find and Normay Mine), Soansville (near Mt Webber), Cookes Hill Quarry, and the Comet Mine and Tourist Centre.

2. Gold in the Mt Webber Iron Ore Deposit, and Extracting fine gold from processing Bamboo Creek Tailings

(Up-date on Haoma June 30, 2011 Quarterly Report & September 2 & 29, 2011 Reports):

- A repeat **Mt Webber** gold assay based on a 10kg sample from RC drill hole RCDW029 (over approximately 20 meters) **returned a gold grade of 71.5g/t**. This result **confirmed the previous gold assay result (62.3 g/t)** which was released to shareholders on September 29, 2011 <http://www.haoma.com.au/2011/HaomaASXSept29-2011.pdf>; see 3b in Table 1 below. Hole **RCDW029** location is, East 739160, North 7617447, Dip -60/90.

RC drill hole **RCDW029** is approximately 290m to the North East of the previous Mt Webber drill hole sample which was a combined sample from diamond drill holes **RDDW002** (location East 738955.19, North 7617235.26, Dip/Azim -90/0) & **RDDW003** (location East 739163.67, North 7617445.42, Dip/Azim -90/0).

The September/October gold assay results from Mt Webber drill hole samples (about 290m apart) confirm there is potential for a significant quantity of gold at Mt Webber, and

- **Fine gold was extracted** from a 10.42 kg parcel of **Bamboo Creek Tailings** using the **Refined Elazac Extraction Method**. **The fine gold produced equates to a recovered Bamboo Creek Tailings grade of 30.03 g/t.**

The latest **Bamboo Creek Tailings** result (based on fine gold recovered) was a significantly higher 'recovered' gold grade' (30.03 g/t) than the 'calculated' gold grade of 3.8 g/t reported to Haoma shareholders on September 29, 2011.

<http://www.haoma.com.au/2011/HaomaASXSept29-2011.pdf>

2.1 Significant Haoma results from processing bulk ore samples of Mt Webber drill core using the Refined Elazac Assay Method (Elazac Method)

A repeat **Mt Webber** gold assay based on a 10kg sample from RC drill hole RCDW029 (over approximately 20 meters) **returned a gold grade of 71.5g/t**. This result **confirmed the previous gold assay result of 62.3 g/t**.

The latest Mt Webber bulk ore sample result confirms **significantly more gold can be measured in Mt Webber ore than indicated by traditional assay methods**. i.e. the gold assay grades measured for bulk ore samples tested using the Elazac Method obtain 'calculated' gold 'Head grades' significantly higher than gold grades measured by traditional assay methods (Fire Assay, ICP or Aqua Regia).

The Mt Webber September/October drill hole results (about 290m apart) clearly show the Mt Webber tenement has the potential to contain a significant quantity of gold; and Daltons/Mt Webber area is more highly prospective for gold than previously believed.

In December 2008 Haoma first reported a significant gold assay grade for a Daltons/Soansville drill core sample, see first line in Table 1 below. (Also see Appendix 2 in June 2011 Quarterly Report, reported July 31, 2011.)

During the September 2011 Quarter Mt Webber bulk ore tests were conducted at the Bamboo Creek Laboratory and independent laboratories including ALS Perth and University of Melbourne.

Sample sizes used for the bulk ore tests ranged were up to 90kg.

CHAIRMAN'S REVIEW AND REPORT ON OPERATIONS

The Mt Webber assay results reported in Table 1 below were initially included in Haoma's June 30, 2011 Quarterly Report. The report has been updated to advise shareholders that the Mt Webber high gold assay grades (75+ g/t, 31+ g/t, 80+ g/t & 62.3g/t) in Table 1 below have been repeated and similar high grades measured.

Table 1: Significant Results from processing Bulk Ore samples of Mt Webber Drill Core using the Refined Elazac Assay Method (Elazac Method)

Area Sampled	Sample Description	Gold Assay by Traditional Method	'Calculated' Gold Head Grade using Refined Elazac Assay Method ^[1]	
				g/t
1. Daltons/Soansville: Reported December 2008	17 drill chip samples, over 21.8 metres from 3 drill holes	0.059g/t	Leached Trial Grade	0.176
			Tail Grade 'Calculated' Gold	76.09
			Head Grade	> 76.0
2. Daltons/Mt Webber May-July 2011	Sample sizes, 20-90 kg	0.08 g/t	Bamboo Creek Lab	4.5
				5.0
				17.0
(Samples from diamond drill holes RDDW002 location East 738955.19, North 7617235.26, Dip/Azim -90/0, & RDDW003 location East 739163.67, North 7617445.42, Dip/Azim -90/0)			Independent Lab	4.5
				7.5
				31+
			ALS	80+
3. Daltons/Mt Webber Sept./Oct. 2011	Sample size: 3a: 1.835 kg 3b: 10kg	0.08 g/t	Independent Lab	62.3
			Independent Lab	71.3
(Sample from approximately 20 metres of RC drill hole RCDW029; location East 739160, North 7617447, Dip/Azim -60/90)				

Note: Table 1 above includes the previously reported (July 31, 2011) high-grade gold results obtained from Daltons/Mt Webber samples. On September 2, 2011 shareholder were advised that repeat gold assays obtained similar high gold grades as indicated by '+'.

The Mt Webber tenements are subject to an iron ore Joint Venture between Haoma and Giralia/Atlas (25% Haoma, 75% Giralia/Atlas). **Haoma is entitled to 100% of the gold, silver, tin and tantalum.**

Table 2 below shows there is a large number of tonnes of ore available from the Daltons/Mt Webber tenements.

^[1] The information & data in this report as it relates to Metallurgical Results is based on information compiled by Mr Peter Cole who is an expert in regard to this type of metallurgical test work. The results relate to testing the effectiveness of a new method of assaying for gold and other mineral content (the Refined Elazac Assay Method) and a new method for extraction of gold and other minerals from ore (the Refined Elazac Extraction Method). These methods are together referred to as the Elazac Process. The information reported relates solely to the ongoing test work in relation to bringing the Elazac Process to commercial realisation. Mr Cole has worked in the mining industry for over 30 years and has been associated with the development of the Elazac Process over a long period (approximately 15 years). Mr Cole is one of only a few persons with sufficient relevant knowledge and experience to report results in relation to test work on the Refined Elazac Assay Method and Refined Elazac Extraction Method. Mr. Cole has consented to the inclusion in this release of the information and data in the form and context in which it appears.

Table 2:

Atlas Mining (AGO) and Haoma Mining (HAO) Mt Webber Iron Ore Reserves

	Atlas	Haoma	Total
Mt Webber reserves	17.107mt	5.702mt	22.809mt



Figure 2: Bamboo Creek Processing Plant

2.2 Bamboo Creek Plant bulk ore tests using the Refined Elazac Extraction Method

Confirmation of the latest test on Bamboo Creek Tailings using the Refined Elazac *Extraction* Method extracted fine gold from a 10.42 kg parcel of Bamboo Creek Tailings has been completed. **The fine gold produced has been upgraded to equate to a Bamboo Creek Tailings grade of 41.37 g/t^[1].**

The test was conducted by Independent Consultants and facilities.

Repeat tests using larger bulk samples of Bamboo Creek tailings will be conducted over the next 4 weeks. Shareholders will be advised of the results as soon as the quantities of fine gold are known.

^[1] The information & data in this report as it relates to Metallurgical Results is based on information compiled by Mr Peter Cole who is an expert in regard to this type of metallurgical test work. The results relate to testing the effectiveness of a new method of assaying for gold and other mineral content (the Refined Elazac *Assay* Method) and a new method for extraction of gold and other minerals from ore (the Refined Elazac *Extraction* Method). These methods are together referred to as the Elazac Process. The information reported relates solely to the ongoing test work in relation to bringing the Elazac Process to commercial realisation. Mr Cole has worked in the mining industry for over 30 years and has been associated with the development of the Elazac Process over a long period (approximately 15 years). Mr Cole is one of only a few persons with sufficient relevant knowledge and experience to report results in relation to test work on the Refined Elazac *Assay* Method and Refined Elazac *Extraction* Method. Mr. Cole has consented to the inclusion in this release of the information and data in the form and context in which it appears.

Results from these repeat tests are expected to extract commercial quantities of fine gold.

During the December Quarter the Bamboo Creek Plant will be further modified and operating permits applied for. The Bamboo Creek Plant will then be re-commissioned.

The latest Bamboo Creek Tailings result (**based on fine gold recovered**) was a significantly higher '**recovered**' gold grade' (41.37 g/t) than the 'calculated' gold grade of 3.8 g/t reported to Haoma shareholders on September 29, 2011..

Significant Elazac gold assay results for Bamboo Creek Tailings were first reported in **Haoma's Quarterly Activities Reports of June 30, 2010 & September 30, 2010** and **Haoma's 2010 Annual Report**. (See Appendix 1)

In addition shareholders were advised in [Haoma's June 11, 2011 ASX release](http://www.haoma.com.au/2011/Haoma_ASX_03_Jun_11.pdf) (www.haoma.com.au/2011/Haoma_ASX_03_Jun_11.pdf) that tests using the **Refined Elazac Extraction Method** showed the gold measured by the **Refined Elazac Assay Method** could be recovered.

Haoma has previously reported that there are approximately one million tonnes of Bamboo Creek Tailings and a million tonnes of mined ore ready to be processed through the Bamboo Creek Plant. In addition there are many millions of tonnes of lower grade gold bearing ore in the Bamboo Creek Valley. (See Figures 3 and 4)



Figure 3: Bamboo Creek Tailings Dam



Figure 4: Bamboo Creek Plant, Bamboo Creek Valley and Bamboo Creek Range (on right) which contains gold mineralisation

3.0 Exploration Activities – Western Australia



Figure 5: Pilbara Area Project Location Map

Source: Moly Mines Ltd (Now included in Moly Mines' map are locations of Bamboo Creek, Normay Mine, Cookes Hill BGC Quarry, Daltons/ Mt Webber and the Comet Mine)

3.1 Daltons Joint Venture with Giralia Resources Pty Ltd (subsidiary of Atlas Iron Limited Group) - Haoma Mining 25%, Giralia 75%
(E45/2186, E45/2187, E45/2921, E45/2922) (Includes 100% Haoma M45/780, M45/847, P45/2292 – 2298)

Haoma Mining has a 25% interest in the Daltons Mt Webber Iron Ore Joint Venture with Atlas Iron Limited's wholly owned subsidiary, Giralia Resources Pty Ltd 75%.

The Daltons Joint Venture covers four tenements located approximately 150 kilometres south of Port Hedland and only 20 to 30 kilometres east of the BHP Billiton and FMG rail lines in the Pilbara region of Western Australia. See Figure 5. **Haoma retains rights to 100% of the gold/silver and tin/tantalum mineralisation.**

The current Joint Venture Heads of Agreement between Giralia and Haoma enables either party to take their own iron ore from Mt Webber although there is as yet no Mining Agreement or Mining Lease approval. The Giralia-Haoma Joint Venture Exploration Agreement which is still in draft form foreshadows a separate Joint Venture Mining Agreement.

On August 19, 2011, Haoma advised shareholders that Atlas Iron Limited had released an update to its DSO Reserves and Resources for its North Pilbara Projects. That release included an upgrade of the Daltons Iron Ore Joint Venture at Mt Webber to ore reserve category (Haoma 25%, Atlas Iron 75%).

Daltons Iron Ore Joint Venture at Mt Webber now has an Ore Reserve of 22.8Mt at 58.3% Fe, Haoma Mining's 25% interest is 5.7 million tonnes (see Table 3).

Table 3: Daltons JV Mt Webber DSO Reserves Table (Probable) - As at 30 June 2011

Location	Ore Type	Reserve Classification	Tonnes (Kt)	Fe (%)	SiO ₂ (%)	Al ₂ O ₃ (%)	P (%)	S (%)	LOI (%)	CaFe (%)
Daltons JV	Bedded	Probable	22,809*	58.3	5.9	1.6	0.09	0.02	8.2	63.6

Note: Ore Reserves defined at a 50% Fe cut-off grade.

* Reserves are subject to Joint Venture interests in the ratio AGO 75% : HAO 25%, Haoma's interest equates to 5,702 Kt

The previous mineral resource estimate announced on September 8, 2010 has been reinterpreted by Atlas Iron. The lower and northern inferred zones have been removed from the revised resource estimate. The resource has decreased from 35.1Mt at 57.2% Fe to 23.4Mt at 58.3% Fe in order to convert it to a DSO Reserve (see Table 4).

Table 4: Daltons JV Mt Webber Resource >50% Fe (Atlas Revised Resource)

	Resource Classification	Kt	Fe	SiO ₂	Al ₂ O ₃	P	S	LOI	CaFe
			(%)	(%)	(%)	(%)	(%)	(%)	(%)
Daltons JV	Indicated	23,075	58.3	5.9	1.6	0.09	0.02	8.2	63.5
	Inferred	385	57.1	8.5	1.1	0.04	0.09	6.9	61.3
Total	All Resources	23,460	58.3	6.0	1.5	0.09	0.02	8.2	63.5

Note: Reported at a >50% Fe cut off, further details are included in Attachment 1. The lower and northern inferred zones have been removed from the revised resource estimate. These zones were included in previous Mineral Resource estimates.



Figure 6: Mt Webber outcrop of oxidized iron ore

4. Queensland Exploration Activities

Haoma has many tenements in Queensland which contain gold, silver and polymetallic deposits including copper, lead, zinc and molybdenum.

During the last year, activities primarily focused on completing a number of reconnaissance surveys with follow up interpretation of sample analysis. The extremely wet conditions throughout much of the second half of the year restricted access to a number of locations intended for investigation.

Work undertaken and results received at a number of Haoma's prospects in the Ravenswood and Charters Towers area are detailed below.

4.1 Podosky's (EPM/8771, ML10315)¹

At the Podosky's ML10315 and surrounding EPM8771, all samples previously collected have been assayed and results received. Several significant results were returned and are shown in Table 5 below. The results may indicate an along strike extension to the Podosky's mineralization.

Table 5: Rock Chip Sampling at ML10315

Sample Id	Easting	Northing	Au g/t	Ag g/t	As ppm	Cu ppm	Pb ppm	Zn ppm
R7464	477258	7777980	0.53	1	28	44	349	240
R7465	476985	7778024	6.85	4	296	275	1520	3890
R7466	476975	7778023	1.09	5	641	173	822	934

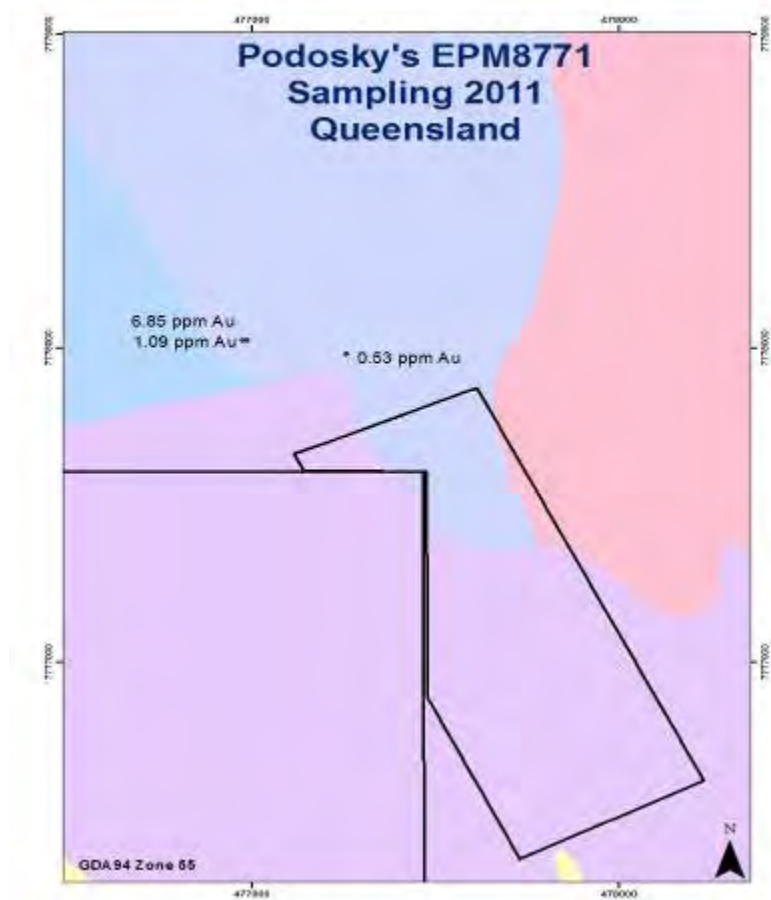


Figure 7: Podosky's Sampling 2011 (EPM8771)

4.2 Waterloo (ML 1529)

A new work program for the Waterloo tenement has been prepared. It is anticipated that soil sampling on the western portion of the tenement will be completed during the December Quarter of 2011 as well as further rock chip sampling to the north of the Waterloo deposit.

¹ The exploration assay results reported in Section 4 of this report were prepared in October 2011 by Ms Sandra McKenzie (BSci, MAusIMM), who is a competent person under the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code) as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Ms McKenzie has sufficient experience which is relevant to the type of exploration methods and analysis which are reported. Ms McKenzie has consented to the presentation of this information in the form and context in which it appears.

4.3 Wellington Springs (ML/1415)

A reconnaissance survey to the south of the Wellington Springs deposit has returned several encouraging anomalous results including 2.22% copper and 1.33% lead, significant results from this sampling campaign can be seen in the Table 6 below.

Table 6:

Sample Id	Easting	Northing	Au g/t	Ag g/t	As ppm	Cu ppm	Pb ppm	Zn ppm	Location Comment
Q2011-210	471656	7773904	8.26	4.8	55	1600	1090	270	Old diggings south of Wellington Springs Creek
Q2011-211	471658	7773900	0.59	2.3	27	6720	567	345	Old Diggings 4m from Q2011-210
Q2011-212	471666	7773873	30.30	22.1	49	2.22%	1.33%	1280	Second separate set of old diggings

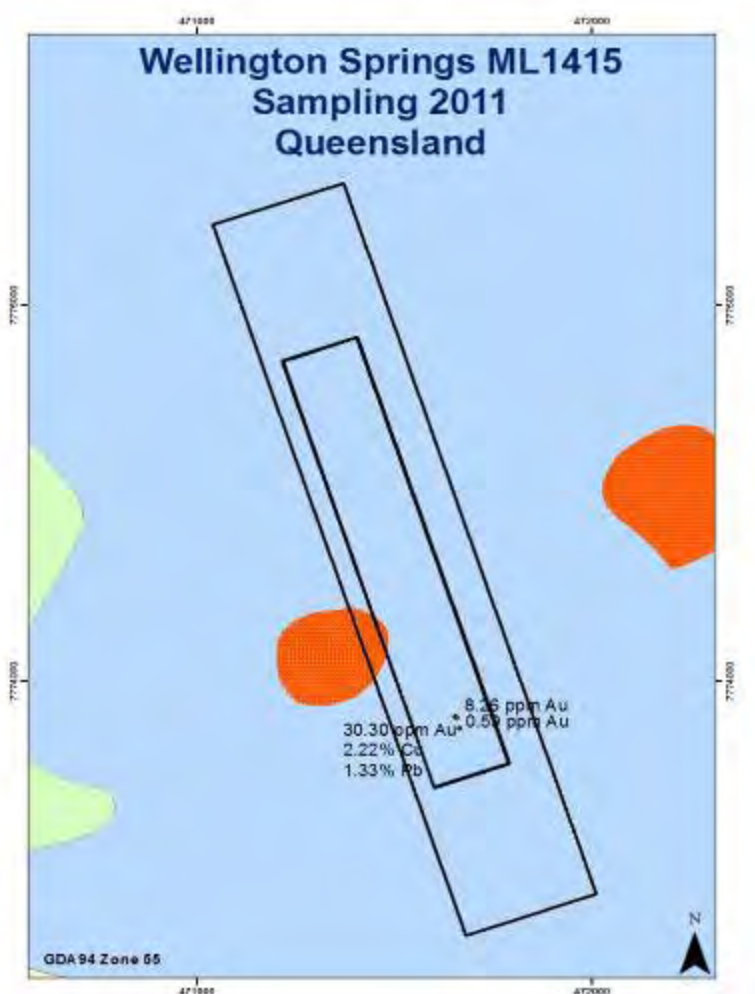


Figure 8: Wellington Springs's Sampling 2011 (ML/1415)

4.4 Budgerie (ML/1325)

Soil and rock chip sampling at ML/1325 has been completed. The rock chips collected during this program have returned encouraging results. Significant rock chip results are included in Table 7 below.

Table 7: Rock Chip Sampling at ML/1325

Sample Id	Easting	Northing	Au g/t	Ag g/t	As ppm	Cu ppm	Pb Ppm	Zn ppm	Comment
R7478	494793	7783052	2.31	1	2	29	560	927	
R7479	494795	7783049	3.80	2	2	123	1670	1460	
R7482	494823	7782883	0.54	1	4	7	32	13	
R7483	494920	7782887	4.42	4	6	116	65	1030	
R7485	494918	7782906	6.39	10	9	190	109	298	
R7487	495289	7782759	1.32	13	9	12	48	13	
R7495	494846	7783215	1.21	2	13	18	817	183	Qtz/sericite reef in mouth of Banana Creek 1.5-2m wide
R7499	494840	7783195	0.90	-1	5	10	193	83	Qtz/sericite reef in mouth of Banana Creek 1.5-2m wide
Q2011-201	494801	7783270	1.34	2	6	41	100	59	Old diggings float



Figure 9: Budgerie Sampling 2011 (ML/1325)

4.5 Burdekin (EPM/14297)

Reconnaissance work at the Warrawee Prospect identified one viable access track to the western side of the proposed soil sampling grid. Access to the majority of the sampling grid was only possible on foot due to rough and undulating terrain. Soil sampling was further restricted due to the soil condition following rain storms. Investigation of the sampling grid will be rescheduled.

A rock chip sampling programme at the nearby **3 Sisters Prospect** was completed with no significant results identified.

5. Exterra Resources Ltd

In May 2011, Exterra Resources Limited (ASX Code: EXC) successfully completed a \$5.1 million capital raising and listing on the ASX.

Haoma holds a \$1million Convertible Note in Exterra Resources Limited. The Convertible Note was part consideration for the sale of the Linden Tenements and Second Fortune Mining Camp in December 2009. Haoma may convert the Note to 10 million ordinary Exterra shares at any time.

Exterra Resources has a number of promising and well advanced exploration projects in the Eastern Goldfields province of Western Australia and is expecting to commence gold production during 2012.

Exterra Resources' first Annual General Meeting since listing will be held on November 23, 2011 in Perth. (See www.terraresources.com.au). Haoma's Chairman, Gary Morgan and General Manager (WA), Peter Cole are both Exterra Resources Ltd Non-Executive Directors.

6. Comet Gold Mine & Tourist Centre

Work is continuing on upgrades to the Comet Gold Mine and Tourist Centre with the aim of restoring underground mine access and tours through the former Comet Mine Processing Plant.

Three Comet Mine historic Power Station Engines (c.1930) have been restored and can again generate power. The engines generated power in the 1930s supplying power to the Comet Mine and Marble Bar Township. A video of the restored engines operating is included on Haoma's website (www.haoma.com.au/videos/CometPower.cfm). The Directors appreciate the dedicated work of Mr Ron Flegg and his team of assistants who have worked on this project and have done such a good job in the restoration of the engines.

Upgrading of on site visitor accommodation is ongoing.



Figure 10: Comet Gold Mine Plant from Tourist Centre



Figure 11: Comet Gold Mine Tourist Centre



Figures 12 & 13: Inside Comet Gold Mine Tourist Centre





Figures 14 & 15: Comet Gold Mine restored Blackstone Diesel Power Engine



Figures 16: Comet Gold Mine restored Ruston Diesel Power Engine



Figure 17: Comet Gold Mine restored National Diesel Power Engine

Finally, I would like to express the Board's appreciation to all those who have helped during the last 12 months with Haoma's activities in the Pilbara and Ravenswood Districts. In particular, the Board's thanks go to Mr Peter Cole, Prof. Peter Scales, Mr Hugh Morgan and other consultants who have all contributed to helping **Haoma solve the gold assay problem with Pilbara ores; and the extraction of gold and other metals from these Pilbara ores.**

In addition the Board would like to thank Mr Tristin Cole, Mr Steve Wilson, Mr Bob Ward and all others who have been involved in operating the Bamboo Creek Plant and our geologist, Ms Sandra McKenzie for her contribution to Haoma's understanding of its Western Australian and Queensland exploration targets.

The Board also extends its thanks to our Top Camp Managers in Queensland, Merlene Manderson and Sue Kennedy and to our Comet Mine Tourist Centre Manager in Western Australia, Kylie Hutton.

A handwritten signature in black ink, which appears to read 'Gary Morgan'.

Gary C. Morgan
Chairman

October 29, 2011

HAOMA MINING NL
ANNUAL FINANCIAL STATEMENTS & REPORTS
FOR THE FINANCIAL YEAR ENDED
JUNE 30, 2011

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

DIRECTORS' REPORT

In accordance with a resolution of the Board of Directors, the Directors' present their report on the company and its controlled entities for the financial year ended June 30, 2011.

DIRECTORS

The persons who have been a Director of the Company at any time during or since the end of the year are:

Gary Cordell Morgan (Chairman)
Michele Levine
John Lachlan Charles McInnes

All directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

COMPANY SECRETARIES

The following persons held the position of company secretary at the end of the financial year:

James A. Wallace CA
Howard F Toomey CA

PRINCIPAL ACTIVITIES

The principal activities of the Economic Entity during the financial year were gold mining, mineral exploration and mining development. There was no significant change in the nature of the principal activities during the year.

OPERATING RESULTS

The consolidated loss of the Economic Entity for the year to June 30, 2011 was \$7,250,951 (2010 loss \$5,685,418).

DIVIDENDS

No dividends have been paid or declared during or since the end of the financial year.

REVIEW OF OPERATIONS AND RESULTS

During the year ended June 30, 2011, Haoma's primary area of activity continued to be exploration and research and development activities at its areas of interest in the Pilbara district of Western Australia and the Ravenswood - Charters Towers district in North Queensland.

Daltons Joint Venture

Haoma has a 25% interest in the Daltons Mt Webber Iron Ore Joint Venture with Atlas Iron Limited's wholly owned subsidiary, Giralia Resources Pty Ltd 75%.

The Daltons Joint Venture covers four tenements located approximately 150 kilometres south of Port Hedland and only 20 to 30 kilometres east of the BHP Billiton and FMG rail lines in the Pilbara region of Western Australia. Haoma retains rights to 100% of the gold/silver and tin/tantalum mineralisation.

On August 19, 2011, Haoma advised shareholders of an upgrade of the Daltons Iron Ore Joint Venture at Mt Webber to ore reserve category (Haoma 25%, Atlas Iron 75%). **The Daltons Iron Ore Joint Venture at Mt Webber now has a direct shipping Ore Reserve of 22.8 Mt at 58.3% Fe. Haoma Mining's 25% interest is 5.7 million tonnes.**

The current Joint Venture Heads of Agreement between Giralia Resources and Haoma enables either party to take their own iron ore from Mt Webber although there is as yet no Mining Agreement or Mining Lease approval. The Giralia-Haoma Joint Venture Exploration Agreement which is still in draft form foreshadows a separate Joint Venture Mining Agreement.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

DIRECTORS' REPORT

Research and Investigation Work At Bamboo Creek

Research and investigation work at the company's Processing Plant and Laboratory at Bamboo Creek remains focussed on understanding and developing a true assay method for the complex gold ores found in the Pilbara region. Test work has continued in the development of the **Refined Elazac Assay Method** and the **Refined Elazac Extraction Method**.

On May 19, 2011 a new Provisional Patent Application No. 2011901951 was filed by Elazac Mining Pty Ltd at the Australian Patents Office. The Provisional Patent covers a significant amount of new knowledge gained from recent tests using the Refined Elazac Assay Method and the Refined Elazac Extraction Method. Haoma Mining has the right to use the new Provisional Patent for no fee.

Following many bulk sample tests and more significant results from the **Refined Elazac Assay Method** and the **Refined Elazac Extraction Method**, shareholders were advised in the June 2011 Quarterly Activities Report, released July 31, 2011, that **gold and other precious metals** can now be **more accurately measured and commercially extracted from Pilbara ores**. The **gold grades** measured by the Elazac Method are **significantly higher** than measured by traditional assay methods which previously read little or no gold being present. The **quantities of gold** and other precious metals capable of being extracted are **significantly more** than previously believed to be available.

Investment in Exterra Resources Limited

In May 2011 Exterra Resources Limited successfully completed a \$5.1 million capital raising and listed on the ASX. Haoma holds a \$1million Convertible Note in Exterra Resources Limited. The Convertible Note was part consideration for the sale of the Linden Tenements in December 2009. Haoma may convert the Note to 10 million ordinary Exterra shares at any time prior to December 31, 2011. If not converted to shares or repaid in cash prior to December 31, 2011, the Note will convert to shares on that date at an issue price of ten cents per share.

FINANCIAL POSITION

The consolidated financial position shows a deficiency of net assets at June 30, 2011 of \$43,600,444 (2010 – deficiency \$36,519,443).

Funding for the company's ongoing operations is presently being provided by Leaveland Pty Ltd. Leaveland is Haoma's principal shareholder and has made the loan in its capacity as Trustee of a family trust controlled by Haoma's Chairman, Mr. Gary Morgan. Leaveland Pty Ltd has provided an assurance to the Board that it will continue to ensure funds are made available to the company to fund care and maintenance operations for a period of at least 12 months from the date of this report. At the date of this report, Leaveland Pty Ltd has provided approximately \$35 million of financial support to the Group.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Apart from matters already disclosed, there were no significant changes in the state of affairs of Haoma during the year to June 30, 2011.

EVENTS SUBSEQUENT TO BALANCE DATE

There has not been any matter or circumstance that has arisen since the end of the financial year that has significantly affected or may significantly affect the operations of the Economic Entity, the results of those operations, or the state of affairs of the Economic Entity in future financial years.

FUTURE DEVELOPMENTS, PROSPECTS AND BUSINESS STRATEGIES

During the next year Haoma will continue to further develop its established areas of interest in relation to iron ore exploration, particularly at the Daltons Joint Venture (Haoma 25% / Atlas Iron Ltd 75%). The Daltons JV area includes the established iron ore reserve at Mt Webber and other nearby iron ore prospects within the Joint Venture tenements. Iron ore zones on Haoma's Bamboo Creek tenements will be further investigated. Haoma will continue to pursue its gold exploration activities in the Pilbara region of Western Australia and at Ravenswood in Queensland.

Haoma is planning to resume gold production at The Bamboo Creek Processing Plant during the 2011-12 year. Haoma has over 1 million tonnes of Bamboo Creek Tailings and about 1 million tonnes of mined ore ready to be processed through the Bamboo Creek Plant.

Haoma is listed on the Australian Stock Exchange and is subject to the continuous disclosure requirements of the ASX Listing Rules which require immediate disclosure to the market of information that is likely to have a material effect on the price or value of Haoma's securities. Information on likely developments in the operations of the Group is

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

DIRECTORS' REPORT

released as and when available. Further information in relation to Haoma's operations and copies of information releases is also available from Haoma's website at www.haoma.com.au

ENVIRONMENTAL ISSUES

The gold mining, exploration and mining development activities of Haoma Mining NL are subject to significant environmental regulation. Environmental legislation under which the company conducts its activities is principally Australian State Government legislation and includes in Western Australia; the *Mining Act 1978* (WA), the *Environmental Protection Act 1986* (WA) and the *Aboriginal Heritage Act 1980* (WA) and in Queensland; the *Mineral Resources Act 1989* (Qld) and the *Environmental Protection Act 1994* (Qld).

The company has complied with environmental protection and rehabilitation requirements and has management and reporting systems for all of the areas in which it has interests. Regular reviews are conducted with regard to environmental compliance matters. The environmental impact of the operation of the company's processing plants at Normay and at Bamboo Creek, Western Australia is subject to continuous assessment. There were no significant matters in regard to environmental control or management that arose during the year. The company will continue to monitor its performance in relation to the environment. That process will include the ongoing assessment of the environmental impact of each of the company's operations and the development of additional reporting and communications systems to ensure compliance and identify items for specific action.

INFORMATION ABOUT DIRECTORS AND OFFICERS

Gary Cordell MORGAN, B.Comm

Appointment Date:

Experience:

Interest in Shares and Options:

Directorships held in other listed entities:

Special Responsibilities:

Chairman

May 10, 1991

Executive Chairman of Roy Morgan Research Pty Ltd. He is a member of a number of research and marketing organizations.

Indirect and beneficial interest in 128,182,961 Haoma Mining shares via Directorships and interest in Leaveland Pty Ltd, Roy Morgan Research Pty Ltd and G&G Morgan Super Fund.

Holds no interest in any options to acquire shares.

Nil

Nil

John Lachlan Charles McINNES, OAM, B.Comm, FCA

Appointment Date:

Experience:

Directorships held in other listed entities:

Interest in Shares and Options:

Special Responsibilities:

Non-Executive Director

May 10, 1991

Chartered Accountant.

Mr. McInnes is Chairman of Bass Strait Oil Ltd and is also a director of a number of unlisted company's, including companies associated with Chairman Mr Gary Morgan.

Indirect interest in 126,379,704 Haoma Mining shares via Directorships in Leaveland Pty Ltd and Roy Morgan Research Pty Ltd. Indirect and beneficial interest in 1,500,000 Haoma Mining shares via Directorship and interest in Etonwood Management Pty Ltd. Direct interest in 4,500 shares.

Total interests: 127,884,204 shares.

Holds no interest in any options to acquire shares.

Chairman of Audit Committee.

Michele LEVINE, B.Sc (Hons), Env. St

Appointment Date:

Experience:

Directorships held in other listed entities:

Interest in Shares and Options:

Special Responsibilities:

Non-Executive Director

August 8, 1994

Director and Chief Executive Officer of Roy Morgan Research.

Nil

Indirect interest in 4,919,452 Haoma Mining shares via Directorship in Roy Morgan Research Pty Ltd. Indirect and beneficial interest in 1,319,000 Haoma Mining shares via interest in the Levine Family Super Fund and Levine Family Trust. Direct interest in 12,000 shares.

Total interests: 1,331,000 shares

Holds no interest in any options to acquire shares.

Nil

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

DIRECTORS' REPORT

Howard TOOMEY B.Bus. (Acc.) CA

Appointment Date:

Experience:

Directorships held in other listed entities

Interest in Shares and Options

Special Responsibilities

Company Secretary

October 22, 2007

Chartered Accountant and CFO of Roy Morgan Research.

Nil

Nil

Audit Committee

James WALLACE B.Ec, CA

Appointment Date:

Experience:

Directorships held in other listed entities

Interest in Shares and Options

Special Responsibilities

Company Secretary

November 21, 1997

Chartered Accountant and Commercial Manager.

Nil

Nil

Audit Committee

No Director, during or since the end of the financial year, has received or become entitled to receive a benefit by reason of a contract made by the Company or a related body corporate with the Director or with a firm of which he is a member, or with an entity in which he has a substantial financial interest other than as shown in Note 22 (Related Party Information) to the financial statements.

REMUNERATION REPORT – (AUDITED)

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

- Principles used to determine the nature and amount of remuneration.
- Details of remuneration
- Service agreements
- Share based compensation

Principles used to determine the nature and amount of remuneration

The Board of Directors are responsible for determining and reviewing compensation arrangements for the Directors and senior management. This involves assessing the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions including length of service and the particular experience of the individual concerned. The contracts of service between the Company and Directors and Executives are on a continuing basis, the terms of which are not expected to change in the immediate future. Upon retirement Directors and Executives are paid employee benefit entitlements accrued to the date of retirement. Termination payments are generally not paid on resignation or dismissal for serious misconduct. Employee contracts do not contain clauses linking remuneration to company performance.

Executives are given the option to receive remuneration in a variety of forms including cash and benefits such as superannuation, vehicles and expense payment plans. It is expected that the manner of payment chosen will be optimal for the recipient without creating undue costs for the Company.

The contract for services in respect of the General Manager, Peter Cole is based upon negotiated consulting rates. The contract may be terminated by either party upon 2 months notice.

During the year, there were no alterations or modifications to share-based payment transactions granted as compensation to key management personnel. Details of equity instruments including options and rights over equity instruments provided as compensation to key management personnel including instruments granted, exercised, vested or lapsed during the reporting period are disclosed in Note 19 Share Based Payments.

No options or rights granted as part of a remuneration package for key management personnel were exercised during the reporting period.

Details of remuneration

During the year, the following persons were noted as key management personnel:

Mr. Gary Morgan, Executive Director

Ms. Michele Levine, Non-Executive Director

Mr. John McInnes, Non-Executive Director

Mr. Peter Cole, General Manager

Details of the remuneration of Directors and Key Management Personnel of Haoma Mining are set out in Table 1 below.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES
DIRECTORS' REPORT

REMUNERATION REPORT – (AUDITED) *Continued*

Mr. Cole, together with the Directors, is the Group Executive with the most authority and responsibility for planning, directing and controlling activities of both the Consolidated Entity and the Parent Entity during the financial year. Mr. Cole is a consultant to Haoma Mining.

Table 1: Remuneration of Key Management Personnel

2011		Short-term benefits			Post employment benefits	Share based payments		
Name	Period of responsibility	Salary & Director Fees	Bonus	Non-Cash Benefits	Super	Options	Total	Performance Related
		\$	\$	\$	\$	\$	\$	%
Executive Directors								
Gary Morgan (*)	Full year	40,000	-	-	-	-	40,000	-
Non-Executive Director								
Michele Levine (*)	Full year	40,000	-	-	3,600	-	43,600	-
John McInnes (*)	Full year	40,000	-	-	3,600	-	43,600	-
Key Management Personnel								
Peter Cole	Full Year	145,900	-	-	-	49,500	195,400	-
Total		265,900	-	-	7,200	49,500	322,600	-

(*) Directors' fees and superannuation contributions thereon have not been paid. The Board of Directors has deferred payment of Directors fees until such time that the company returns to profitable operations and cash flows exceed operating requirements.

2010		Short-term benefits			Post employment benefits	Share based payments		
Name	Period of responsibility	Salary & Director Fees	Bonus	Non-Cash Benefits	Super	Options	Total	Performance Related
		\$	\$	\$	\$	\$	\$	%
Executive Directors								
Gary Morgan (*)	Full year	40,000	-	-	-	-	40,000	-
Non-Executive Director								
Michele Levine (*)	Full year	40,000	-	-	3,600	-	43,600	-
John McInnes (*)	Full year	40,000	-	-	3,600	-	43,600	-
Key Management Personnel								
Peter Cole	Full Year	147,000	-	-	-	-	147,000	-
Total		267,000	-	-	7,200	-	274,200	-

(*) Directors' fees and superannuation contributions thereon have not been paid. The Board of Directors has deferred payment of Directors fees until such time that the company returns to profitable operations and cash flows exceed operating requirements.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES
DIRECTORS' REPORT

REMUNERATION REPORT – (AUDITED) *Continued*

Service agreements

Remuneration and other terms of employment for the Directors and other Key Management Personnel may be formalised in service agreements. There are no current service agreements in place.

Share based compensation

The remuneration of other directors and senior management is not dependent on completion of pre-determined performance criteria.

On May 6, 2011, the Board of Directors approved the issue of 5,150,000 options to acquire shares in Haoma Mining to employees and consultants. The options were issued in recognition of past efforts. The non-renounceable options could be converted to an equivalent number of Haoma Mining NL shares subject to continuous performance and Directors' approval.

The unquoted options may be converted to shares at any time within a two year period from issue date at an exercise price of \$0.10 cents per share. Any shares acquired by the conversion of options may not be disposed of until after the completion of the next General Meeting of Haoma Mining, expected to be the Annual General Meeting held in November 2011.

In addition, the Board approved a proposed issue of 2,000,000 options to acquire shares in Haoma Mining to Director Michele Levine. The issue of these options will be subject to approval by members of the company at the next General Meeting of Haoma Mining, expected to be the Annual General Meeting held in November 2011. If approved, the options will be issued on the same terms and conditions as above.

Details of options provided to Key Management Personnel that were granted during the year are set out in the Table 2 below.

Table 2: Value of options granted, exercised or lapsed during the year.

2011	Options Granted	Options Granted as part of remuneration	Total remuneration represented by options	Options Exercised	No of Options Lapsed	Options Lapsed (30/11/10)	Total
		\$	%	\$		\$	\$
Key Management Personnel							
Peter Cole	(1,500,000)	(49,500)	25.3	-	-	-	-
	(1,500,000)	(49,500)	-	-	-	-	-

For details on the valuation of the options, including models and assumptions used, refer to Note 19 to the financial statements. There have been no alterations to the terms and conditions of options granted in recognition for past services since the grant date.

This is the end of the remuneration report which has been audited.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

DIRECTORS' REPORT

DIRECTORS' MEETINGS

During the financial year there were three full meetings of the Board of Directors and three meetings of the Audit Committee. The number of meetings attended by each of the Directors is:

	Full meetings of Directors	Meetings of Audit Committee
Number of meetings held:	3	3
Number of meetings attended by:		
Mr. G C Morgan	3	-
Ms. M Levine	3	-
Mr. J McInnes	3	3

The Board of Directors' comprises 3 persons each of whom are in regular contact with each other and meet informally approximately once per week. In addition the Board is in daily contact by telephone and email communication. These regular and efficient forms of contact enable all of the Directors to keep abreast of company business and to ensure informed and timely decisions are reached. Where urgent matters arise that require formal adoption of resolutions by the Board, circulated resolutions are executed to effect decisions.

INDEMNIFICATION OF OFFICERS AND AUDITORS

The Company has not, during or since the financial year, in respect of any person who is or has been an officer or auditor of the Company or related body corporate:

- indemnified or made any relevant agreement for indemnifying against a liability, including costs and expenses in successfully defending legal proceedings; or
- paid or agreed to pay a premium in respect of a contract insuring against a liability for the costs or expenses to defend legal proceedings.

PROCEEDINGS ON BEHALF OF ENTITY

No person has applied for leave of Court 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 any part of those proceedings.

The company was not a party to any such proceedings during the year.

AUDITORS INDEPENDENCE DECLARATION

The auditor's independence declaration as required under section 307C of the Corporations Act 2001 is included at page 8.

NON-AUDIT SERVICES

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

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



Gary C. Morgan
Chairman

Melbourne,
September 30, 2011

**LEAD AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001**

**To: The Directors
Haoma Mining NL and the entities it controlled during the year**

I declare to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2011 there have been:

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



**J A Mooney
Partner
PKF**

30 September 2011
Melbourne

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Liability limited by a scheme approved under Professional Standards Legislation.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Haoma Mining NL (“Haoma”) is responsible for the Corporate Governance Practices of the Economic Entity. The Board guides and monitors the business and affairs of Haoma Mining NL on behalf of the shareholders by whom they are elected and to whom they are accountable.

Unless otherwise disclosed below, the Company has adopted the 2nd edition of the Australian Securities Exchange (ASX) Corporate Governance Councils Corporate Governance Principles and Recommendations (Revised Recommendations).

COMPOSITION OF THE BOARD

The skills, experience and expertise relevant to the position of each Director who is in office at the date of the annual report and their term of office are detailed in the Director’s Report.

The Directors in office at the date of this statement are:

Name	Position
G C Morgan	Chairperson, Director
M Levine	Executive Director
J L C McInnes	Non-Executive Director

To ensure the Board is well equipped to discharge it’s responsibilities it has established guidelines for the nomination and selection of Directors and for the operation of the Board.

Directors are appointed for a three year term after which time they seek re-election by shareholders.

The ASX recommends that the majority of the Directors should be Independent; the Chairman should be an Independent Director and should not also be the Chief Executive Officer.

As noted above, Mr. Gary Morgan is the Chairman of Haoma. Mr. Morgan is not considered to be an Independent Director due to his family’s 69% shareholding in Haoma. Mr. John McInnes is not deemed to be an Independent Director because he is a Director of companies that control Mr. Morgan’s family shareholding in Haoma and he has been on the Board for more than 10 years. Michele Levine is not an Independent Director as she is the Chief Executive Officer of Roy Morgan Research Pty Ltd which is a private company controlled by Mr. Morgan.

Accordingly, Haoma does not comply with ASX Corporate Governance Council’s Revised Recommendations 2.1, 2.2 and 2.3 regarding independence. The relevance of this non-compliance must be considered in light of the fact that entities controlled by Mr. Gary Morgan hold shares in the company representing over 69% of the issued capital. Haoma is not a large company with a broad spread of shareholders. It is a company controlled and managed by Mr. Morgan in which outside shareholders have the opportunity to invest because it has ASX listing. The extent of Mr. Morgan’s personal and financial commitment to Haoma is not new and is well known to the market. The overwhelming majority of current shareholders acquired their shares in the full knowledge of that relationship.

The company does not comply with the recommendations relating to Board independence. All Directors actively participate in meetings of Directors and it is not considered that the company or its shareholders are compromised or disadvantaged by the current Board structure.

All Directors have the right to seek Independent professional advice in the furtherance of their duties as Directors at the company’s expense. Written approval must be obtained from the Chairman prior to incurring any material expense in this regard.

The ASX Corporate Governance Council’s Revised Recommendations recommend that the company has an Audit, Nomination, and Executive Remuneration Committee and in the case of Haoma the members of the Board fulfill those roles.

TRADING POLICY

Haoma has published its Securities Trading Policy and Guidelines. It is available from ASX or the Haoma Mining website.

Insiders, as defined in abovementioned policy is prohibited from trading company securities nor participate in any way whatsoever in relation to any trading in company securities while in possession of inside information not publicly known.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

CORPORATE GOVERNANCE STATEMENT

AUDIT COMMITTEE

Haoma has for many years maintained a formal Audit sub-committee of the Board. The Audit Committee operates under a charter approved by the Board. It is the Audit Committee's responsibility to ensure that an effective internal framework exists within the entity. This includes internal controls, the safeguarding of assets, the maintenance of proper accounting records and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators.

The Audit Committee provides the Board with additional assurance regarding the reliability of financial information for inclusion in the financial statements.

The Audit committee is also responsible for nomination of the external auditor and reviewing the adequacy of the scope and quality of the annual statutory audit and half year statutory review. A formal sign off of the accounts by the Chief Executive Officer and Chief Financial Officer is required.

TIMELY AND BALANCED DISCLOSURES

Haoma provides timely and balanced disclosures of all material matters concerning the Company as required by the ASX listing rules. This means that all investors have equal and timely access to material information concerning the company – including its financial situation, performance, ownership and governance. The Company's announcements are factual and presented in a clear and balanced way to present positive and negative information.

The Directors are aware of the disclosure obligations as per the Corporations Act 2001 (Clth.) and ASX Listing rules and the need to comply with them. There is no formal document covering disclosure and compliance with ASX listing rules.

RESPECTING THE RIGHTS OF SHAREHOLDERS

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

The Company recognises and respects the rights of shareholders and facilitates the effective exercise of those rights. The Company empowers its shareholders by: communicating effectively with them; giving them ready access to balanced and understandable information about Company and corporate proposals; and, makes it easy for shareholders to participate in General Meetings.

While the Company does not have a documented procedure there is regular communication with shareholders including the mailing of ASX Quarterly Activity Reports and information on matters of significance which affect the Company. Company information is continuously updated on its website; www.haoma.com.au. At each Annual Meeting shareholders are given a detailed briefing regarding the activities of the Company and shareholders are encouraged to both attend and participate in General Meetings. It is considered the size of the company does not warrant a formal written policy in this area.

The auditors attend the Annual General Meeting each year.

RISK MANAGEMENT

The Board is responsible for ensuring that management's objectives and activities are aligned with the expectations and risks identified by the Board. The Board has a number of mechanisms in place to minimise the impact of accidental loss or damage to the company.

PERFORMANCE EVALUATION

The responsibility for the operation and administration of the Economic Entity is delegated by the Board to Mr. Gary Morgan and Management. The Board ensures that personnel are appropriately qualified and experienced to discharge their responsibilities and has in place procedures to assess the performance of the management team.

Although Haoma does not comply with the ASX Corporate Governance Council's Revised Recommendation regarding 'performance evaluation', it is considered that the size of the company and the structure of the Board do not necessitate full compliance with this recommendation.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

CORPORATE GOVERNANCE STATEMENT

REMUNERATION COMMITTEE

The accounts contain all details of Directors' remuneration and the remuneration of senior staff to the extent required by law. The company is small and because of its size and structure it is not considered necessary to have a Remuneration Committee of the Board.

There are no schemes for retirement benefits other than statutory superannuation for non-executive Directors.

OTHER INFORMATION

The Board and senior executives are aware of the need to comply with all laws relevant to operations of the Company. Due to the size and structure of Haoma it is not considered necessary to have a formal written code of conduct.

Good Corporate Governance is dependent on the culture of the Company generally, and Board and Senior Management in particular. Mere compliance with the ASX recommendations in itself however, will not necessarily result in good corporate governance.

The Board of Haoma is committed to ensuring that a standard of good governance is maintained. It does this by ensuring that the company complies with not only the letter of the many regulations and laws governing the company's operations but also complies with the spirit and intent of those regulations and laws. It is also committed to ensuring that the shareholders and the market are kept fully informed regarding the company's operations and strategic direction.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES
ANNUAL FINANCIAL STATEMENTS – JUNE 30, 2011

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Through the use of the internet, Haoma ensures that its corporate reporting is timely, complete and available globally at minimum cost. All ASX releases, financial reports and other information are available on the Company's website at www.haoma.com.au

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED JUNE 30, 2011

	Note	CONSOLIDATED	
		2011 \$	2010 \$
Continuing Operations			
Sale of goods	3 (a)	-	88,401
Retail sales	3 (a)	160,353	292,809
Royalty income	3 (a)	69,742	460,763
Finance revenue	3 (a)	176,262	165
Revenue		406,357	842,138
Other income	3 (b)	640,000	600,000
Cost of sales		(357,214)	(446,275)
Test work and plant configuration expenditure		(2,304,506)	(2,107,301)
Exploration and tenement costs expensed		(766,708)	(680,469)
Administration and compliance expense	3(c)	(583,847)	(535,517)
Finance costs	3(d)	(3,758,355)	(2,878,493)
Depreciation and amortisation costs	3(e)	(353,050)	(541,830)
Provision for rehabilitation		(3,678)	89,329
Share option expense	19	(169,950)	-
Loss before income tax		(7,250,951)	(5,658,418)
Income tax expense	4	-	-
Net loss for the year		(7,250,951)	(5,658,418)
Net loss for the year		(7,250,951)	(5,658,418)
Other comprehensive income		-	-
Total comprehensive income for the year attributable to members of Haoma Mining, net of tax		(7,250,951)	(5,658,418)
Earnings per share (cents per share)			
- Basic loss for the year attributable to ordinary equity holders of the parent	5	(3.96)	(2.95)
- Diluted loss for the year attributable to ordinary equity holders of the parent	5	(3.96)	(2.95)

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

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STATEMENT OF FINANCIAL POSITION

AS AT JUNE 30, 2011

		CONSOLIDATED	
	Note	2011 \$	2010 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7(a)	167,215	8,999
Trade and other receivables	8	55,314	147,211
Inventories	9	230,826	319,895
Total Current Assets		<u>453,355</u>	<u>476,105</u>
Non-current Assets			
Other financial assets	10	1,000,000	1,000,000
Property, plant and equipment	12	602,703	630,510
Exploration and evaluation	13	6,593,119	6,367,887
Total Non-Current Assets		<u>8,195,822</u>	<u>7,998,397</u>
TOTAL ASSETS		<u>8,649,177</u>	<u>8,474,502</u>
LIABILITIES			
Current Liabilities			
Trade and other payables	14	1,616,866	1,556,439
Interest bearing loans and borrowings	15	49,166,871	41,963,733
Provisions	16	96,867	108,434
Total Current Liabilities		<u>50,880,604</u>	<u>43,628,606</u>
Non-Current Liabilities			
Provisions	16	1,369,017	1,365,339
Total Non-Current Liabilities		<u>1,369,017</u>	<u>1,365,339</u>
TOTAL LIABILITIES		<u>52,249,621</u>	<u>44,993,945</u>
NET ASSETS/(LIABILITIES)		<u>(43,600,444)</u>	<u>(36,519,443)</u>
EQUITY			
Contributed equity	17	59,593,411	59,593,411
Reserves	17	6,352,865	6,182,915
Accumulated losses		(109,546,720)	(102,295,769)
TOTAL SHAREHOLDERS' EQUITY/(DEFICIENCY)		<u>(43,600,444)</u>	<u>(36,519,443)</u>

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

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED JUNE 30, 2011

CONSOLIDATED	Share Capital	Reserves (Note 17)	Accumulated Losses	Total Equity
	\$	\$	\$	\$
Balance at June 30, 2009	60,305,981	6,470,345	(96,637,351)	(29,861,025)
Share options expired	287,430	(287,430)	-	-
Share capital buy-back	(1,000,000)	-	-	(1,000,000)
<i>Total comprehensive income for the year, net of tax</i>	-	-	(5,658,418)	(5,658,418)
Balance at June 30, 2010	59,593,411	6,182,915	(102,295,769)	(36,519,443)
Share options issued		169,950		169,950
<i>Total comprehensive income for the year, net of tax</i>	-	-	(7,250,951)	(7,250,951)
Balance at June 30, 2011	59,593,411	6,352,865	(109,546,720)	(43,600,444)

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2011

	Note	CONSOLIDATED	
		2011	2010
		\$	\$
Cash flows from operating activities			
Receipts from customers		-	162,202
Interest received		176,262	165
Other income		995,841	723,786
Payments to suppliers and employees		(1,299,231)	(831,229)
Interest paid		(16,908)	(343,820)
Net cash used in operating activities.....	7(b)	(144,036)	(288,896)
Cash flows from investing activities			
Purchase of property, plant and equipment		(325,243)	(322,616)
Exploration and development expenditure		(2,753,663)	(2,982,618)
Proceeds from sale of Mining Leases.....		-	1,100,000
Advances to related entity		-	(200)
Net cash used in investing activities		(3,078,906)	(2,205,434)
Cash flows from financing activities			
Payment of insurance premium funding		(54,969)	(10,085)
Loan funding from related parties		3,436,127	3,504,294
Payment for share buy-back		-	(1,000,000)
Net cash provided by financing activities		3,381,158	2,494,209
Net (decrease) increase in cash held		158,216	(121)
Cash at the beginning of the financial year		8,999	9,120
Cash at the end of the financial year	7(a)	167,215	8,999

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

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

1 CORPORATE INFORMATION

The financial report of Haoma Mining NL for the year ended June 30, 2011 was authorised for issue in accordance with a resolution of the Directors on Friday, September 30th, 2011.

Haoma Mining is a listed public company, incorporated and domiciled in Australia. The principal activities of the Consolidated Group during the financial year were gold mining, mineral exploration and mining development. There was no significant change in the nature of the principal activities during the year.

2 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial report is a general purpose financial report which has been prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standards and Interpretations.

The financial report has been prepared on a historical cost basis, except for available-for-sale assets, which have been measured at fair value and provisions which have been carried at fair value. The financial report is presented in Australian dollars.

(b) Going Concern

The Consolidated Group incurred a net loss of \$7,250,951 for the year, had net current liabilities of \$50,427,249, and negative shareholders equity of \$43,600,444. These conditions indicate a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern.

To support the ongoing operations of the Group, Leaveland Pty Ltd, (Haoma's principal shareholder which is owned and controlled by Mr. Gary Morgan) has provided an undertaking that it will make funds available to the consolidated entity to ensure that there is no shortfall of funding required for operations for a period of at least 12 months from the date of this report.

At June 30, 2011 the total debt owing in respect of funds provided to Haoma by Leaveland Pty Ltd is \$34,953,785 (2010: \$31,517,658). Leaveland Pty Ltd has also confirmed that payment of monies owed by Haoma will not be required until such time as the Board of Directors determine that Haoma is capable of paying these amounts without adverse financial consequences to the consolidated entity. For these reason, the Board of Directors are satisfied that the going concern basis is appropriate.

The financial statements have been prepared on the basis that the consolidated entity is a going concern, which contemplates the continuity of normal business activities and the realisation of assets and the extinguishment of liabilities in the normal course of business at the amounts stated in the financial statements.

If the consolidated entity is unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial report. The report does not include any adjustments relating to the recoverability and classification of recorded asset carrying amounts or the amounts and classification of liabilities that might result should the consolidated entity be unable to continue as a going concern and meet its debts as and when they become due and payable.

(c) Statement of Compliance

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

(i) In the current year, the consolidated group has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for the current annual reporting period. Details of the impact of those changes are set out in the individual accounting policy notes.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2

STATEMENT OF ACCOUNTING POLICIES (continued)

Standards affecting presentation and disclosure

The following new accounting standards have been adopted:

- AASB 2009-5 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project makes a number of minor amendments to AASB 8 *Operating Segments*, AASB 101 *Presentation of Financial Statements*, AASB 107 *Statement of Cash Flows*, AASB 118 *Revenue* and AASB 139 *Financial Instruments: Recognition and Measurement*.

The adoption of the above did not have a material impact on the consolidated entity and are unlikely to have a material impact on future periods.

The following standards, amendments to standards and interpretations applicable to the Group have not been applied in these financial statements:

- **AASB 9** Financial Instruments includes requirements for the classification and measurement of financial assets resulting from the first part of Phase 1 of the project to replace AASB 139 Financial Instruments: Recognition and Measurement. The Group has not yet determined the potential effect of the standard, which becomes mandatory for the Group's 30 June 2014 financial statements.
- **AASB 10** Consolidated Financial Statements introduces a new definition of control in regards to consolidation. The Group has not yet determined the potential effect of the standard, which becomes mandatory for the Group's 30 June 2014 financial statements.
- **AASB 11** Joint Arrangements addresses joint operations and joint ventures. The Group has not yet determined the potential effect of the standard, which becomes mandatory for the Group's 30 June 2014 financial statements.
- **AASB 12** Disclosure of Interests in Other Entities addresses the disclosure requirements for all forms of interests in other entities. The Group has not yet determined the potential effect of the standard, which becomes mandatory for the Group's 30 June 2014 financial statements.
- **AASB 13** Fair Value Measurement consolidates the measurement and disclosure requirements in respect of fair values into one standard. The Group has not yet determined the potential effect of the standard, which becomes mandatory for the Group's 30 June 2014 financial statements.

(d) Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of the Company as at 30 June 2011 and the results of all subsidiaries for the year then ended.

Subsidiaries are all those entities (including special purpose entities) controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements for the date that control commences until the date that control ceases. They are de-consolidated from the date that control ceases. Controlled entities are detailed in Note 11 to the financial statements.

In preparing the financial statements, the financial impact of all inter-company balances and transactions between entities in the Consolidated group during the year have been eliminated. Accounting policies of subsidiaries are consistent with the parent.

(e) Significant judgements, estimates and assumptions used in applying accounting policies

(i) Significant accounting judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

Exploration and Mining Lease Commitments

The Group holds various exploration and mining lease permits over areas of interest in Western Australia and Queensland. Annual minimum expenditure requirements are required in order to retain the exclusive right to explore and mine on these leases. In a number of cases, leases are located adjacent to or in close proximity to each other and activities often overlap a number of leases. With the approval of the relevant State Government Departments, certain expenditures which are known to be applicable to a broad area covering a number of leases are aggregated and applied to the affected leases using allocation estimates. The decision as to which leases should be aggregated for this purpose requires an exercise of judgement.

(ii) Significant accounting estimates and assumptions

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

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using a Black Scholes model and assumptions detailed in Note 19. The Group measures the cost of cash-settled share-based payments at fair value at the grant date taking into account the terms and conditions upon which the instruments were granted (see Note 19).

Exploration Assets and impairment

Accounting estimates are required for the impairment of exploration assets. See note 2(r).

Provision for Rehabilitation costs.

Accounting estimates has been used to calculate the carrying value of Provision for Rehabilitation of exploration assets. See note 2(v)

(f) Segment Reporting

Operating Segments are reported in a manner consistent with internal reporting provided to the chief operating decision maker. The Chief Operating decision maker is responsible for the allocation of resources and assessing performance of the operating segments.

(g) Revenue Recognition

The Group's primary source of revenue is from the production and sale of precious metals, specifically gold and silver. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue from the production and sale of precious metal is therefore recognised upon supply of refined metal to the customer or on delivery against forward sale contracts.

Other sources of revenue are recognised on the following basis:

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

The Group operates retail outlets at the Comet Mine Tourist Centre at Marble Bar, Western Australia and at its Top Camp accommodation facility at Ravenswood, Queensland. Revenue from the sale of goods is recognised when the sale is completed and ownership has passed to the purchaser.

Revenue from the provision of consulting services is recognised upon the delivery of the service to the customer.

Haoma has negotiated contracts with companies in which to receive Royalty income. Royalties are paid for the use of Haoma's tenements. The revenue is recognised and accrued after the company has utilised Haoma's tenements.

All revenue is stated net of goods and services tax (GST).

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2

STATEMENT OF ACCOUNTING POLICIES (continued)

(h) 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 Tax 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 statement of financial position are shown inclusive of GST.

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

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

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

(i) Impairment of assets

At each reporting date the Group assesses whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at the revalued amount (in which case the impairment loss is treated as a revaluation decrease).

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

(j) Income Tax

Haoma Mining NL and its wholly-owned Australian subsidiaries formed an income tax consolidated group on July 1, 2003. Haoma Mining NL is responsible for recognising the current and deferred tax assets and liabilities for the tax consolidation group. The tax consolidation group has entered a tax sharing agreement whereby each company in the group contributes to the income tax payable in proportion to the net profit before tax of the tax consolidated group.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to taxation authorities. The tax rates and tax laws used to calculate taxation assets and liabilities are those that applied at year end balance date.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

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

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

- the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, does not affect either accounting profit or taxable income; or
- the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward unused tax assets and unused tax losses, to the extent that it is probable that future taxable profits will be available to utilise the benefit of those deductible temporary differences, carry forward tax credits and tax losses, except when:

- the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, does not affect either accounting profit or taxable income; or
- the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that taxable income will be generated in the foreseeable future against which the temporary difference will reverse.

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to utilise the deferred tax asset. Unrecognised deferred income tax assets are reassessed each balance date and are recognised to the extent that it has become probable that future taxable income will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, using tax rates that have been enacted or substantively enacted at balance date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit and loss.

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

(k) Borrowing Costs

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(l) Cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents includes:

- cash at bank, cash on hand and at call deposits with banks or financial institutions, net of bank overdrafts; and
- investments in money market instruments with less than 14 days to maturity.

(m) Inventories

Inventories are measured and valued as follows:

- Stores of purchased consumables and materials are counted and valued at the lower of cost and net realisable value,
- Inventories of Run of Mine ore stockpiles, work in process, heap leach material and gold bullion are physically measured or estimated and are valued at the lower of cost and net realisable value,

Net realisable value is the estimated selling price in the ordinary course of business, less estimated further costs of production and the estimated costs of selling.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

(n) Trade and other receivables

Trade receivables, are recognised and carried at original invoice amount less an allowance for any component of the debt for which collection is considered doubtful. An allowance for a doubtful debt is made when there is objective evidence that the Group will not be able to collect the debt. Bad debts are written off when identified.

(o) Financial Instruments

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets, this is equivalent to the date that the company commits itself to either the purchase or sale of the asset (ie trade date accounting is adopted)

Financial instruments are initially measured at fair value plus transaction costs, except where the instrument is classified 'at fair value through profit or loss', in which case transaction costs are expensed to profit or loss immediately

Classification and subsequent measurement

Finance instruments are subsequently measured at either of fair value, amortised cost using the effective interest rate method, or cost. *Fair value* represents the amount for which an asset could be exchanged or a liability settled, between knowledgeable, willing parties. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Amortised cost is calculated as:

- (i) the amount at which the financial asset or financial liability is measured at initial recognition;
- (ii) less principal repayments
- (iii) plus or minus the cumulative amortisation of the difference, if any, between the amount initially recognised and the maturity amount calculated using the *effective interest method*; and
- (iv) less any reduction for impairment

The *effective interest method* is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that exactly discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) through the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying value with a consequential recognition of an income or expense in profit or loss

The Group does not designate any interests in subsidiaries, associates or joint venture entities as being subject to the requirements of accounting standards specifically applicable to financial instruments.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost less any reduction for impairment. They are included in current assets, except for those with maturities greater than twelve (12) months after the reporting date which are classified as non-current assets.

(ii) Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost.

(p) Property, plant and equipment

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and any impairment in value.

Plant and equipment

Plant and equipment is shown at cost less accumulated depreciation and any accumulated impairment losses. Cost includes the cost of replacement parts that are eligible for capitalisation. The subsequent carrying amount of plant and equipment is reviewed annually at financial year end by Directors to ensure it is not in excess of the recoverable

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

amount of these assets. Recoverable amount is the greater of fair value less costs to sell and value in use determined by discounted net cash flows.

The cost of fixed assets constructed within the Economic Entity includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

Depreciation

All fixed assets including building and capitalised leased assets, but excluding freehold land, are depreciated on a straight line basis over their estimated useful lives to the economic entity commencing from the time the asset is held ready for use. Properties held for investment purposes are not subject to depreciation. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The default depreciation rates used where specific useful life estimates are not available for each class of depreciable assets are;

Class of Fixed Asset	Depreciation Rate
Plant and equipment	7-20%
Leased plant and equipment	10-20%

(q) Leased Assets

Leases of fixed assets where substantially all the risks and benefits incidental to ownership of the asset, but not legal ownership, are transferred to entities in the Economic Group are classified as finance leases. Finance leases are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments which includes any financial commitment in regard to payment of a residual value for the leased item. Lease payments are allocated between the reduction of the lease liability and lease finance charges in accordance with the underlying calculated interest rate over the term of the lease. Lease finance charges are recognised as an expense in profit or loss.

When it is likely that the Economic Group will obtain ownership of the asset over the term of the lease, leased assets are depreciated on a straight line basis over their estimated useful life. Where there is no reasonable certainty that the Group will obtain ownership, leased assets are depreciated over the term of the lease.

Lease payments for operating leases, where substantially all risks and benefits remain with the lessor, are charged as an expense in the periods in which they are incurred. Lease incentives under operating leases are recognised as a liability.

(r) Exploration and development expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of exploration interest. These costs are carried forward to the extent that they are expected to be recouped through the successful development or sale of the area or where activities in the area have not yet reached a stage which permits reasonable assessment of the existence of economically recoverable reserves.

The Directors consider that the appropriate carrying amounts do not differ materially from the fair value of these assets. The Directors have determined in which instances it is appropriate to capitalise or expense costs spent on these areas in the year to June 30, 2011.

Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according the rate of depletion of the economically recoverable reserves.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

(s) Interest in Joint Ventures

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control. The Group has interests in joint ventures that can generally be classified as joint ventures involving jointly controlled assets and which are specifically related to undertaking exploration and development work on various mineral exploration leases.

A joint venture identified as involving the use of jointly controlled assets is typified by joint ownership of assets contributed or acquired for the purpose of the joint venture and dedicated to the purposes of the joint venture. The assets are used to obtain benefits for the joint venture. Each joint venture participant may take a share of the output from the assets and each bears an agreed share of the expenses incurred. Each participant has control over its share of future economic benefits through its share of the jointly controlled assets.

Expenses incurred in common by the joint venture are borne by each joint venturer according to agreed percentages as established in the respective joint venture agreements. Some agreements contain farm-in clauses whereby one or more of the joint venture parties acquires or may increase an ownership interest in a controlled asset by agreeing to fund an initial amount of expenditure.

The Group recognises its interests in jointly controlled asset joint ventures by recording the fair value of its share of the joint venture assets that it controls and the liabilities that it incurs. The Group also recognises its share of the expenses that are incurred on joint venture activities and its share of the income that is earned from the sale of goods or services by the jointly controlled operation.

(t) Trade and other payables

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

(u) Employee Leave Benefits and Entitlements

Provision is made for the expected future liability for employee benefits and entitlements arising from services rendered by employees to balance date. A current liability is recognised in respect of benefits and entitlements expected to be paid within one year and a non current liability is recognised for benefits and entitlements expected to be paid later than one year.

Employee benefits together with entitlements arising in respect of wages and salaries, long service leave, annual leave and sick leave that are expected to be settled within one year are measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

Long service leave and other entitlements expected to be payable later than one year are measured at the present value of the estimated future cash flows to be made for those benefits. In determining the extent of liability, consideration is given to expected future salary and wage levels, related on costs, experience of employee retention and expired periods of service.

Liabilities for employer superannuation contributions are expensed when incurred.

(v) Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event and it is probable that an outflow of economic resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provision for Restoration Costs

Restoration costs are costs that are expected to be incurred as a consequence of the Economic Group undertaking its exploration and mining activities. Ground disturbance and other works that impact upon topography, environment and habitat may occur to varying degrees during exploration, evaluation, development, construction or production phases of the Group's activities. As a consequence, there is a need for restoration work to be carried out either progressively or upon the abandonment of activity in an area of interest. The provision is measured as the present value of the future expenditure. On an ongoing basis, the rehabilitation liability will be re-measured in line with the

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

2 STATEMENT OF ACCOUNTING POLICIES (continued)

changes in the time value of money (recognised as an expense in the statement of comprehensive income and an increase in the provision).

In determining the restoration obligations, the entity assumes no significant changes will occur in relevant Federal and State legislation in relation to restoration of disturbed areas.

(w) Interest bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised. Interest on loans and borrowings is recognised as an expense as it accrues.

(x) Share-based payment transactions

Equity settled transactions:

The Group provides benefits to employees (including senior executives) of the Group in the form of share-based payments (equity-settled transactions).

The cost of equity-settled transactions with employees is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black Scholes model. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Haoma Mining NL if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the equity instruments (the vesting date). The cumulative expense is recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The profit and loss charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period. No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

(y) Earnings per share

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

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

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

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

(z) Comparative figures

Where required by Accounting Standards comparative figures have been adjusted to conform to changes in presentation for the current financial year.

When the consolidated entity applies an accounting policy retrospectively, makes a retrospective restatement or reclassifies items, a Statement of Financial Position as at the beginning of the earliest comparative period will be disclosed.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$
3 REVENUES & EXPENSES		
Continuing Operations		
(a) Revenue		
Gold sales	-	91,746
Gold nuggets sales	-	(3,345)
	-	88,401
Retail sales	160,353	292,809
Royalty income	69,742	460,763
Finance revenue - bank interest.....	176,262	165
	<u>406,357</u>	<u>842,138</u>
(b) Other Income		
Other Income.....	640,000	-
Net gain on disposal of property, plant and equipment	-	600,000
	<u>640,000</u>	<u>600,000</u>
(c) Administration and compliance expense		
Corporate service costs	174,385	169,015
Legal and compliance costs	202,355	168,468
Management fees	207,107	198,034
	<u>583,847</u>	<u>535,517</u>
(d) Finance Costs		
Director related loan	3,766,887	2,846,355
Bank loans and overdrafts	70	3,704
Bank charges	16,838	11,698
Current tax liability	(25,440)	16,736
	<u>3,758,355</u>	<u>2,878,493</u>
(e) Depreciation of non-current assets		
Property, plant and equipment.....	353,050	541,830
	<u>353,050</u>	<u>541,830</u>
(f) Employee benefits expense		
Wages and salaries	1,322,548	1,244,393
Superannuation	107,654	86,630
Annual leave	20,881	5,005
	<u>1,451,083</u>	<u>1,336,028</u>

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$
4 INCOME TAX		
The amount provided in respect of income tax differs from the prima facie benefit on operating loss. The difference is reconciled as follows:		
Operating loss before income tax	<u>(7,250,951)</u>	<u>(5,658,418)</u>
Prima facie income tax expense (benefit) calculated at 30% (2010 - 30%)		
Economic entity	<u>(2,175,285)</u>	<u>(1,697,525)</u>
Tax effect of temporary differences:		
Tenements disposed.....	-	450,000
Other temporary differences	-	22,985
Deferred tax assets not recognised	<u>2,175,285</u>	<u>1,224,540</u>
Income tax expense (benefit) attributable to operating loss	<u>-</u>	<u>-</u>
Deferred tax assets which have not been brought to account comprise:		
Income tax losses	<u>16,572,590</u>	14,397,305
Other temporary differences	<u>-</u>	<u>(1,694,115)</u>
	<u>16,572,590</u>	<u>12,703,190</u>

Deferred tax liabilities that have arisen in the course of normal operations have been offset against unutilised deferred tax assets and as such have not been shown separately.

This benefit for tax losses will only be obtained if:

- (a) the consolidated entity derives future assessable income of a nature and an amount sufficient to enable the benefit from the deductions for the losses to be realised;
- (b) the consolidated entity continues to comply with the conditions for deductibility imposed by Law; and
- (c) no changes in tax legislation adversely affect the ability of the consolidated entity to realise these benefits.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011 \$	2010 \$
5 EARNINGS PER SHARE		
Net loss attributable to ordinary equity holders or the parent from continuing operations	(7,250,951)	(5,658,418)
Weighted average number of ordinary shares for basic earnings per share	182,993,655	191,705,984
Effect of dilution:		
Share options	-	-
Weighted average number of ordinary shares adjusted for the effect of dilution.....	182,993,655	191,705,984
Weighted average number of converted, lapsed or cancelled potential ordinary shares included in diluted earnings per share	-	-
There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these financial statements		
Loss per share (cents per share)	(3.96)	(2.95)

The weighted average number of ordinary shares outstanding during the year used in the calculation of basic earnings per share and diluted earnings per share was 182,993,655 and (2010: 191,705,984)

The loss for the year used in the calculation of basic and diluted earnings per share is \$7,250,951 (2010: loss \$5,658,418)

As at 30 June 2011 the company had issued options over unissued capital (refer to note 19).

6 DIVIDENDS PAID AND PROPOSED

There were no dividends provided for or paid during the financial year.

Franking credit balance

The amount of franking credits available for the financial year are:

Franking account balance at July 1.....	685,523	672,030
Other movements	-	13,493
Franking account balance at June 30	685,523	685,523

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	2011	2010
	\$	\$

7 CASH AND CASH EQUIVALENTS

(Current)

(a) Reconciliation to Statement of Cash Flows

Cash at the end of the financial year as shown in the Statement of cash flows reconciled to items in the Statement of Financial Position as follows

Cash and cash equivalents	167,215	8,999
	<u>167,215</u>	<u>8,999</u>

Cash at bank earns interest at floating rates based on daily bank deposit rates.

(b) Reconciliation of net loss after tax to cash flows from operations

Loss after income tax	(7,250,951)	(5,658,418)
Depreciation and amortisation expense	353,050	541,830
Options expense	169,950	-
Net profit on disposal of exploration assets	-	(600,000)
Accrued interest - director related entity	3,766,887	2,846,355
Impairment write down of capitalised exploration and evaluation assets	2,528,430	2,844,672
Interest... ..	3,857	-
<i>Changes in assets and liabilities:</i>		
Decrease in trade debtors & other receivables	96,449	35,550
Decrease in prepayments	46,685	48,879
Decrease in inventories	89,069	14,495
Increase (decrease) in trade creditors and other creditors	60,427	(283,397)
Decrease in provisions	(7,889)	(78,862)
Net cash used in operating activities	(144,036)	(288,896)

8 TRADE AND OTHER RECEIVABLES

(Current)

Trade and other receivables	6,617	103,066
Prepayments	48,697	44,145
	<u>55,314</u>	<u>147,211</u>

Trade and other receivables are non-interest bearing. Due to the short term nature of trade receivables amounts, their carrying value is assumed to approximate their fair value. The average credit period on trade receivables are generally 30 day terms and no interest is charged on balances past due. The Group has a history of 100% collection of trade receivable amounts and therefore no provision for impairment loss is required.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

CONSOLIDATED

2011 2010
\$ \$

9 INVENTORIES

(Current)

Stores of consumables and spare parts	<u>230,826</u>	<u>319,895</u>
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10 OTHER FINANCIAL ASSETS

(Current)

Convertible Loan Note (Secured)	<u>1,000,000</u>	<u>1,000,000</u>
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11 CONTROLLED ENTITIES

Investments in Controlled Entities	Country of Incorporation	Percentage owned 2011 %	Percentage owned 2010 %
Parent Entity			
Haoma Mining NL	Australia	-	-
North West Mining NL	Australia	100	100
Exploration Geophysics Pty Ltd	Australia	100	100
Kitchener Mining NL	Australia	100	100
Shares held by Kitchener Mining NL			
- Bamboo Creek Management Pty Ltd	Australia	100	100

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$

12 *PROPERTY, PLANT & EQUIPMENT*

(Non-current)

Property, Plant and Equipment at cost or fair value	9,372,732	9,047,489
Accumulated depreciation	(8,770,029)	(8,416,979)
Net carrying amount	602,703	630,510

(1) The directors resolved that the written down value of property, plant and equipment at June 30, 2011 does not exceed its net realisable value

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 financial year.

Total

Opening balance at July 1	630,510	849,724
Additions	325,243	322,616
Depreciation/Amortisation	(353,050)	(541,830)
Net Carrying Amount	602,703	630,510

Property, Plant and Equipment

Opening balance at July 1	630,510	849,724
Additions	325,243	322,616
Depreciation/Amortisation	(353,050)	(541,830)
Net Carrying Amount	602,703	630,510

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$
13 EXPLORATION & EVALUATION		
(Non-current)		
Opening balances July 1	6,367,887	7,535,000
Additions	3,237,700	3,177,559
Disposals (*)	-	(1,500,000)
Exploration and evaluation costs written off	(3,012,468)	(2,844,672)
	<u>6,593,119</u>	<u>6,367,887</u>

* Haoma sold the Linden Group of tenements (E39/293, E39/428, M39/255, M39/649, M39/650, M39/794, M39/795, P39/2974, P39/2975, P39/2976) and mining camp to Exterra Resources Ltd in December 2009.

14 **TRADE AND OTHER PAYABLES**

(Current)

Trade creditors and accruals	508,510	541,105
Other creditors	178,675	108,364
	<u>687,185</u>	<u>649,469</u>
Related party payables:		
Director's fees payable to Director related entities	828,000	708,000
Amount payable to Roy Morgan Research Centre	87,481	184,770
Elazac Mining Pty Ltd	14,200	14,200
	<u>929,681</u>	<u>906,970</u>
	<u>1,616,866</u>	<u>1,556,439</u>

Due to the short term nature of trade creditors, their carrying value is assumed to approximate their fair value. The Group's payment policy and system ensures that all creditors are paid within payment terms, and consequently no discounts or penalty payments arise.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$

15 INTEREST BEARING LOANS AND BORROWINGS

(Current)

Amount due to Director related entity	(a)	34,953,785	31,517,658
Accrued interest - Director related entity	(a)	11,789,214	8,022,327
Accrued interest - Director loan	(a)	2,382,597	2,382,597
Amounts due under Insurance Premium Funding	(b)	41,275	41,151
		<u>49,166,871</u>	<u>41,963,733</u>

(a) Funding for the company's ongoing operations is presently being provided by Leaveland Pty Ltd. Leaveland is Haoma's principal shareholder and has made the loan in its capacity as Trustee of a family trust controlled by Haoma's Chairman, Mr. Gary Morgan. Leaveland Pty Ltd has provided an assurance to the Board that it will continue to ensure funds are made available to the company to fund care and maintenance operations for a period of at least 12 months from the date of this report.

(b) The company uses a Premium Funding facility with Macquarie Bank and Hunter Premium Funding Limited to discharge its liability for insurance premiums. The term of the finance is set at 12 months to coincide with the period of insurance. Payments are made monthly in advance.

16 PROVISIONS

(Current)

Provision for employee benefits	<u>96,867</u>	<u>108,434</u>
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(Non-current)

Provision for rehabilitation

Opening balances July 1	1,365,339	1,454,668
Amounts charged to the profit and loss	3,678	(89,329)
Closing balances June 30	<u>1,369,017</u>	<u>1,365,339</u>

Provision for rehabilitation recognises future costs expected to be incurred in the restoration of soil, environment and habitat as a result of undertaking exploration and mining activities. The provision is determined as the present value of the future expenditure and assumes that associated outflows will be evenly incurred over a period of 5 years. See also Note 2(v).

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$

17 CONTRIBUTED EQUITY & RESERVES

(a) Share Capital

Issued Shares - Ordinary shares fully paid	59,593,411	59,593,411
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(b) Movements in Ordinary Share Capital

	Number of Shares	\$
Contributed Equity		
July 1, 2009	192,993,665	60,305,981
	(10,000,000)	(712,570)
June 30, 2010	182,993,665	59,593,411
July 1, 2010	182,993,665	59,593,411
June 30, 2011	182,993,665	59,593,411

At a Special General Meeting held on May 11, 2010, shareholders voted to approve the selective buy-back and cancellation of 10,000,000 ordinary shares held by BHP Billiton Nickel West Pty Ltd. The buy-back price was 10c per share. The buy-back was completed on May 14, 2010 and the shares have been cancelled.

(c) Ordinary Shares

Fully paid ordinary shares entitle the holder to participate in dividends and to one vote per share at meetings of the Company. Ordinary shares participate in the proceeds on winding up of the Company in proportion to the number of shares held.

Ordinary shares have no par value and the company does not have a limited amount of authorised capital.

	CONSOLIDATED	
	2011	2010
	\$	\$

Reserves

Capital profits	6,178,490	6,178,490
Forfeited shares	4,425	4,425
Share option reserve	169,950	-
	6,352,865	6,182,915

(d) Capital profits reserve

Opening balance	6,178,490	6,178,490
	6,178,490	6,178,490

The capital profits reserve on the sale of investment records non-taxable profits.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

17 CONTRIBUTED EQUITY & RESERVES (continued)

	CONSOLIDATED	
	2011	2010
	\$	\$
(e) Forfeited shares		
Opening balance	4,425	4,425
	<u>4,425</u>	<u>4,425</u>
The Forfeited share reserve records the cash received on forfeit of shares.		
(f) Share option reserve		
Opening balance	-	287,430
Share options issued.....	169,950	-
Transfer to contributed equity	-	(287,430)
	<u>169,950</u>	<u>-</u>

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

	CONSOLIDATED	
	2011	2010
	\$	\$
18 COMMITMENTS & CONTINGENCIES		
Insurance Premium Funding		
Amount due under Insurance Premium Funding	<u>55,093</u>	<u>54,928</u>
Payable - Minimum Insurance Premium Funding		
- Within one year	41,275	41,151
- less future financing charges	-	(2,369)
Present value of lease payments	<u>41,275</u>	<u>38,782</u>

Future Premium funding payments represent the aggregate of all lease payments to be paid within one year. Details are provide at Note 15 to the Financial Statements. During the year to June 30, 2011 payments of \$13,758 (2010: \$10,085) were made.

(i) Exploration & expenditure commitments

In order to maintain current rights of tenure to mining tenements, the Consolidated Entity will be required to meet tenement lease rentals and minimum expenditure requirements of the Western Australia and Queensland Departments of Minerals and Energy as follows:

Within one year	2,364,014	2,333,861
After one year but not more than five years	4,685,969	5,191,294
Longer than five years	6,344,483	6,745,206
	<u>13,394,465</u>	<u>14,270,361</u>

The Department of Minerals & Energy (Western Australia) has agreed that, under the current circumstances, expenditure on testing Pilbara bulk ore samples using the Elazac Process at Kitchener Mining NL's Bamboo Creek mine site can be classified as tenement expenditure.

(ii) Financial support for controlled Entity

The Parent Entity has provided a "letter of support" in respect of the financial support to its controlled entity, Kitchener Mining NL. Total Kitchener Mining NL liabilities at June 30, 2011 were \$ 5,435,636 (2010: \$5,312,702)

Contingent Liabilities

Native Title

The decision of the High Court in *Mabo & Ors -v- the State of Queensland* ("Mabo Case") recognised a form of native title which, in cases in which it has not been extinguished, reflects the entitlement of the indigenous inhabitants, in accordance with their laws or customs, to their traditional lands.

Lawyers commenting on the Mabo Case have indicated that the principles enunciated by the High Court could potentially invalidate, in certain circumstances, mining tenements granted after the enactment of the Racial Discrimination Act 1975 where the grant of that mining tenement infringed or otherwise affected native title to the area. Lawyers commenting on the Mabo Case have also suggested that compensation may be payable to native title holders.

Claims have been lodged with the Native Titles Tribunal over a number of tenements applied for by the Parent Entity. These tenements will not be granted by the Department of Minerals & Energy, W.A. until the claims have been resolved. Until further information arises in relation to these claims, the Economic Entity is unable to assess the likely effects, if any, of the claims.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

18 COMMITMENTS & CONTINGENCIES (continued)

Management Fee

Following a settlement with a former director, Kitchener Mining NL agreed to pay the director \$68,658. Payment will only be made when other directors' fees and management fees owing by Kitchener Mining NL for the period 1989 to 1993 are paid. The Directors' fees and management fees are only payable when Kitchener Mining NL has an operating profit in excess of \$500,000 in a financial year. A related party contingent liability exists to both The Roy Morgan Research Centre for a total \$1,000,000 and to the Directors' of Kitchener Mining for a total \$155,000 in respect to the financial years from 1 July 1989 to 30 June 1993.

Bank Guarantee

The entity has in place bank guarantee facilities of \$385,000 (2010: \$385,000) relating to rehabilitation requirements on its tenements. Of these \$299,856 (2010: \$315,289) were used at year end.

Legal Claim

Haoma is presently defending a claim by a former employee for injuries and economic loss suffered as a consequence of a vehicle accident in 2003. At the date of this report the amount of the claim has not been specified other than the plaintiff has claimed an amount being the maximum that can be awarded by the District Court. Haoma Mining believes that any liability arising from this matter will be covered by relevant policies of insurance in respect to motor vehicle 3rd party injury and or workers compensation.

19 SHARE BASED PAYMENTS

Employee & Consultants Share Options

On May 6, 2011, the Board of Directors approved the issue of 5,150,000 options to acquire shares in Haoma Mining to employees and consultants. The options were issued in recognition of past efforts. The non-renounceable options could be converted to an equivalent number of Haoma Mining NL shares subject to continuous performance and Directors' approval.

The unquoted options may be converted to shares at any time within a two year period from issue date at an exercise price of \$0.10 cents per share. Any shares acquired by the conversion of options may not be disposed of until after the completion of the next General Meeting of Haoma Mining, expected to be the Annual General Meeting held in November 2011.

In addition, the Board approved a proposed issue of 2,000,000 options to acquire shares in Haoma Mining to Director Michele Levine. The issue of these options will be subject to approval by members of the company at the next General Meeting of Haoma Mining, expected to be the Annual General Meeting held in November 2011. If approved, the options will be issued on the same terms and conditions as above.

Expenses arising from share based payments transactions

The amounts disclosed for the share options were the assessed fair values at the grant date of the options. Fair values at grant date were independently determined using a Black-Scholes option pricing model that took into account the exercise price, the term of the option, the vesting and performance criteria, the share price at grant date and the expected volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option. The options vested at grant date. Additional details relating to share options are set out in the Remuneration Report.

The model inputs for options granted during the year ended 30 June 2011 included:

- (a) Options are granted to nominated employees, consultants and director at a strike value of \$0.10
- (b) Exercise price \$0.10
- (c) Grant date: May 6, 2011
- (d) Expiry date: May 5, 2013
- (e) Share price at grant date: \$0.096
- (f) Expected price volatility of the Company's shares: 90%
- (g) Risk free interest rate: 5.27%
- (h) Vested Date: Not yet vested.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

19 SHARE BASED PAYMENTS (Continued)

All share options granted to key management personnel are ordinary shares in Haoma Mining NL, which confer a right of one ordinary share for every option held.

	2011 CONSOLIDATED		2010 CONSOLIDATED	
	Number of Options	Weighted Average Exercise Price \$	Number of Options	Weighted Average Exercise Price \$
Outstanding at the beginning of the year	-	-	7,150,000	0.10
Share options	-	-	-	-
Granted	5,150,000	0.03	-	-
Forfeited	-	-	-	-
Exercised	-	-	-	-
Expired	-	-	(7,150,000)	(0.10)
Outstanding at year-end	5,150,000	0.03	-	-
Exercisable at year-end	5,150,000	0.03	-	-

2011	2010
\$	\$

20 AUDITORS REMUNERATION

Remuneration of the auditor of the Economic Entity:

- auditing and reviewing the financial accounts	<u>52,000</u>	<u>48,500</u>
	<u>52,000</u>	<u>48,500</u>

21 SEGMENT INFORMATION

The group has adopted AASB 8 Operating Segments from July 1, 2009 whereby segment information is presented using a 'management approach', i.e. segment information is provided on the same basis as information used for internal reporting purposes by the board of directors

At regular intervals the board is provided management information at a group level for the group's cash position, the carrying values of mining tenements and a group cash forecast for the next twelve months of operation.

On this basis, no segment information is included in these financial statements.

All operating revenues have been derived in Australia. All exploration and evaluation assets are held in Australia.

22 RELATED PARTY INFORMATION

Directors

The name of each person holding the position of Director of Haoma Mining NL during the financial year is:

Gary Cordell Morgan,

Michele Levine, and

John Lachlan Charles McInnes.

All of these persons were directors at 30 June 2010.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

22

RELATED PARTY INFORMATION (Continued)

Directors and Director-Related Entities

	Roy Morgan Research Pty Ltd	The Roy Morgan Research Centre Pty Ltd	Elazac Mining Pty Ltd	Leaveland Pty Ltd	Elazac Pty Ltd
Mr. Gary Morgan	Director	Director	Director	Director	Director
Ms. Michele Levine	Director	-	-	-	-
Mr. John Mc Innes	Director	Director	Director	Director	Director

Other transactions with Directors and Director-Related Entities – Parent Entity

During the year Roy Morgan Research Pty Ltd provided significant administrative support and services to Haoma Mining NL. That support is continuing. Roy Morgan Research charged a management fee of \$207,107 for those services (2010: \$198,034)

Funding for the company's ongoing operations is presently being provided by Leaveland Pty Ltd. Leaveland is Haoma's principal shareholder and is owned and controlled by Haoma's Chairman, Mr. Gary Morgan. To June 30, 2011 the total funding provided by Leaveland was \$34,953,785 (2010: \$31,517,658). The Board of Haoma previously approved payment of interest on funds advanced by Mr. Morgan or entities associated with him at the 30 day commercial bill rate plus a 4% margin. The interest accrues but will not be paid until such time as the Board determines that the company is in a financial position to commence interest payments. During the year to June 30, 2011, interest accrued on the funds advanced by Leaveland was \$3,766,887 (2010: \$2,846,355)

Further information about Director related payables is disclosed in Note 15.

Related Party Transactions – Economic Entity

On April 6, 1993 an agreement was reached between Kitchener Mining NL, Leaveland Pty Ltd and Elazac Mining Pty Ltd. The agreement acknowledges that all information obtained from test work undertaken by Kitchener Mining NL to resolve the metallurgical problems faced by the company is the property of Leaveland Pty Ltd, or its nominee Elazac Pty Ltd. On December 20, 1993 Elazac Pty Ltd sold the intellectual property to Elazac Mining Pty Ltd.

The reason information and intellectual property was owned by Leaveland Pty Ltd and Elazac Pty Ltd was that both companies paid consultant fees and other costs associated with the investigation and test work on Bamboo Creek and Normay ore at Bamboo Creek and other locations.

Kitchener Mining NL holds a licence to develop the process and both Kitchener Mining NL and Haoma Mining NL have the right to use the intellectual property for no fee.

The Roy Morgan Research Centre Pty Ltd is entitled to management fees from Kitchener Mining NL of \$1,000,000 for the financial years from 1 July, 1989, to 30 June, 1993. The management fees were treated as an accrued liability for the year ended June 30, 2004. However, due to the uncertainty of future profits, the liability has been reversed. For the year ended June 30, 2010 this has been treated as a contingent liability. The amount is payable when Kitchener Mining NL resumes mining operations and has an operating profit in excess of \$500,000 pa. This debt is non-interest bearing.

Holding Company Transactions with Subsidiaries

During the year Haoma Mining NL advanced funds to Kitchener Mining NL of \$60,482 (2010: \$57,563). No interest has been charged for the financial year ended June 30, 2011 (2010: interest charged \$nil). The balance payable at June 30, 2010 was \$4,097,346 (2010: \$4,036,864) and has been fully provided against.

Receivables from controlled entities have no fixed repayment term. A provision for impairment loss is recognised when there is objective evidence that an individual trade receivable is impaired. An impairment loss has been recognised for the controlled entity receivable of \$60,482 (2010: \$57,563)

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

CONSOLIDATED

2011
\$

2010
\$

22 RELATED PARTY INFORMATION

Key Management Personnel Compensation

The aggregate compensation of the key management personnel is set out below:

Short term employee benefits	265,900	267,000
Post employment benefits	7,200	7,200
Share based payments	49,500	-
	322,600	274,200

Options and Rights

The number of options issued over ordinary shares in the Consolidated Entity held during the financial year by each Officer of the Consolidated Entity and Haoma Mining, are set out below:

2011	Balance at start of the year	Received as compensation	Options exercised	Options lapsed *	Options issued *	Balance at end of the year
Peter Cole	-	49,500	-	-	1,500,000	1,549,500
	-	49,500	-	-	1,500,000	1,549,500
2010						
Michelle Levine	2,000,000	-	-	(2,000,000)	-	-
Jim Wallace	100,000	-	-	(100,000)	-	-
Peter Cole	1,500,000	-	-	(1,500,000)	-	-
	3,600,000	-	-	(3,600,000)	-	-

* Options granted on May 6, 2011.

The number of shares in the Consolidated Entity held during the financial year by each Officer of the Consolidated Entity and Haoma Mining, including their personally related parties, are set out below: There were no shares granted during the period as compensation.

2011	Balance at start of the year	Received as compensation	Options exercised	Net change other	Balance at end of the year
Gary Morgan	128,182,961	-	-	-	128,182,961
Michelle Levine	6,250,452	-	-	(4,919,452)	1,331,000
John McInnes	127,884,204	-	-	-	127,884,204
2010					
Gary Morgan	128,182,961	-	-	-	128,182,961
Michelle Levine	6,250,452	-	-	-	6,250,452
John McInnes	127,884,204	-	-	-	127,884,204

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

23 FINANCIAL RISK MANAGEMENT AND POLICIES

Haoma's principal financial instruments comprise cash, receivables, payables and finance leases. The main risks arising from the Group's financial instruments are interest rate risk, credit risk and liquidity risk.

Although the Consolidated Group do not have documented policies and procedures, the Directors' manage the different types of risks to which it is exposed by considering the risk and monitoring the levels of exposure to interest rates and by being aware of market forecasts for interest rate and commodity prices.

Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk and liquidity risk, these are monitored through general budgets and forecasts.

The Consolidated Group and Haoma hold the following financial instruments:

	CONSOLIDATED	
	2011	2010
	\$	\$
Financial Assets		
Cash and cash equivalents	167,215	8,999
Trade and other receivables	55,314	147,211
Other financial assets	1,000,000	1,000,000
Total Financial Assets	1,222,529	1,156,210
Financial Liabilities		
Trade and other payables	1,616,866	1,556,439
Borrowings	49,166,871	41,963,733
Total financial liabilities	50,783,737	43,520,172

Risk Exposure and Responses

Interest Rate Risk

Assets

Haoma's exposure to the risk of changes in market interest rates relates primarily to cash with a floating interest rate.

The Group's cash at bank and on hand had a weighted average floating interest rate at year end of 0.01% (2010: 0.01%)

Liabilities

Haoma's exposure to market interest rates relates primarily to the Groups on-going funding provided by Haoma's principal shareholder Leaveland Pty Ltd. The weighted average floating interest rate at year end was 8.91% (2010: 7.95%)

The insurance Premium funding arrangement, due to be amortised within the next 12 months has a weighted average interest rate 16.2% (2010: 13.23%)

The level of debt is disclosed at note 15.

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

Interest Rate Risk

The following sensitivity analysis is based on the interest rate risk exposure in existence at June 30, 2011.

At June 30, 2011, if interest rates had moved as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

23 FINANCIAL RISK MANAGEMENT AND POLICIES (continued)

	CONSOLIDATED			
	Post tax profit		Equity	
	higher / (lower)		higher / (lower)	
	2011	2010	2011	2010
	\$	\$	\$	\$
Financial Assets				
<i>Receivable - Convertible Note</i>				
+ 0.75% (75 basis points)	7,500	7,500	(7,500)	(7,500)
- 0.75% (75 basis points)	(7,500)	(7,500)	7,500	7,500
Financial Liabilities				
<i>Borrowings</i>				
Consolidated				
+ 0.75% (75 basis points)	368,752	314,728	(368,752)	(314,728)
- 0.75% (75 basis points)	(368,752)	(314,728)	368,752	314,728

The movements in profit are due to higher/lower interest costs from variable rate debt and cash balances.

The convertible loan note accrues interest based on bank bill interest rates plus a margin. The sensitivity in financial assets is higher/lower taking into account interest rate volatility.

The sensitivity in financial liabilities is relatively unchanged.

Credit Risk

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents and trade and other receivables. Haoma's exposure to credit risk arises from potential default of the counterparty, with a maximum exposure excluding the value of any collateral or other security is equal to the carrying amount of these instruments net of any allowance for doubtful debts as disclosed in the balance sheet and notes to the financial report. There are no concentrations of credit risk within the Group.

Haoma trades only with recognised, creditworthy third parties, and as such collateral is not requested nor is it the Consolidated Group's policy to securitise its trade and other receivables.

It is the Consolidated Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures including an assessment of their independent credit rating, financial position, past experience and industry reputation.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. Haoma does not have any significant customers and accordingly does not have any significant exposure to bad or doubtful debts.

Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Haoma's approach to managing liquidity is to ensure as far as possible that the Consolidated Group will always have sufficient liquidity to meet its liabilities when due. This objective is maintained through a balance between continuity of funding and flexibility through the use of bank overdrafts, bank and other loans, finance leases and committed available credit lines. Additionally, Haoma manages liquidity risk by monitoring cash flow and maturity profiles of financial assets and liabilities.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

23 FINANCIAL RISK MANAGEMENT AND POLICIES (continued)

The contractual maturities of financial liabilities, including estimated interest payments are provided below. There are no netting arrangements in respect of financial liabilities.

CONSOLIDATED	< 6 months	6-12 months	1-5 years	> 5 years	Total
	\$	\$	\$	\$	\$
Year Ended June 30, 2011					
Financial Assets					
Cash and cash equivalents	167,215	-	-	-	167,215
Receivables and other receivables	55,314	-	-	-	55,314
Other financial assets	-	-	1,000,000	-	1,000,000
	<u>222,529</u>	<u>-</u>	<u>1,000,000</u>	<u>-</u>	<u>1,222,529</u>
Financial Liabilities					
Trade and other payables	1,443,989	54,366	118,511	-	1,616,866
Interest bearing liabilities	-	41,275	49,125,596	-	49,166,871
	<u>1,443,989</u>	<u>95,641</u>	<u>49,244,107</u>	<u>-</u>	<u>50,783,737</u>
Year Ended June 30, 2010					
Financial Assets					
Cash and cash equivalents	8,999	-	-	-	8,999
Receivables and other receivables	147,211	-	-	-	147,211
Other financial assets	-	-	1,000,000	-	1,000,000
	<u>156,210</u>	<u>-</u>	<u>1,000,000</u>	<u>-</u>	<u>1,156,210</u>
Financial Liabilities					
Trade and other payables	1,437,928	-	118,511	-	1,556,439
Interest bearing liabilities	-	41,151	41,922,582	-	41,963,733
	<u>1,437,928</u>	<u>41,151</u>	<u>42,041,093</u>	<u>-</u>	<u>43,520,172</u>

Commodity Price risk

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

Capital risk management

Haoma's objectives when managing capital is to safeguard Haoma's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. Management of the Group and Haoma's capital is overseen by the Board.

Haoma is not exposed to any externally imposed capital requirements.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

23 *FINANCIAL RISK MANAGEMENT AND POLICIES (continued)*

	CONSOLIDATED	
	2011	2010
	\$	\$
Financing Facilities Available		
At reporting date, the following financing facilities has been negotiated and were available:		
Total facilities		
- Business Visa Card	15,000	15,000
- Business lending - bank guarantees	385,000	385,000
	<u>400,000</u>	<u>400,000</u>
Facilities used at reporting date		
- Business Visa Card	3,852	3,852
- Business lending - bank guarantees	315,289	315,289
	<u>319,141</u>	<u>319,141</u>
Facilities unused at reporting date		
- Business Visa Card	11,148	11,148
- Business lending - bank guarantees	69,711	69,711
	<u>80,859</u>	<u>80,859</u>
Total facilities	<u>400,000</u>	<u>400,000</u>

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

24 PARENT ENTITY FINANCIAL INFORMATION

(a) Summary Financial Information

Haoma Mining NL is the Parent Entity of the Consolidated Group. The individual financial statements for the parent entity show the following aggregate amounts:

	HAOMA MINING NL	
	2011	2010
	\$	\$
Balance Sheet		
Current Assets	452,877	475,136
Non-current assets	7,195,822	6,998,397
Total assets	<u>7,648,699</u>	<u>7,473,533</u>
Current liabilities	50,454,992	43,262,993
Non-current liabilities	456,339	455,113
Total liabilities	<u>50,911,331</u>	<u>43,718,106</u>
Net Assets (Liabilities)	<u>(43,262,632)</u>	<u>(36,244,573)</u>
Equity		
Contributed equity	59,593,411	59,593,411
Reserves	5,237,982	5,068,032
Accumulated Losses	(108,094,025)	(100,906,016)
Total Shareholders' Equity (Deficiency)	<u>(43,262,632)</u>	<u>(36,244,573)</u>
Loss for the year	(7,188,009)	(5,658,706)
Total comprehensive loss	<u>(7,188,009)</u>	<u>(5,658,706)</u>

(b) Guarantees entered into by the parent entity.

Haoma Mining NL has provided guarantees, indemnities and financial support as follows:

- Indemnity to the value of \$400,000 (2010: \$400,000) to the National Australia Bank ("NAB") to support bank guarantees and other liabilities.
- A 'letter of support' has been provided by Haoma Mining NL to its Controlled Entity, Kitchener Mining NL to the amount necessary to ensure it can meet their obligations when they fall due.
- Registered mortgage in place with the NAB over a director related property.

(c) Contingent liabilities of the parent entity.

Contractual commitments for exploration and expenditure costs exist for Haoma Mining NL. Minimum expenditure commitments of \$ 13,394,465 (2010: 14,270,361) are necessary to maintain current rights of tenure to mining tenements. - refer to Note 18.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2011

25 *INTEREST IN JOINT VENTURES*

Joint Venture	Interest		Description of Tenements
	2011 %	2010 %	
Daltons Joint Venture	25%	25%	E39/293, E39/428, M39/255, M39/649, M39/650, M39/794, M39/795, P39/2974, P39/2975, P39/2976

Assets and liabilities of the joint venture operations are included in the financial statements as follows:

	Note	CONSOLIDATED	
		2011 \$	2010 \$
Current Assets		-	-
Non-current Assets			
Exploration and evaluation assets	13	549,127	323,895
Current Liabilities			
Trade and other payables	14	233,860	194,941

Giralia Resources NL has a 75% interest in the joint venture and is the Joint Venture Operator.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

Directors' Declaration

The Directors' of Haoma Mining NL declare that:

1. In the directors' opinion the financial statements and notes on pages 13 to 46 and the remuneration disclosures set out on pages 5 to 7, are in accordance with the Corporations Act 2001, including:
 - (a) giving a true and fair view of the Consolidated Group's financial position as at June 30, 2011 and of its performance for the financial year ended on that date; and
 - (b) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001.
2. The financial statements also comply with International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) as disclosed in Note 1(c).
3. In the Directors' opinion there are reasonable grounds to believe that the Parent Entity will be able to pay its debts as and when they become due and payable;
4. The Directors' have been given the declarations by the Chief Executive Officer and the Chief Financial Officer required by Section 295A of the Corporations Act 2001.

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



Gary Morgan
Chairman

Melbourne
September 30th, 2011

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HAOMA MINING NL

Report on the Financial Report

We have audited the accompanying financial report of Haoma Mining NL, which comprises the statement of financial position as at 30 June 2011, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies, other explanatory information, and the directors' declaration of Haoma Mining NL (the company) and the consolidated entity. The consolidated entity comprises the company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2(c), the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal 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*.

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**INDEPENDENT AUDITOR'S REPORT (CONT'D)
TO THE MEMBERS OF HAOMA MINING NL***Auditor's Opinion*

In our opinion:

- (a) the financial report of Haoma Mining NL is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and
- (b) the financial report and notes also comply with *International Financial Reporting Standards* as disclosed in Note 2(c).

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 2 (b) "Going Concern" in the financial report, which indicates that the consolidated entity incurred a net loss of \$7,250,951 for the year, and as of that date has net current liabilities of \$50,427,249, and negative shareholders equity of \$43,600,444. These conditions give rise to a material uncertainty which may cast significant doubt about the ability of the consolidated entity to continue as a going concern, and therefore the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 4 to 6 of the directors' report for the year ended 30 June 2011. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion, the Remuneration Report of Haoma Mining NL for the year ended 30 June 2011, complies with section 300A of the *Corporations Act 2001*.

**PKF**

30 September 2011
Melbourne



J A Mooney
Partner

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STOCK EXCHANGE - ADDITIONAL INFORMATION

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report.

A. 20 Largest Shareholders as at September 30, 2011

Shareholders	Shareholding	
	No. of shares	(%) held
Leaveland Pty Ltd	126,339,704	69.04
Robert John Annells	2,200,000	1.20
Gary and Genevieve Morgan	1,843,257	1.01
Etonwood Management Pty Ltd	1,500,000	0.82
PYC Investments Pty Ltd	1,410,000	0.77
Liliana Teofilova	1,369,000	0.75
Michele and Alexandra Michele Levine	1,150,000	0.63
Sandra Stuart Curwen	1,058,650	0.58
Edwin Leigh Davies	1,000,000	0.55
Jack Van Beelen	1,000,000	0.55
HSBC Custody Nominees (Australia) Limited	705,371	0.39
Konrad Schroeder	658,628	0.36
Harry Cooper	600,000	0.33
Selstock Pty Ltd	600,000	0.33
Sandra & Charles Curwen	587,350	0.32
Taraleigh Pty Ltd	584,000	0.32
Richie Dylan Davies	500,000	0.27
Gregory Young Pty Ltd	500,000	0.27
Cornelia Van Beelen	500,000	0.27
JP Morgan Nominees (Australia Ltd)	487,724	0.27
	144,593,684	79.03

B. Substantial Shareholders

Name	Number of Shares	Class of Share
Leaveland Pty Ltd	126,339,704	Ordinary

C. Distribution of Equity Securities

(i). Ordinary shares issued by Haoma Mining NL

Range of Shares held	# of Shareholders
1 - 1,000	659
1,001 - 5,000	902
5,001 - 10,000	330
10,001 - 100,000	524
100,001 - and over	92

Total **2,507**

(ii) There were 1,433 holders of less than a marketable parcel of 4,762 ordinary shares.

(iii) The twenty largest shareholders hold between them 79.03% of the issued capital.

D. Class of Shares and Voting Rights

Issued shares are of one class and carry equal voting rights.

E. Stock Exchange Listing

Quotation has been granted for all the ordinary shares of the company on all Member Exchanges of the Australian Securities Exchange Limited.

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

STOCK EXCHANGE - ADDITIONAL INFORMATION

F. Mining Tenement Summary

(a). Tenements held by Haoma Mining NL (100%)

(i) Pilbara, Western Australia

Bamboo Creek	E45/2982	E45/3217	L45/174	M45/1156	M45/874	M45/885	P45/2342
Blue Bar	G45/51	M45/591	M45/796	M45/906	P45/2311		
Comet North	M45/928						
Copenhagen	M45/985	P45/2391					
Coronation	M45/682						
Lalla Rookh	M45/442						
Marble Bar	M45/981	M45/982	M45/515	M45/607	E45/1273	E45/1869	E45/1913 E45/2041
North Pole	L45/86	M45/302	M45/328	M45/329	E45/2532		
North Shaw	M45/682	M45/1009	E45/2784	L45/60	E45/2955	E45/3218	E45/3219
Spear Hill	M45/980						
Tabba Tabba	E45/2311						

(ii) Linden, Western Australia

Golden Ridge M26/534

New Hampton Goldfields NL has exercised its option to acquire a beneficial interest in this tenement. Haoma has retained legal title and receives a royalty on all gold produced.

(b) Tenements beneficially held by Haoma Mining NL (100%)

Pilbara, Western Australia

Apex	M45/705	P45/2133							
20oz Gully	M45/840	M45/869	P45/2227	P45/2301	P45/2329	P45/2330	P45/2336		
Bamboo Creek	M45/723	M45/781							
Big Stubby	M45/57	M45/284	M45/453	M45/554					
Blue Bar	M45/702	M45/724	P45/2125	P45/2127	P45/2226				
Comet	G45/21	M45/14	M45/16	M45/385	M45/438	M45/459	M45/478	L45/4	L45/12 L45/37
Cookes Hill	M45/1034	M45/1035	M45/1036	E45/2983	M45/1186				
Coongan	M46/160								
Copper Hills / Stirling	G45/36	M45/238	M45/346	M45/357					
Copenhagen	M45/240								
Coronation	M45/672	P45/2333	M45/679	E45/1249					
Fieldings Gully	M45/521	M45/1028	M45/1029						
Lalla Rookh	M45/648	M45/649							
Lionel	M46/43	M46/44							
Marble Bar	M45/618	M45/678	M45/706	M45/774	M45/851	M45/927	P45/2231	P45/2275	P45/2356
McKinnon	M45/490	M45/606	M45/873						
Mercury Hill	M45/588	P45/2250	M45/748						
Mustang	M45/680	M45/731	M45/747	P45/2134	P45/2251	P45/2269	P45/2288	P45/2331	
Nickol River	M47/87	M47/127	M47/401	M47/421	M47/435	M47/455	M47/577		
North Pole	M45/395	M45/514	M45/650	M45/651	M45/665	M45/733	M45/734	E45/2191	
Salgash	M45/848	M45/849	M45/850						
Sharks Gully	M45/758	M45/692							
Soansville	M45/780	M45/847	P45/2292	P45/2293	P45/2294	P45/2295	P45/2296	P45/2297	P45/2298
Starrs Find	M45/857								
Tank Hill	M45/773								
Tassie Queen	M45/76	M45/235	M45/296	M45/297	M45/655	M45/795			
Warrawoona	M45/547	M45/671	M45/824	P45/2316					
Wyman Well	M45/823	P45/2317							

HAOMA MINING NL AND ITS CONTROLLED ENTITIES

(c) Tenements beneficially held by Kitchener Mining NL (100%)

i) Bamboo Creek, Western Australia

M45/742 M45/480 M45/481 L45/72 P45/2242 P45/2243 P45/2244

(ii) Ravenswood, Queensland

Budgerie	ML1325	Barrabas	EPM8771
Burdekin Gold	EPM14297	Robe Range	EPM14038
Old Man & Copper Knob	ML1326 ML1330	Waterloo	ML1529
Elphinstone	ML10275	Podoskys	ML10315
Ravenswood Mining Claims	MC2205 MC2206	Wellington Springs	ML1415 ML1483
Robe Range East	EPM17832		

(d) Giralia Resources NL (75%) & Haoma Mining NL (25%) Joint Venture Tenements

North Shaw Western Australia E45/2186 E45/2187 E45/2921 E45/2922 M45/1197

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Bamboo Creek Processing Plant