NICKEL MINES LIMITED
and its controlled entities

A.B.N. 44 127 510 589

FINANCIAL REPORT

FOR THE YEAR ENDED
30 JUNE 2016

NICKEL MINES LIMITED
and its controlled entities

CONTENTS

DIRECTORS' REPORT

The Directors present their report together with the financial report of Nickel Mines Group, being Nickel Mines Limited ('the Company' or 'Nickel Mines') and its controlled entities ("the Group"), for the year ended 30 June 2016 and the auditor's report thereon:

Directors

The names and particulars of the Directors of the Company at any time during or since the end of the period are:

Norman Alfred Seckold - Executive Chairman
Director since 12 September 2007.

Norman Seckold graduated with a Bachelor of Economics degree from the University of Sydney in 1970. He has spent more than 30 years in the full time management of natural resource companies, both in Australia and overseas.

Mr Seckold has been the Chairman of a number of publicly listed companies including Moruya Gold Mines (1983) N.L., which acquired the Golden Reward heap leach gold deposit in South Dakota, USA, Pangea Resources Limited, which acquired and developed the Pauper's Dream gold mine in Montana, USA, Timberline Minerals, Inc. which acquired and completed a feasibility study for the development of the MacArthur copper deposit in Nevada, USA, Perseverance Corporation Limited, which discovered and developed the Nagambie gold mine in Victoria, Valdora Minerals N.L., which developed the Rustler's Roost gold mine in the Northern Territory and the Ballarat East Gold Mine in Victoria, Viking Gold Corporation, which discovered a high grade gold deposit in northern Sweden, Mogul Mining N.L., which drilled out the Magistral and Ocampo gold deposits in Mexico and Bolnisi Gold N.L, which discovered and developed the Palmarejo and Guadalupe gold and silver mines in Mexico.

Mr Seckold is currently Chairman of Augur Resources Ltd, a minerals exploration and development company operating in Australia and Indonesia, Planet Gas Limited, an energy explorer with interests in conventional and unconventional oil and gas resources, Santana Minerals Ltd., a precious metals exploration company with projects in Mexico, and unlisted public company Mekong Minerals Limited.

Peter James Nightingale - Executive Director
Director since 12 September 2007.

Peter Nightingale graduated with a Bachelor of Economics degree from the University of Sydney and is a member of the Institute of Chartered Accountants in Australia. He has worked as a chartered accountant in both Australia and the USA.

As a director or company secretary Mr Nightingale has, for more than 25 years, been responsible for the financial control, administration, secretarial and in-house legal functions of a number of private and public listed companies in Australia, the USA and Europe including Pangea Resources Limited, Timberline Minerals Inc., Perseverance Corporation Limited, Valdora Minerals N.L., Mogul Mining N.L., Bolnisi Gold N.L, Callabonna Uranium Limited, Cockatoo Coal Limited and Sumatra Copper & Gold plc. Mr Nightingale is currently a director of ASX Listed Argent Minerals Limited, Augur Resources Ltd and Planet Gas Limited and unlisted public company Prospech Limited.

Justin Werner – Executive Director
Director since 23 August 2012.

Justin, who has a bachelor of management from the University of Sydney, has been involved in mining industry for more than 15 years. He was a founding partner of PT Gemala Borneo Utama, a private Indonesian exploration and mining company, which developed a heap leach gold mine in West Kalimantan and which discovered the highly prospective Romang Island project with Robust Resources Limited which was acquired by Indonesian business man Anthony Salim.

Prior to focusing on developing projects in Indonesia, Justin worked as a consultant for specialist mining consultancies GPR Dehler, Jamieson Consulting and Partners in Performance, leading many successful turnaround projects for blue chip mining companies including Freeport McMoran (Grassberg deposit, Indonesia where he spent 2 years), Lihir Gold (Lihir mine, Papua New Guinea), Placer Dome (Nevada, USA), BHP Billiton (Ingwe Coal, South Africa), Rio Tinto (West Angeles Iron Ore, Australia), Nickel West (Western Australia) and QNI Yabulu refinery (Queensland, Australia). Mr Werner is currently Managing Director of ASX Listed Augur Resources Ltd.

James Crombie - Director
Director since 23 May 2008.

Jim Crombie graduated from the Royal School of Mines, London, in 1980 with a B.Sc. (Hons) in Mining Engineering, having been awarded an Anglo American Scholarship. Mr. Crombie held various positions with DeBeers Consolidated Mines and the Anglo American Corporation in South Africa and Angola between 1980 and 1986. He spent the next thirteen years as a Mining Analyst and Investment Banker with Shepards, Merrill Lynch, James Capel & Co. and finally with Yorkton Securities. Mr. Crombie was the Vice President, Corporate Development of Hope Bay Mining Corporation Inc. from February 1999 through May 2002 and President and CEO of Ariane Gold Corp. from August 2002 to November 2003. Mr. Crombie was President, CEO and a director of Palmarejo Silver and Gold Corporation until the merger with Coeur d'Alene Mines Corporation, one of the world's leading silver companies, in December 2007. He was a director of Sherwood Copper Corporation until its business combination with Capstone Mining Corp. in November 2008. Currently, Mr. Crombie is President and CEO of Odyssey Resources Corp., and a director of Arain Silver and Torex Gold Resources Inc.

Anthony McClure - Director
Director since 23 May 2008.

Anthony McClure graduated with a Bachelor of Science (Geology) degree from Macquarie University in 1986. Mr McClure has over 25 years technical, management and financial experience in the resource sector worldwide in project management and executive development roles. He has also worked in the financial services sector and stockbroking, primarily as a resource analyst covering both mineral and energy sectors. He is the current managing director of Silver Mines Limited, a director of Planet Gas Limited and a director of unlisted public company Mekong Minerals Limited.

Terence Willsteed - Director
Director from 23 May 2008 to 21 October 2015.

Terence Willsteed holds a Bachelor of Engineering (Mining) with Honours and a Bachelor of Arts and is a Fellow of the Australasian Institute of Mining and Metallurgy. Since 1973 he has been the principal of consulting mining engineers Terence Willsteed & Associates. His 50 year career in the mining industry has included senior operational and engineering management positions with large gold and base metal mining companies. In his consulting experience, he has been involved in the assessment, financing and development of a wide range of mineral, coal and oil shale projects, and has participated in the management of developing and operating mineral projects both in Australia and internationally.

His corporate involvement in the mining industry included non-executive directorships in ASX listed Vantage Goldfields Limited, Goldsearch Limited, Takoradi Gold Limited, and LSE listed International Ferro Metals Limited and Chairmanships of ASX listed South American Ferro Metals Limited and Niuminco Group Limited, and unlisted public company Austral Resources Limited.

Richard James Edwards - Company Secretary

Company Secretary since 28 March 2012.

Richard Edwards graduated with a Bachelor of Commerce degree from the University of New South Wales, is a Fellow of the Governance Institute of Australia, a member of CPA Australia and holds a Graduate Diploma of Applied Finance and Investment from FINSIA. Following eight years as an owner/manager of his own business Mr Edwards has worked for over ten years providing financial reporting and company secretarial services to a range of publicly listed companies in Australia with a focus on the mining sector, including as CFO and Company Secretary of Indonesia focused Sumatra Copper & Gold plc. He is also Company Secretary of ASX listed Augur Resources Ltd, Indo Mines Limited and unlisted public company Prospech Limited.

Directors' Meetings

The number of Directors' meetings held and number of meetings attended by each of the Directors of the Company, while they were a Director, during the year are:

Director	Board meetings	
	Held	Attended
Norman Seckold	3	3
Peter Nightingale	3	3
James Crombie	3	1
Anthony McClure	3	3
Justin Werner	3	3
Terence Willsteed	2	1

Directors' Interests

The beneficial interests of each director of the Company in the issued share capital of the Company are:

Specified directors	1 July 2015	Purchased	Sold	Date of this report
Norman Seckold	115,272,673	-	-	115,272,673
Peter Nightingale	16,286,787	-	-	16,286,787
James Crombie	5,775,000	-	-	5,775,000
Anthony McClure	4,125,000	-	-	4,125,000
Justin Werner	21,099,491	-	-	21,099,491
Terence Willsteed	3,000,000	-	-	3,000,000

No shares were granted to key management personnel during the reporting period as compensation.

Principal Activities and Review of Operations (all amounts in US$ unless otherwise stated)

The operating loss of the Group for the year ended 30 June 2016 after income tax was $1,520,727 (2015 - $4,726,671)

The Company was incorporated on 12 September 2007, under the laws of the State of New South Wales, Australia. The Group is involved in the acquisition, exploration and development of nickel mining projects and no significant change in the nature of those activities has occurred during the period.

During and following the year ended 30 June 2016 milestones were achieved as follows:

Highlights:

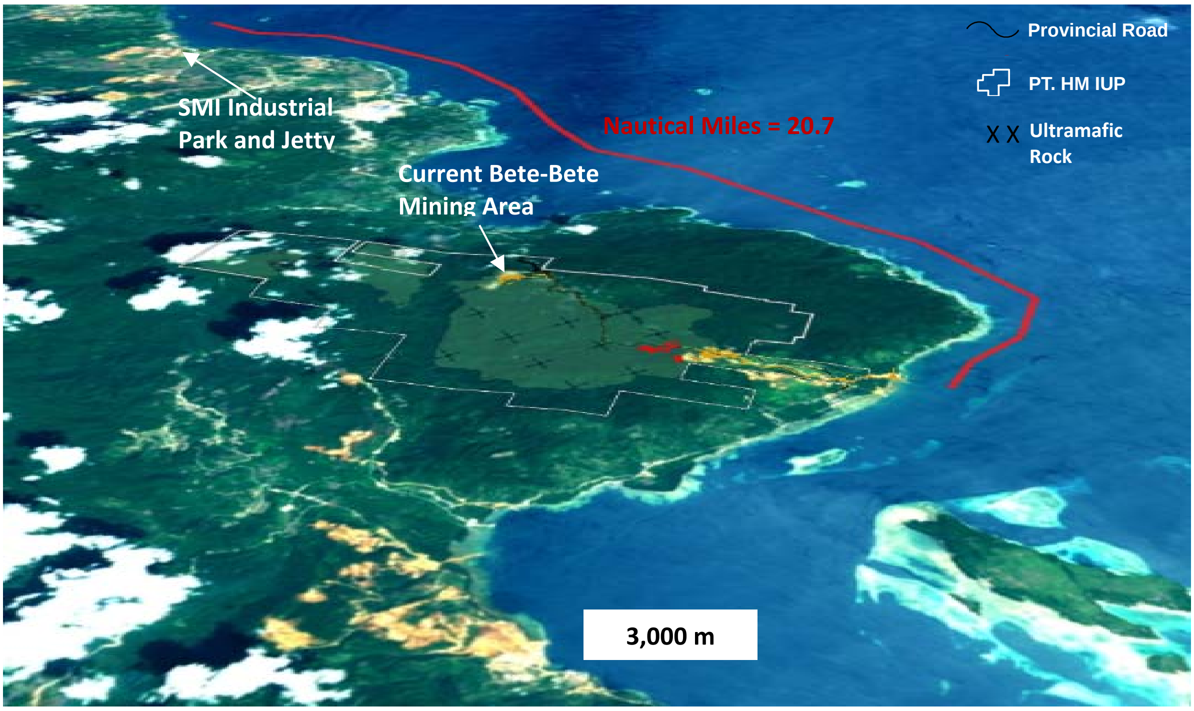
- In September 2015 an offtake agreement was signed with PT Sulawesi Mining Investment ('SMI'), a subsidiary of the Tsingshan Group, to supply 30,000 wet metric tonnes ('wmt') per month of nickel ore at a cut off grade of 1.90% Nickel for six months and mining operations were recommenced at the Hengjaya project. The offtake contract was extended for a further 12 months from March 2016 to March 2017 and the Company is in the process of finalising an updated offtake agreement to supply 50,000 wmt per month of nickel ore.
- Since the recommencement of mining a total of 232,443 wmt were mined from October 2015 to end of September 2016 with an average stripping ratio of 1.09.
- A total of 262,041 wmt have been delivered to SMIs jetty at an average grade of 2.04% Nickel.
- Additional resource delineation drilling in the Bete Bete mine area was completed prior to the restart of mining operations.
- PT GMT Indonesia completed a JORC 2012 resource estimate update in August of 2015. The updated resource estimate is 73,587,000 dry metric tonnes at an average grade of 1.58% nickel, using a 1.3% nickel cut-off grade, or 37,523,000 dry metric tonnes at an average grade of 1.81% nickel, using a 1.5% nickel cut-off grade.
- Drafting of a definitive binding agreement reflecting terms contained in the Tri-partite framework agreement signed on July 2015 with the Tsingshan Group and their technology partner for a joint venture to construct a new smelter in Sulawesi, adopting proprietary pyrometallurgical and hydrometallurgical processes is progressing.
- Tsingshan has notified Nickel Mines that commissioning of the first phase of the new smelter is underway with a planned capacity of 4,000 tonnes of nickel metal produced per annum as a Nickel Hydroxide of roughly 52% purity.
- The Group issued 3,768,881 shares at A$0.15 each for cash totalling A$565,332 ($411,618).

Operations:

Offtake Agreement

Since the recommencement of mining at Bete Bete a total of 232,443 wmt have been mined from October 2015 to end of September 2016 with an average stripping ratio of 1.09. A total of 262,041 wmt of ore have been delivered to the SMI jetty with an average grade of 2.04% Nickel and 47.81% Moisture Content ('MC').

High MC is a problem from the Bete Bete pits. Manual ore drying has been implemented to attempt to bring all barges MC down below 45% and work has been carried out including consultation with a supplier in China to build a rotary ore dryer to further reduce MC to 35%, the level at which no MC penalties would be incurred. The Company is currently looking at options for funding one or a number of rotary ore dryers. The Company is also in the process of finalising an updated offtake agreement to supply 50,000 wmt per month of nickel ore with a higher sale price and reduced MC penalties.



Map showing Hengjaya IUP and Mining area and distance to SMI Jetty

Tsingshan Group

Collaboration

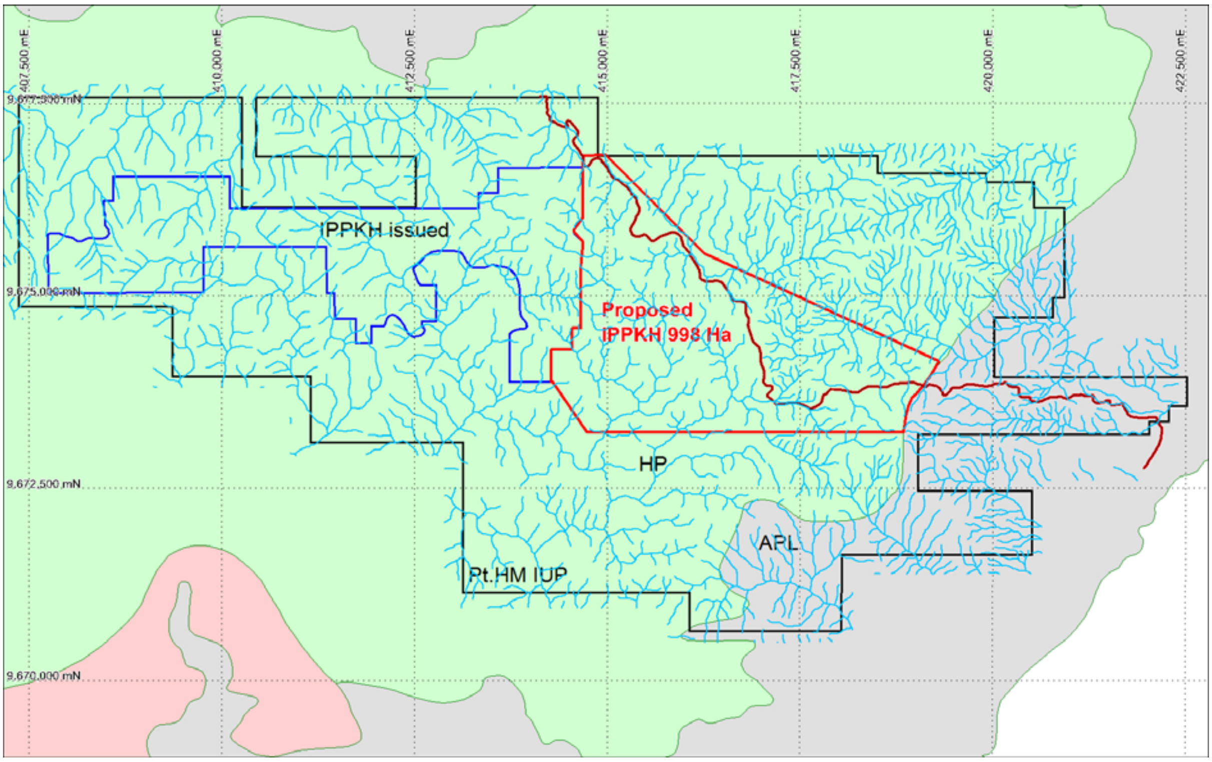
During the year the Company progressed a commercial definitive binding agreement in relation to the tri-partite Framework agreement with Shanghai Decent Investment (Group) Co., Ltd, a subsidiary of the Tsingshan Group ('Tsingshan') and its partner, Shanxi Zhonghao Nickel Industry Co., Ltd ('Zhonghao') which was signed in July 2015. Tsingshan Group is the largest producer of stainless steel in China with total assets over US$6 billion under six business groups with more than 80 branches and offices worldwide and over 20,000 employees. In Indonesia Tsingshan, through its Indonesian subsidiary SMI has built a number of Rotary Kiln Electric Furnaces ('RKEF') with a current capacity of 90,000 tonnes of nickel metal per year as Nickel Pig Iron ('NPI') with further expansion planned to a total of 150,000 tonnes per year.

Tsingshan and Zhonghao through a local subsidiary PT Broly Nickel Industry Co., Ltd, are currently commissioning the first phase of a new smelter technology in Sulawesi, which will produce 4,000 tonnes of nickel metal per annum as a high grade 52% Nickel Hydroxide. Subject to successful commissioning this is planned to ramp up to 8,000 tonnes of nickel metal per annum. Nickel Mines will have the opportunity to acquire 51% of phase 1 for the issue of US$21 million Nickel Mines shares with Nickel Mines starting valuation to be US$80 million (on a debt free basis).

Forestry

Pinjam Pakai Application

The Group successfully reclassified an area of the concession that was previously protected forest to production forest in August 2014. In order to be able to mine this area an application for an Ijin Pinjam Pakai (Borrow and Use Permit) for an area of 1,576 hectares in relation to this reclassified forest area was made, subject to feedback from the forestry department this area has been reduced to 998 hectares as the Indonesian law does not allow for a borrow use licence of greater than 1,000 hectares. This application now sits on the Director General's desk awaiting his signature, having passed all of the reviews and conditions from the various departments involved in the issuance of a pinjam pakai. The Company remains optimistic of the new Pinjam Pakai being issued before calendar year end which will enable a significantly expanded resource area to be mined in closer proximity to the coast which will reduce current mining and hauling costs significantly.



Forest classification map for the Hengjaya project area.

Exploration and Geotechnical Drilling Activity

During the second half of 2015, 71 drill holes for a total of 1,114 metres were completed with the objective to delineate additional nickel resources within the issued Ijin Pinjam Pakai permit area. The drilling was successful, identifying additional resources in the previously underexplored Bete Bete South, West Bete Bete and Far West areas. The drill results have been incorporated into an updated resource estimate completed by PT GMT Indonesia, a qualified independent resource expert, in accordance with JORC 2012 requirements. Total drilling completed to date within the Hengjaya project IUP concession areas is 1,402 holes totalling 30,296 metres.

In addition to exploration drilling, 18 holes totalling 592 metres were drilled in the jetty stockpile area to provide geotechnical information in support of a blast furnace feasibility study.

Updated Resource Estimate

PT GMT Indonesia has reported JORC compliant resources within the Hengjaya project concession area to total 73,587,000 dry metric tonnes at an average grade of 1.58% nickel, using a 1.3% nickel cut-off grade as follows:

Category	Block	Dry Tonnes	Ni (%)	Co (%)	Fe (%)
Measured	Block B	98,000	1.44	0.03	15.73
	Block C	1,199,000	1.56	0.06	16.65
	Stockpile	51,000	1.76	0.04	18.94
Total Measured		1,297,000	1.62	0.06	17.33
Indicated	Bete Bete	7,190,000	1.77	0.04	15.04
	West Bete Bete	2,050,000	1.62	0.05	6.63
	Central	590,000	1.61	0.08	21.88
	Central 2	12,960,000	1.57	0.08	22.67
	Block A	950,000	1.77	0.09	37.77
	Block B	450,000	1.54	0.03	15.70
Total Indicated		24,190,000	1.64	0.06	19.49
Inferred	Bete Bete	700,000	1.64	0.04	16.61
	West Bete Bete	2,200,000	1.56	0.05	11.61
	Central	36,100,000	1.55	0.06	21.56
	Central 2	7,400,000	1.50	0.07	20.05
	Block A	200,000	1.70	0.08	35.89
	Block B	900,000	1.78	0.04	19.46
	Block C	600,000	1.45	0.06	20.10
Total Inferred		48,100,000	1.55	0.06	20.81
Grand Total		**73,587,000**	**1.58**	**0.06**	**20.31**

PT GMT Indonesia compilation of total compliant resources within the Hengjaya project concession area. The Mineral Resource Statement as at 22 August 2015 has been prepared in accordance with the JORC Code 2012.

Using a cut-off grade of 1.5% nickel gives a total resource for the concession area of 37,523,000 tonnes @1.81% nickel.

Corporate

As outlined above during the year the Company progressed a commercial definitive binding agreement in relation to the tri-partite Framework agreement with Tsingshan and its partner Zhonghao, which was signed on July 2015. As negotiations were ongoing through the year, the due diligence process for an IPO of the Company's shares in Singapore, which was well progressed was slowed. The Company anticipates that once a definitive binding agreement is signed with Tsingshan and Zhonghao, coupled with the consensus forecast recovery in the nickel price, already well underway, that the IPO due diligence process will be able to completed ahead of an anticipated IPO in 2017.

The Group issued 3,768,881 shares at A$0.15 each for cash totalling A$565,332 ($411,618). There were no amounts unpaid on the shares issued. Share issue costs totalled $7,526.

Dividends

The Directors do not recommend the payment of a dividend in respect of the year ended 30 June 2016. No dividends have been paid or declared during the period or in prior periods.

State of Affairs

The Company at balance date was supplying unprocessed nickel ore under an offtake agreement with SMI, a subsidiary of Tsingshan, to supply 30,000 wmt per month of nickel ore at a cut off grade of 1.90% Nickel. The offtake agreement has been extended by twelve months to March 2017 and the Company is in the process of finalising an updated offtake agreement to supply 50,000 wmt per month of nickel ore. Concurrently the Company is progressing a definitive binding agreement with Tsingshan and its partner Zhonghao, to acquire through the issue of Nickel Mines shares a 51% interest in the first phase of a new smelter technology in Sulawesi, which will produce 4,000 tonnes of nickel metal as a high grade 52% Nickel Hydroxide.

The Company awaits the signature of the Director General on the forestry permit for an area covering 998 hectares, which will enable a significantly expanded resource area to be mined in closer proximity to the coast which will reduce current mining and hauling costs significantly.

The Company has prepared cash flow projections that support the ability of the Group to continue as a going concern.

Further, the ability of the Group to continue as a going concern is dependent upon the following:

- the Group continuing to defer payment commitments to trade and other creditors through informal arrangements; and
- the Group successfully negotiating a suitable repayment arrangement for the R&D tax liability; and
- the Group generating positive cash flows from operations and/or raising additional funds through the issue of debt and/or equity.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Group during the year ended 30 June 2016 other than as disclosed in this Directors' Report, or in the financial statements.

Impact of Legislation and Other External Requirements

On 12 January 2014 the Indonesian Government introduced a ban on the export of unprocessed minerals. As a consequence the mining operations at the Hengjaya project were ceased. Whilst the ban on the export of unprocessed minerals remains in place, mining operations were recommenced in October 2015 following the signing of an ore offtake agreement to supply ore to PT Sulawesi Mining Investment as detailed above. There were no environmental or other legislative requirements during the year that have significantly impacted the results or operations of the Group.

Environmental Regulations

The Group's operations are subject to environmental regulations in the Republic of Indonesia.

The Board of Directors regularly monitors compliance with environmental regulations. The Directors are not aware of any significant breaches of these regulations during the year covered by this report.

Likely Developments

Information as to likely developments in the operations of the Group and the expected results of those operations in subsequent years has not been included in this report because disclosure of this information would be likely to result in unreasonable prejudice to the Group.

Indemnification of Officers and Auditors

During or since the end of the year, the Company has not indemnified or made a relevant agreement to indemnify an officer or auditor of the Company against a liability incurred by such an officer or auditor. In addition, the Company has not paid or agreed to pay, a premium in respect of a contract insuring against a liability incurred by an officer or auditor.

Events Subsequent to Balance Date

Subsequent to the end of the year a review of the R&D claims made by the Company for the 2015 financial year concluded that the claims do not meet the criteria of eligible R&D expenditure. Consequently the Company has taken up an accrual of $487,212, equal to the estimated amount repayable were it to be determined that there was no eligible R&D expenditure claimable. There is uncertainty in relation to interest and penalties, if any, which may be payable in relation to these R&D claims. The Company is in the process of finalising a voluntary tax amendment and repayment arrangement with the Australian Taxation Office.

Subsequent to the end of the year the Group has negotiated an updated offtake agreement with PT Sulawesi Mining Investment, a subsidiary of the Tsingshan Group, to supply 50,000 wet metric tonnes per month of nickel ore at a cut off grade of 1.90% nickel for twelve months.

Other than the matters detailed above, there has not arisen in the interval between the end of the financial year and the date of this report any other item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years.

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

The lead auditor's independence declaration is set out on page 12 and forms part of the Directors' Report for the period ended 30 June 2016.

Signed at Sydney this 31st day of October 2016 in accordance with a resolution of the Board of Directors:

Norman Seckold
Chairman

Peter Nightingale
Director

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of Nickel Mines Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the year ended 30 June 2016, there have been:

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

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

KPMG

KPMG

Adam Twemlow
Partner

31 October 2016

NICKEL MINES LIMITED
and its controlled entities

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2016

	Notes	2016	2015
USD		**$**	**$**
Nickel Ore sales revenue		4,538,523	224,266
Cost of sales		(4,551,777)	(310,164)
Gross loss		(13,254)	(85,898)
Administration and consultants' expenses		(1,303,823)	(1,210,584)
Depreciation and amortisation		(40,493)	(600)
Inventory write-down	10	(805,315)	(275,170)
Impairment of tax receivable		-	(103,065)
Withholding tax charges/(reversals)		859,278	(976,075)
Other expenses	5	(143,587)	(137,217)
Results from operating activities		(1,447,194)	(2,788,609)
Financial income	6	12,858	455,624
Financial expense	6	(458,691)	(1,842,039)
Finance costs		(445,833)	(1,386,415)
Loss before income tax		(1,893,027)	(4,175,024)
Income tax (expense)/benefit	8	372,300	(551,647)
Loss for the year		(1,520,727)	(4,726,671)
Other comprehensive income			
Items that may be classified subsequently to profit or loss			
Exchange differences on translation of foreign operations		-	-
Total comprehensive loss for the year		(1,520,727)	(4,726,671)
Loss attributable to:			
Owners of the Company		(1,377,084)	(3,732,242)
Non-controlling interest		(143,643)	(994,429)
Loss for the year		(1,520,727)	(4,726,671)
Total comprehensive loss attributable to:			
Owners of the Company		(1,377,084)	(3,732,242)
Non-controlling interest		(143,643)	(994,429)
Total comprehensive loss for the year		(1,520,727)	(4,726,671)
Earnings per share			
Basic and diluted loss per share (cents)	9	(0.44)	(1.25)

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

NICKEL MINES LIMITED
and its controlled entities

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2016

USD	Notes	2016 $	2015 $
Current assets			
Cash and cash equivalents	17	218,207	423,731
Trade and other receivables	7	833,919	260,640
Inventory	10	430,344	1,046,157
Other		137,497	297,261
Total current assets		1,619,967	2,027,789
Non-current assets			
Property, plant and equipment	11	26,474,575	26,146,797
Total non-current assets		26,474,575	26,146,797
Total assets		28,094,542	28,174,587
Current liabilities			
Trade and other payables	12	9,426,364	7,530,227
Provision – employee's benefit obligation		133,966	131,097
Provision – rehabilitation		-	72,858
Borrowings	13	1,227,383	1,118,637
Total current liabilities		10,787,713	8,852,819
Non-current liabilities			
Trade and other payables	12	-	1,572,073
Deferred tax liabilities	8	179,348	551,647
Provision – rehabilitation		268,375	-
Borrowings	13	12,051,024	11,751,024
Total non-current liabilities		12,498,747	13,874,744
Total liabilities		23,286,460	22,727,563
Net assets		4,808,082	5,447,024
Equity			
Share capital	14	26,103,169	25,699,077
Foreign currency translation reserve		(595,498)	(595,498)
Accumulated losses		(22,129,169)	(19,843,435)
Total equity attributable to equity holders of the Company		3,378,502	5,260,144
Non-controlling interest		1,429,580	186,880
Total equity		4,808,082	5,447,024

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

NICKEL MINES LIMITED
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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2016

USD	Notes	Share capital $	Accumulated losses $	Foreign currency translation reserve $	Total $	Non-controlling interest $	Total equity $
Balance at 1 July 2014 (Represented)		23,327,617	(16,111,193)	(595,498)	6,620,926	(1,533,966)	5,086,960
Total comprehensive income for the year							
Loss for the year		-	(3,732,242)	-	(3,732,242)	(994,429)	(4,726,671)
Total comprehensive loss for the year		-	(3,732,242)	-	(3,732,242)	(994,429)	(4,726,671)
Transactions with owners, recorded directly in equity							
Issue of shares	14	2,557,267	-	-	2,557,267	-	2,557,267
Costs of issue	14	(185,807)	-	-	(185,807)	-	(185,807)
Contribution by non-controlling interest	13	-	-	-	-	2,715,275	2,715,275
Balance at 30 June 2015		25,699,077	(19,843,435)	(595,498)	5,260,144	186,880	5,447,024
Balance at 1 July 2015		25,699,077	(19,843,435)	(595,498)	5,260,144	186,880	5,447,024
Total comprehensive income for the year							
Loss for the year		-	(1,377,084)	-	(1,377,084)	(143,643)	(1,520,727)
Total comprehensive loss for the year		-	(1,377,084)	-	(1,377,084)	(143,643)	(1,520,727)
Transactions with owners, recorded directly in equity							
Issue of shares	14	411,618	-	-	411,618	-	411,618
Costs of issue	14	(7,526)	-	-	(7,526)	-	(7,526)
Contribution by owner	13	-	(908,650)	-	(908,650)	1,386,343	477,693
Balance at 30 June 2016		26,103,169	(22,129,169)	(595,498)	3,378,502	1,429,580	4,808,082

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

NICKEL MINES LIMITED
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CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2016

USD	**Notes**	**2016** **$**	**2015** **$**
Cash flows from operating activities			
Cash receipts from customers		3,930,552	224,266
Cash payments in the course of operations		(4,506,127)	(1,119,705)
Interest received		12,858	14,307
Research and development refund		487,212	-
Net cash used in operating activities	17	(75,505)	(881,132)
Cash flows from investing activities			
Payments for property, plant and equipment		(472,502)	(2,277,918)
Payments for the acquisition of assets	12	-	(1,910,548)
Net cash used in investing activities		(472,502)	(4,188,466)
Cash flows from financing activities			
Issue of shares	14	411,618	2,557,267
Costs of issue		(7,526)	(183,893)
Proceeds from issue of convertible note	13	-	3,000,000
Repayment of borrowings	13	-	(296,941)
Loans from related parties	13	-	356,023
Net cash from financing activities		404,092	5,432,456
Net increase/(decrease) in cash and cash equivalents		(143,915)	362,858
Effect of exchange rate adjustments on cash held		(61,609)	(968)
Cash and cash equivalents at the beginning of the year		423,731	61,841
Cash and cash equivalents at the end of the year		218,207	423,731

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

NOTE 1 - REPORTING ENTITY

Nickel Mines Limited (the 'Company') is a company domiciled in Australia. The consolidated financial report for the year ended 30 June 2016 comprises the Company and its subsidiaries (together referred to as the 'Group'). The Group is a for-profit entity and is involved in nickel mining operations.

NOTE 2 - BASIS OF PREPARATION

Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards ('AASBs') adopted by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001. The consolidated financial report of the Group complies with International Financial Reporting Standards (IFRS) and interpretations adopted by the International Accounting Standards Board ('IASB').

The financial report has been prepared on a going concern basis which is further outlined in Note 4.

The financial report was authorised for issue by the Directors on 31 October 2016.

Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value.

Functional and presentation currency

These consolidated financial statements are presented in United States dollars, which is the Company's functional currency.

Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

- Note 4 – Going concern
- Note 8 – Recognition of deferred tax assets and liabilities
- Note 10 – Inventory
- Note 11 – Recoverability of property, plant and equipment
- Note 12 – Trade and other payables
- Note 13 – Convertible notes

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and have been applied consistently by all entities in the Group.

Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Non-controlling interest

The Group measures any non-controlling interest at its proportionate interest in the identifiable net assets of the acquiree. Acquisitions of non-controlling interests are accounted for as transactions with equity holders in their capacity as equity holders and therefore no goodwill is recognised as a result of such transactions.

Transactions eliminated on consolidation

Intragroup balances and any unrealised gains and losses or income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements. Where a controlled entity issues shares to minority interests which does not result in loss of control by the Group, any gain or loss arising on the Group's interest in the controlled entity is recognised directly in equity.

Nickel ore sales revenue

Nickel ore sales revenue is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

Accounting for acquisitions of non-controlling interests

Acquisitions of non-controlling interests are accounted for as transactions with equity holders in their capacity as equity holders and therefore no goodwill is recognised as a result of such transactions.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Foreign currency

Foreign currency transactions

Transactions in foreign currencies are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to United States dollars at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to United States dollars at foreign exchange rates ruling at the dates the fair value was determined.

Financial statements of foreign operations

The assets and liabilities of foreign entities are translated to United States dollars at the foreign exchange rates ruling at the reporting date. The revenues and expenses of foreign operations are translated to United States dollars at rates approximating the foreign exchange rates ruling at the dates of the transactions. Foreign exchange differences arising on retranslation are recognised directly in the foreign currency translation reserve ('FCTR'), a separate component of equity.

Foreign exchange gains and losses arising from a monetary item receivable or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognised directly in the FCTR.

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to United States dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to United States dollars at exchange rates at the dates of the transactions.

When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is transferred to profit or loss as part of the profit or loss on disposal.

Property, plant and equipment

Owned assets

Items of property, plant and equipment are stated at cost less accumulated depreciation (see below) and impairment losses (see below accounting policy Impairment).

Depreciation and amortisation

Depreciation is charged to the income statement using a reducing balance method from the date of acquisition.

Furniture and fittings and plant and machinery are depreciated at 25%.
Land and buildings and infrastructure are depreciated at 5%.
Mine infrastructure assets are depreciated at 5%.
Mining properties amortisation rate is applied on the basis of units of production over the life of the economically recoverable resources.
Office equipment is depreciated at rates of between 25% and 40%.
Plant and machinery are depreciated at 25%.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Impairment

Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

Non-financial assets

The carrying amounts of the Group's assets, other than deferred tax assets, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement, unless an asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through profit or loss.

Calculation of recoverable amount

The recoverable amount of assets is the greater of their fair value less costs to sell and value in use. 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. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Share capital

Transaction costs

Transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax benefit.

Dividends

Dividends are recognised as a liability in the period in which they are declared.

Trade and other payables

Trade and other payables are stated at their amortised cost. Trade payables are non-interest bearing and are normally settled on 30 day terms.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Expenses

Net financing income

Net financing costs comprise interest payable on borrowings calculated using the effective interest method, interest earned and foreign exchange gains and losses.

Interest income is recognised in the income statement as it accrues, using the effective interest method. Dividend income is recognised in the income statement on the date the entity's right to receive payment is established.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Borrowing costs which are directly attributable to the Group's exploration and evaluation and development activities are capitalised in relation to qualifying assets.

Income tax

Income tax on the income statement for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The following temporary differences are not provided for: The initial recognition of assets or liabilities that affect neither accounting nor taxable profit and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend.

Tax consolidation

The Company and its wholly owned Australian resident entities have formed a tax consolidated group and are therefore taxed as a single entity. The head entity within the tax consolidated group is Nickel Mines Limited.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Goods and services tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the Australian Taxation Office is included as a current asset or liability in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the Australian Taxation Office are classified as operating cash flows.

Employee benefits

Wages, salaries, annual leave, sick leave and non-monetary benefits

Liabilities for employee benefits for wages, salaries, annual leave and sick leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to reporting date, are calculated at undiscounted amounts based on remuneration wage and salary rates that the Group expects to pay as at reporting date including related on-costs, such as workers compensation insurance and payroll tax.

Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on average costs over the relevant period of production, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

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

Provisions

A provision is recognised in the balance sheet when the Group has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, when appropriate, the risks specific to the liability.

Site restoration

In accordance with the Group's environmental policy and applicable legal requirements, a provision for site restoration in respect of disturbed land, and the related expense, is recognised when the land is disturbed.

Determination of fair values

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Trade and other receivables

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Liabilities classified at fair value through profit or loss

The fair value of those convertible notes that are measured at fair value through profit or loss have been measured with reference to the terms of the Convertible Loan Facility Agreement ('Loan Facility') using a valuation technique that considers inputs that include risk adjusted discount factor, probability of achieving IPO and US treasury bond rate.

Exploration, evaluation and development expenditure

Exploration and evaluation costs, including the costs of acquiring licences, are capitalised at cost or fair value, as exploration and evaluation assets on an area of interest basis. Costs incurred before the consolidated entity has obtained the legal rights to explore an area are recognised in the statement of comprehensive income.

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

(i) the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or

(ii) activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or other wise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

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

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

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

Financial instruments

The Group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

Financial assets and financial liabilities are recognised on the Group Statement of Financial Position when the Group becomes a party to the contractual provisions of the instrument.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Loans and receivables comprise trade and other receivables.

Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Compound financial instruments

Where a convertible note is issued and can be converted to share capital at the option of the holder, and the options meets the definition of an equity, instrument, the note is treated as a compound financial instrument.

The liability component of a compound financial instrument is recognised initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognised initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequent to initial recognition.

Interest related to the financial liability is recognised in profit or loss, unless it relates to a qualifying asset. On conversion, the financial liability is reclassified to equity and no gain or loss is recognised.

Liabilities classified at fair value through profit or loss

When a convertible note is identified to contain an embedded derivative that meets the definition of a liability, the whole contract is measured and accounted for at fair value through profit or loss, unless the derivative is able to be measured reliably, in which case it is separated from the host contract and accounted for separately at fair value through profit or loss.

Any gains or losses arising on the instrument upon fair valuing at inception are not immediately recognised as a gain or loss in profit or loss, but are instead deferred and recognised as a gain or loss in profit or loss on a systematic basis over the life of the instrument. Any subsequent movement in the fair value of financial instruments that are carried at fair value through profit or loss are recognised directly in profit or loss within finance expenses.

Transaction costs of financial liabilities that are carried at fair value through profit or loss are expensed in profit or loss.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Con't)

New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2015, and have not been applied in preparing these consolidated financial statements. Those which may be relevant to the Group are set out below. The Group does not plan to adopt these standards early.

AASB 9 Financial Instruments

AASB 9 replaces the existing guidance in AASB 139 Financial Instruments: Recognition and Measurement. AASB 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets and the new general hedge accounting requirements. It also carries forward the guidance on recognition and de-recognition of financials instruments from AASB 139.

AASB 9 is effective for the Company's annual reporting period beginning 1 July 2018 and can be early adopted. The Company does not plan to adopt this standard early and the standard is not expected to have a significant effect on the financial statements.

NOTE 4 - GOING CONCERN

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

During the year the Company raised $404,092 (net of associated costs) through the placement of 3,768,881 shares at A$0.15 per share.

The Group recorded a loss after tax of $1,520,727 for the year ended 30 June 2016. At 30 June 2016 the Group had cash and cash equivalents of $218,207 (2015 - $423,731), a net current asset deficiency of $9,167,746 (2015 - $6,825,030) and net assets of $4,808,082 at 30 June 2016 (2015 - $5,447,024). In addition, the Group used $75,505 of cash in operations for the year ended 30 June 2016.

Included within current liabilities is $1,227,383 of loans from related parties. These parties have signed confirmations that they will not call for repayment of these loans unless the Group has sufficient working capital to allow repayment without adversely impacting the continuation of the Group as a going concern. In addition, included within trade and other payables is $614,586 owing to related parties. These parties have also signed confirmations that they will not call for repayment of these amounts unless the Group has sufficient working capital to allow repayment without adversely impacting the continuation of the Group as a going concern.

Furthermore, the deferred project acquisition payment of $2,800,000 is not yet due and payable and payment can be deferred (refer Note 12). The agency fee payable of $774,005 can also be deferred however interest charges will apply for amounts not settled by their due date at a rate of 12% per annum (refer Note 12).

The Company also has a convertible note of $3,900,000 that matures in July 2017. Should this convertible note not convert to equity (refer Note 13 for terms) it will be repayable in cash along with interest charges in July 2017.

The Group has current trade creditors, payables and accruals of $6,626,364 (refer Note 12) which are generally past due and deferred under informal arrangements with creditors. Included in this amount is an R&D tax liability of $487,212, in relation to which the Company will be seeking a repayment plan. The Group continues to trade with existing suppliers that have deferred amounts under these informal arrangements. Additional funding will be required to meet the Group's projected cash outflows for a period of 12 months from the date of the directors' declaration.

NOTE 4 - GOING CONCERN (Con't)

In September 2015 the Group entered into a short term off-take agreement with an Indonesian based third party to sell nickel pig iron from Hengjaya which allowed the recommencement of production at the mine. This off-take agreement was extended for a further 12 months in March 2016 and subsequent to the end of the year an updated offtake agreement has been negotiated that will secure an increased volume of nickel ore from the mine through to September 2017.

The Directors have prepared cash flow projections that support the ability of the Group to continue as a going concern. These cash flow projections assume the Group generates positive cash flows from operations in accordance with the recently executed offtake agreement and/or raises additional funding through the issue of debt and/or equity. In the event the group does not generate sufficient positive cash flows from operations and/or additional funding is not obtained, the Directors have assumed that the Group will continue to defer payment commitments to trade and other creditors and renegotiate the repayment terms of the convertible note.

These conditions give rise to a material uncertainty that may cast significant doubt upon the Group's ability to continue as a going concern. The ongoing operation of the Group is dependent upon:

- the Group continuing to defer payment commitments to trade and other creditors through informal arrangements; and
- the Group successfully negotiating a suitable repayment arrangement for the R&D tax liability; and
- the Group generating positive cash flows from operations and/or raising additional funds through the issue of debt and/or equity.

In the event that the Group does not generate positive cash flows from operations and/or raise additional funding it may not be able to continue operations as a going concern and therefore may not be able to realise its assets and extinguish its liabilities in the ordinary course of operations and at the amounts stated in the consolidated financial report.

	2016	2015
	$	$
NOTE 5 - OTHER EXPENSES		
Audit fees – KPMG audit of financial report	95,066	72,085
Travel	39,498	57,902
Legal fees	9,023	7,230
	143,587	137,217
NOTE 6 - FINANCIAL INCOME AND FINANCE EXPENSE		
Interest income	12,858	14,307
Interest expense	(145,908)	(1,242,039)
Net change in fair value of financial liabilities at fair value	(300,000)	(600,000)
Foreign exchange gain/(loss)	(12,783)	441,317
	(445,833)	(1,386,415)
NOTE 7 - TRADE AND OTHER RECEIVABLES		
GST receivable	1,682	36,374
Trade receivables	832,238	224,266
	833,919	260,640

	2016	2015
	$	$
NOTE 8 - INCOME TAX EXPENSE		
Loss before tax – continuing operations	(1,893,027)	(4,175,024)
Prima facie income tax expense at the Australian tax rate of 30%	(567,908)	(1,252,507)
Increase in income tax expense due to:		
- Effect of tax rates in foreign jurisdictions	-	248,607
- Non-deductible expenses	299,671	1,737,743
- Effect of deferred tax assets for tax losses not brought to account	-	(102,012)
- Effect of net deferred tax assets not brought to account	-	-
- Effect of foreign currency conversion	(104,063)	(80,184)
Income tax expense – current and deferred	(327,300)	551,647
Deferred tax assets/(liabilities) have been recognised in respect of the following items:		
DTA on Australian tax losses	317,479	1,035,823
DTL net deductible temporary differences	(496,827)	(1,587,470)
Net	(179,348)	(551,647)
Deferred tax assets have not been recognised in respect of the following items:		
Deductible temporary differences (net)	-	-
Tax losses	-	-
Net	-	-

The deductible temporary differences and tax losses do not expire under the current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Company can utilise the benefits of the deferred tax asset. The Company does not have any franking credits.

	2016	2015
	$	$
NOTE 9 – LOSS PER SHARE		
Basic and diluted loss per share have been calculated using:		
Net loss for the year attributable to equity holders of the Company	(1,377,084)	(3,732,242)
	Nº of shares	**Nº of shares**
Weighted average number of ordinary shares (basic and diluted)		
- Issued ordinary shares at the beginning of the year	312,811,635	281,670,864
- Effect of shares issued on 2 September 2014	-	250,710
- Effect of shares issued on 10 December 2014	-	16,003,276
- Effect of shares issued on 18 February 2015	-	543,956
- Effect of shares issued on 13 May 2015	-	65,934
- Effect of shares issued on 26 August 2015	2,821,918	-
- Effect of shares issued on 19 April 2016	85,916	-
Weighted average number of shares at the end of the year	315,719,469	298,534,740

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

	2016	2015
	$	$
NOTE 10 - INVENTORY		
Current		
Inventory – ore stockpiles	430,344	1,046,157
	430,344	1,046,157

During the year the Group signed an offtake agreement with PT Sulawesi Mining Investment (‘SMI’), an Indonesian subsidiary of Tsingshan Group, to supply 30,000 wet metric tonnes of unprocessed ore per month, initially for a period of six months and then for a further twelve months to March 2017. Inventories are measured at the lower of cost and net realisable value. At 30 June 2016 the carrying value of inventory was assessed and a write-down of inventory of $805,315 was recorded (2015: $275,170).

	2016	2015
	$	$
NOTE 11 - PROPERTY, PLANT AND EQUIPMENT		
Furniture and fittings		
Furniture and fittings – cost	41,520	41,068
Accumulated depreciation	(29,995)	(22,459)
Net foreign currency differences on translation	(5,840)	(5,840)
Net book value	5,685	12,769
Mine infrastructure assets		
Mine infrastructure assets – cost	2,954,049	2,954,049
Accumulated depreciation	(493,050)	(388,425)
Net foreign currency differences on translation	(550,716)	(550,716)
Net book value	1,910,283	2,014,908
Buildings		
Buildings– cost	292,897	287,408
Accumulated depreciation	(42,846)	(32,619)
Net foreign currency differences on translation	(53,948)	(53,948)
Net book value	196,103	200,841
Mining properties		
Mining properties– cost	26,476,264	25,818,373
Accumulated amortisation	(223,701)	(149,786)
Net foreign currency differences on translation	(1,980,965)	(1,980,965)
Net book value	24,271,598	23,687,622
Office equipment		
Office equipment – cost	127,837	120,016
Accumulated depreciation	(100,292)	(86,788)
Net foreign currency differences on translation	(13,884)	(13,884)
Net book value	13,661	19,344
Plant and machinery		
Plant and machinery – cost	756,000	755,736
Accumulated depreciation	(558,225)	(423,893)
Net foreign currency differences on translation	(120,530)	(120,530)
Net book value	77,245	211,313
Total property, plant and equipment	26,474,575	26,146,797

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT (Con't)

At 30 June 2016 the directors have performed an impairment test on the carrying value of property, plant and equipment. In assessing the value of assets relating to the Hengjaya project, the Group has assessed the recoverable amount at 30 June 2016 based on its fair value less costs of disposal.

The recoverable amount of the Hengjaya project cash generating unit was determined by discounting the future cash flows to be generated from the project on the assumption that the Group enters into and completes a definitive binding agreement with Tsingshan and its partner Zhonghao to acquire a 51% interest in the first phase of a new smelter in Sulawesi, which will produce 4,000 tonnes of nickel metal as a high grade 52% Nickel Hydroxide.

Key assumptions include a 15 year life of mine, nickel price of $12,500 per tonne, an ore feed grade of 2.0% nickel costing $20 per tonne of ore, an additive cost of $1,835 per tonne of nickel, a coal cost of $1,524 per tonne of nickel, a lime cost of $97 per tonne of nickel, capital costs to build the processing facilities of $33.1 million, production of 4,000 tonnes of nickel per annum and a post-tax discount rate of 12% p.a.

Based on this impairment assessment, the directors have determined that the carrying value of property, plant and equipment assets does not exceed the recoverable amount.

Reconciliations of the carrying amounts for each class of property, plant and equipment are set out below.

	2016	**2015**
	$	**$**
Furniture and fittings		
Carrying amount at beginning of year	12,769	21,196
Additions	452	-
Depreciation	(7,536)	(8,427)
Net book value	5,685	12,769
Mine infrastructure assets		
Carrying amount at beginning of year	2,014,908	2,124,141
Additions	-	-
Depreciation	(104,625)	(109,233)
Net book value	1,910,283	2,014,908
Buildings		
Carrying amount at beginning of year	200,841	211,459
Additions	5,489	-
Depreciation	(10,227)	(10,618)
Net book value	196,103	200,841
Mining properties		
Carrying amount at beginning of year	23,687,622	21,351,077
Additions	458,475	2,336,545
Increase in rehabilitation provision	199,416	-
Amortisation	(73,915)	-
Net book value	24,271,598	23,687,622

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT (Con't)

	2016	2015
	$	$
Office equipment		
Carrying amount at beginning of year	19,344	36,748
Additions	7,821	521
Depreciation	(13,504)	(17,925)
Net book value	13,661	19,344
Plant and machinery		
Carrying amount at beginning of year	211,313	362,540
Additions	264	176
Depreciation	(134,332)	(151,403)
Net book value	77,245	211,313

NOTE 12 - TRADE AND OTHER PAYABLES

Current		
Creditors	4,451,767	3,753,178
Deferred project acquisition payments	2,800,000	2,800,000
Taxes payable(1)	506,646	99,182
Agency fee payable (2)	774,005	-
Accruals	893,946	877,867
	9,426,364	7,530,227
Non-current		
Withholding taxes payable(3)	-	1,572,073
	-	1,572,073

(1) Subsequent to the end of the year a review of the R&D claims made by the Company for the 2015 financial year concluded that the claims do not meet the criteria of eligible R&D expenditure. Consequently the Company has taken up an accrual of $487,212, equal to the estimated amount repayable were it to be determined that there was no eligible R&D expenditure claimable. There is uncertainty in relation to interest and penalties, if any, which may be payable in relation to these R&D claims. In the event that interest and penalties are payable, the Directors do not consider these amounts to be material to the 30 June 2016 financial statements.

(2) Under the Amendment Agreement to Reschedule Debt ('Debt Agreement') detailed in Note 13 the Company agreed to a fixed repayment schedule of the Agency Fee of PT Hengjaya Sukses Pratama ('HSP'). Under a scope of work HSP earns the Agency Fee for sales and marketing requirements in relation to the first 440,000 wmt of nickel ore produced by Hengjaya, a threshold that was reached during the year and assisting in negotiating the terms of sales contracts with all potential customers and connected parties in relation to or connected with the sale and marketing of nickel ore produced or developed by Hengjaya. In addition HSP is responsible for obtaining for PT Hengjaya all federal, provincial and local government approvals, including but not limited to forestry, mining, export, port, land access and community relations permits and approvals, and all other approvals as may be required by PT Hengjaya for PT Hengjaya to develop and operate the Hengjaya mine.

NOTE 12 - TRADE AND OTHER PAYABLES (Con't)

Under the repayment schedule the amount due and payable by the Company to HSP is as follows:

a) US$2,000,000 of the Agency Fee to HSP's nominated entity at the time the 'Round 2 fundraising' completes (see Note 13).

b) the balance of the Agency Fee to HSP's nominated entity payable from net cash flow at the Hengjaya mine as follows:

i) $150,000 per month for 6 months from 1 January 2016
ii) $200,000 per month for 6 months from 1 July 2016
iii) $350,000 per month for 6 months from 1 January 2017
iv) $300,000 per month for 6 months from 1 July2016

Interest will be incurred on any overdue amount at a rate of 12% per annum.

During the year ended 30 June 2016 $150,000 of Agency Fee was paid, leaving a balance of US$750,000 due and payable, as well as $24,005 of interest.

(3) As detailed in Note 13, during the year ended 30 June 2016 the Company waived all interest accrued on the facility between Nickel Mines Facility and PT Hengjaya Mineralindo in prior years, resulting in a reversal of $4,543,251 of intergroup interest charges being reversed, which consequently eliminated any withholding tax charges relating to these accrued interest amounts.

Through various amendments to the original agreement entered into in December 2009 for the Company to acquire 80% of the share capital of PT Hengjaya Mineralindo ('PT Hengjaya') in Indonesia, the transfer of 80% of the PT Hengjaya to Nickel Mines was effected in March 2012 with deferred payments totalling US$7.35 million to be paid to the sellers based on the achievement of certain milestones. These deferred payments will be payable to PT Hengjaya Sukses Pratama ('HSP'), the Company's Indonesian partner in the Hengjaya project upon achievement of various project milestones.

In November 2012 the first milestone payment of US$1,350,000 plus associated interest charges of US$163,775 was made to HSP. The milestone was the listing of the Hengjaya licence on the Clean and Clear List issued by the Director General of Mineral and Coal, the Ministry of Energy and Mineral Resources.

In June 2013 the second milestone was achieved, upon the signing of the final 'Pinjam Pakai' forestry permit of Hengjaya's production forest area. 50% of the total milestone payment of US$3,000,000 was paid in January 2013 upon granting of the 'in principle' forestry permit. The balance became due on 20 July 2013. In July 2014 US$200,000 was paid and then in January 2015 US$1,500,000 plus associated interest charges of US$410,548 was paid. The additional US$200,000 paid in July 2014 will be offset against the US$3,000,000 final milestone payment when it becomes due and payable.

The third and final milestone payment of US$3,000,000 becomes due and payable one month following the conversion of the HL protected forest area into Other Utilisation Area and the granting of all other licences, approvals and steps as deemed necessary to allow the exploitation, open cut mining and production operation in that area. Confirmation of the downgrade of the HL protected forest area into Other Utilisation Area was received in August 2014. Before production can commence from this area a 'Pinjam Pakai' forestry permit must be obtained. The Company believes there are no further technical requirements needed to be satisfied and that the forestry permit will be granted upon completion of an administration process. If payment is not made at the date the milestone payment becomes due and payable interest will be incurred on the overdue amount at a rate of 18% per annum.

	2016	2015
	$	$
NOTE 13 – BORROWINGS AND CONVERTIBLE NOTES		
Current		
Loans from related parties	1,227,383	1,118,637
	1,227,383	1,118,637
Non-current		
Convertible note	3,900,000	3,600,000
Loan - PT Hengjaya Sukses Pratama	8,151,024	8,151,024
	12,051,024	11,751,024

Borrowings

During the prior year ended 30 June 2015 entities related to Norman Seckold, a Director, advanced A$77,000 and $200,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$10,428 and $20,055 for the year (2015 – A$9,544 and $19,288). Interest on $100,000 advanced to PT Hengjaya during the prior financial year is being calculated at a rate of 15% p.a. and totalled $23,241 during the year (2015 – $20,022). Outstanding amounts at 30 June 2016, including related interest charges, total A$124,178 and US$407,155 (2015 - A$113,749 and US$363,860).

During the prior year ended 30 June 2015 an entity related to Justin Werner, a Director, advanced A$30,000 and $50,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$3,008 and $13,036 (2015 - A$2,392 and $12,699). Interest on $100,000 advanced to PT Hengjaya during the prior financial year is being calculated at a rate of 15% p.a. and totalled $23,241 during the year (2015 – $20,022). Outstanding amounts at 30 June 2016, including related interest charges, totalled A$35,400 and $323,777 (2015 - A$32,392 and $287,501).

During the prior year ended 30 June 2015 any entity related to Peter Nightingale, a Director, advanced A$160,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$16,044 (2015 – A$14,734). Outstanding amounts at 30 June 2016, including related interest charges, totalled A$190,778.

During the prior year ended 30 June 2015 MIS advanced A$269,272 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$28,719 (2015 – A$3,871). Outstanding amounts at 30 June 2016, including related interest charges, total A$318,264 (2015 - A$289,545).

During the years ended 30 June 2016 and 30 June 2015 PT Hengjaya Sukses Pratama (‘HSP’) did not contribute further funding towards the exploration, evaluation and development of the Hengjaya project.

NOTE 13 – BORROWINGS AND CONVERTIBLE NOTES (Con't)

During 2013 the Company and HSP, the Company's Indonesian operating partner, had entered into a loan agreement to provide funding to enable the exploration, evaluation and development of the Hengjaya project. Under the terms of the agreement two facilities were established, the Nickel Mines Facility and the HSP Facility. During the year the Company contributed funding totalling $585,690 (2015 - $2,885,848) and monies advanced form part of the Nickel Mines Facility. During the year ended 30 June 2016 the Company waived all interest accrued on the Nickel Mines Facility in prior years, resulting in a reversal of $4,543,251 of intergroup interest charges on the Nickel Mines facility.

During the year ended 30 June 2015 the Company and HSP entered into an Amendment Agreement to Reschedule Debt ('Debt Agreement'). Under the Debt Agreement the Company agreed to replace PT Hengjaya as the borrower in regards the amount owed to HSP under the HSP facility agreement. i.e. $8,151,024. The Company agreed it would use its best endeavours to repay this amount as follows:

i) $4,000,000 by the issuance of shares in the Company at IPO at the price at which Nickel Mines completes its 'Round 2 fundraising' and

ii) $4,151,024 to HSP's nominated entity at the time the 'Round 2 fundraising' completes.

'Round 2 fundraising' is anticipated to take place prior to the IPO of the Company on the Singapore Exchange. Pricing of the 'Round 2 fundraising' will be by way of a convertible note mechanism and the issue of price of any shares issued as part of the 'Round 2 fundraising' is dependent upon the market capitalisation of the Company upon listing. Should the IPO not proceed the scheduled repayment date as per the original loan agreement is March 2018.

At the same time HSP agreed to unconditionally and irrevocably waived all interest accrued on the HSP facility, provided the payments outlined above are met. This resulted in a contribution from owner of $2,715,275, which was recognised direct in equity in 2015.

Convertible notes

Liabilities measured at fair value through profit and loss

	2016	2015
	$	$
Opening balance	3,600,000	-
Proceeds from the issue of convertible notes	-	3,000,000
Net change in fair value of financial liabilities at fair value	300,000	600,000
	3,900,000	3,600,000

In January 2015 the Company, PT Hengjaya and Woodburn Holdings Limited ('Woodburn') entered into a Convertible Loan Facility Agreement ('Loan Facility'). Key terms of the Loan Facility are as follows:

- Principal amount $3,000,000 which was fully drawn down in February 2015.
- The convertible loan has a term of 30 months.
- Interest, accruing at a rate of 12% per annum from the date of drawdown until the date of full repayment of principal and interest, is only charged in the event of a default. No interest is chargeable if conversion occurs.
- Drawings under the Loan Facility will be applied towards subscription of shares in the Initial Public Offering ('IPO') or Reverse Take Over ('RTO') of the Company or an unconditional trade sale.
- Conversion shall take place three business days after IPO/RTO approval or the unconditional trade sale.
- The conversion price is dependent upon the valuation of the Company at the time of listing on the Singapore Exchange.

NOTE 13 – BORROWINGS AND CONVERTIBLE NOTES (Con't)

The Loan Facility is classified as a financial liability measured at fair value through profit and loss in its entirely due to the number of shares to be issued on conversion being dependent on the valuation of the Company at the time of listing on the Singapore Exchange.

NOTE 14 - ISSUED CAPITAL

	Number of shares	$
Ordinary shares on issue at 30 June 2014 - fully paid (Represented)	281,670,864	23,327,617
Issue of shares	31,140,771	2,557,267
Costs of issue	-	(185,807)
Ordinary shares on issue at 30 June 2015 - fully paid	312,811,635	25,699,077
Issue of shares	3,768,881	411,618
Costs of issue	-	(7,526)
Ordinary shares on issue at 30 June 2016 - fully paid	316,580,516	26,103,169

During the year ended 30 June 2016 the Group issued 3,768,881 shares at A$0.15 each for cash totalling A$565,332 ($411,618). There were no amounts unpaid on the shares issued. Share issue costs totalled $7,526.

During the year ended 30 June 2015 the Group issued 31,140,771 shares at A$0.10 each for cash totalling A$3,114,077 ($2,557,267). There were no amounts unpaid on the shares issued. Share issue costs totalled A$238,215 ($185,807).There were no amounts unpaid at year end (2015 - $nil).

Options

There were no options granted, exercised or lapsed unexercised during the year ended 30 June 2016 or year ended 30 June 2015.

Dividends

There were no dividends paid or declared during the year ended 30 June 2016 or year ended 30 June 2015.

Ordinary shares

The Company does not have authorised capital or par value in respect of its issued shares. All issued shares are fully paid. The holders of ordinary shares are entitled to receive dividends as declared from time to time.

NOTE 15 - CONTROLLED ENTITIES

Particulars in relation to controlled entities:

	Ordinary shares – Group interest 2016 %	Ordinary shares – Group interest 2015 %
Parent Entity		
Nickel Mines Limited		
Controlled entities		
Nitro Pte. Ltd.	100	-
PT Hengjaya Mineralindo	80	80
Shelf Exploration Pty Limited	100	100

NOTE 15 - CONTROLLED ENTITIES (Con't)

- Shelf Exploration Pty Limited is incorporated in Australia and a wholly owned controlled entity.
- The Company holds an 80% interest in PT Hengjaya Mineralindo, which is incorporated in Indonesia.
- Nitro. Pte. Ltd. was incorporated in Singapore during the year and is a wholly owned controlled entity.

NOTE 16 - RELATED PARTIES

During the prior year ended 30 June 2015 entities related to Norman Seckold, a Director, advanced A$77,000 and $200,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$10,428 and $20,055 for the year (2015 – A$9,544 and $19,288). Interest on $100,000 advanced to PT Hengjaya during the prior financial year is being calculated at a rate of 15% p.a. and totalled $23,241 during the year (2015 – $20,022). Outstanding amounts at 30 June 2016, including related interest charges, total A$124,178 and US$407,155 (2015 - A$113,749 and US$ 363,860).

During the prior year ended 30 June 2015 an entity related to Justin Werner, a Director, advanced A$30,000 and $50,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$3,008 and $13,036 (2015 - A$2,392 and $12,699). Interest on $100,000 advanced to PT Hengjaya during the prior financial year is being calculated at a rate of 15% p.a. and totalled $23,241 during the year (2015 – $20,022). Outstanding amounts at 30 June 2016, including related interest charges, totalled A$35,400 and $323,777 (2015 - A$32,392 and $287,501).

During the prior year ended 30 June 2015 any entity related to Peter Nightingale, a Director, advanced A$160,000 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$16,044 (2015 – A$14,734). Outstanding amounts at 30 June 2016, including related interest charges, totalled A$190,778.

During the year ended 30 June 2016, Peter Nightingale and Norman Seckold had an interest in an entity, MIS Corporate Pty Limited ('MIS'), which provided full administrative services, including administrative and accounting staff both within Australia and Indonesia, rental accommodation, services and supplies, to the Group. Fees charged by MIS Corporate Pty Limited during the year amounted to A$87,697 (2015 - A$253,290). Outstanding amounts at 30 June 2016 total A$319,308 (2015 - A$366,690). During the prior year ended 30 June 2015 MIS advanced A$269,272 to the Group. No further funds were advanced to the group during the year ended 30 June 2016. The loans were unsecured and at call. Interest on the funds advanced to the Company were calculated at a rate of 10% p.a. from the date funds were advanced and totalled A$28,719 (2015 – A$3,871). Outstanding amounts at 30 June 2016, including related interest charges, total A$318,264 (2015 - A$289,545).

Apart from the details disclosed in this note, no Director has entered into a material contract with the Group during the year and there were no material contracts involving director's interests subsisting at year end.

During the year ended 30 June 2016 the Company contributed funding totalling $585,690 (2015 - $2,885,848) towards the exploration, evaluation and development of the Hengjaya project. The amount outstanding under the Nickel Mines Facility at 30 June 2016 totalled $10,312,864 (2015 - $13,508,767). As detailed in Note 13, during the year ended 30 June 2016 the Company waived all interest accrued on the Nickel Mines Facility in prior years, resulting in a reversal of $3,781,593 of intergroup interest charges on the Nickel Mines facility being reversed.

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	2016	2015
	$	$
NOTE 17 - STATEMENT OF CASH FLOWS		
(a) Reconciliation of cash and cash equivalents		
Cash and cash equivalents at the end of the year as shown in the Statements of Cash Flows is reconciled to the related items in the Balance Sheets as follows:		
Bank balances	218,207	423,731
(b) Reconciliation of net loss from ordinary activities after tax to net cash used in operating activities		
Loss from ordinary activities after tax	(1,520,727)	(4,726,671)
Non-cash items		
Depreciation and amortisation	344,140	600
Foreign exchange loss/(gain)	12,783	(441,317)
Borrowing costs	145,908	1,242,038
Impairment – receivable	-	103,065
Inventory write-down	805,315	275,170
Net change in fair value of financial liabilities	300,000	600,000
Changes in assets and liabilities		
Trade and other receivables	(707,812)	(146,381)
Inventory	(189,502)	225,782
Provisions	198,387	(22,909)
Trade and other payables	536,003	2,009,491
Net cash used in operating activities	(75,505)	(881,132)

NOTE 18 - KEY MANAGEMENT PERSONNEL DISCLOSURES

There are no key management personnel of the Group that are not Directors.

Anthony McClure, a Director, was not compensated for his services during the year ended 30 June 2016 (2015 - nil). Outstanding amounts at 30 June 2016 total A$100,000 (2015 - A$100,000).

Peter Nightingale, a Director, was not compensated for his services during the year ended 30 June 2016 (2015 - nil). Outstanding amounts at 30 June 2016 total A$76,500 (2015 - A$76,500).

Justin Werner, a Director, was compensated $100,083 for his services during the year ended 30 June 2016 (2015 – nil) for directors fees. Outstanding amounts at 30 June 2016 total A$164,083 (2015 - A$64,000).

No other key management personnel were remunerated for their services during the year ended 30 June 2016 or year ended 30 June 2015. There are no service contracts with key management personnel, and no bonuses or other performance related compensation paid.

Movement in shares 2016

Key management personnel	1 July 2015	Purchased	Sold	30 June 2016
Norman Seckold	115,272,673	-	-	115,272,673
Peter Nightingale	16,286,787	-	-	16,286,787
James Crombie	5,775,000	-	-	5,775,000
Anthony McClure	4,125,000	-	-	4,125,000
Justin Werner	21,099,491	-	-	21,099,491
Terence Willsteed	3,000,000	-	-	3,000,000*

* Number held at the date he ceased to be a director.

Movement in shares 2015

Key management personnel	1 July 2014	Purchased	Sold	30 June 2015
Norman Seckold	104,793,339	10,479,334	-	115,272,673
Peter Nightingale	14,806,170	1,480,617	-	16,286,787
James Crombie	5,250,000	525,000	-	5,775,000
Anthony McClure	4,125,000	-	-	4,125,000
Justin Werner	19,181,355	1,918,136	-	21,099,491
Terence Willsteed	3,000,000	-	-	3,000,000

No shares were granted to key management personnel during the reporting period as compensation (2015 – Nil).

NOTE 19 - FINANCIAL INSTRUMENTS DISCLOSURE

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. These policies are reviewed regularly to reflect changes in market conditions and the Group's activities.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk, currency risk and interest rate risk. The summaries below presents information about the Group's exposure to each of these risks, their objectives, policies and processes for measuring and managing risk, the management of capital and financial instruments.

Credit risk

Credit risk arises mainly from the risk of counterparties defaulting on the terms of their agreements. The carrying amounts of the following assets represent the Group's maximum exposure to credit risk in relation to financial assets:

		2016	2015
		$	$
Cash and cash equivalents	17	218,207	423,731
Trade and other receivables	7	833,919	260,640
		1,052,126	684,371

The Group mitigates credit risk on cash and cash equivalents by dealing with regulated banks in Australia and Indonesia. Credit risk of trade and other receivables is very low as it consists predominantly of nickel ore sales receivable from one customer, amounts recoverable from the Australian Taxation Authority and interest receivable from call deposits held with regulated banks.

Impairment losses

None of the Group's material trade and other receivables are past due.

NOTE 19 - FINANCIAL INSTRUMENTS DISCLOSURE (Con't)

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Refer Going Concern discussion in note 4.

The following are the contractual maturities of financial liabilities, including estimated interest payments:

Consolidated	Carrying amount $	Contractual cash flows $	Less than one year $	Between one and five years $	More than five years $
30 June 2016					
Trade and other payables	6,626,364	6,626,364	6,626,364	-	-
Loan – PT Hengjaya Sukses Pratama	8,151,024	8,151,024	-	8,151,024	-
Loans from related parties	1,227,393	1,366,903	1,366,903		
Convertible note[1]	3,900,000	3,900,000	-	3,900,000	-
Deferred project acquisition payments	2,800,000	2,800,000	2,800,000	-	-
Total liabilities	22,704,781	22,844,291	10,793,267	12,051,024	-

[1] The contractual cash flows for the convertible note of $3,900,000 is only payable in the event that the IPO does not proceed and the liability is settled in cash.

Consolidated	Carrying amount $	Contractual cash flows $	Less than one year $	Between one and five years $	More than five years $
30 June 2015					
Trade and other payables	4,631,045	4,631,045	4,631,045	-	-
Loan – PT Hengjaya Sukses Pratama	8,151,024	8,151,024	-	8,151,024	-
Loans from related parties	1,118,637	1,244,958	1,244,958	-	-
Loans – other	3,600,000	3,900,000	-	3,900,000	-
Deferred project acquisition payments	2,800,000	2,800,000	2,800,000	-	-
Total liabilities	20,300,706	20,727,027	8,676,003	12,051,024	-

Ultimate responsibility for liquidity management rests with the Board of Directors. The Group manages liquidity risk by maintaining adequate funding where possible and monitoring of future rolling cash flow forecasts of its operations, which reflect management's expectations of expected settlement of financial assets and liabilities.

Currency risk

The Group functional currency in 2016 was assessed as being United States dollars. The Group is exposed to foreign currency risks due to the fact that the domestic ore sales of its subsidiary PT Hengjaya are in Indonesian Rupiah, liabilities of the Group are denominated in both Indonesian Rupiah and Australian dollars and the rights issue to shareholders and an additional placement during the year were denominated in Australian dollars.

NOTE 19 - FINANCIAL INSTRUMENTS DISCLOSURE (Con't)

The Group's gross financial position exposure to foreign currency risk at 30 June 2016 is as follows:

- IDR2,642,244,866 ($200,474) cash in hand;
- A$324 ($241) cash in hand;
- A$668,620 ($496,451) of borrowings;
- IDR 10,968,891,169 ($832,238) of accounts receivable;
- IDR 5,302,853,628 ($402,341) of provisions;
- IDR 256,137,112 ($19,434) of taxes payable;
- IDR 21,117,290,471 ($1,602,222) of trade and other payables;
- A$994,588 ($738,483) of trade and other payables
- A$656,178 ($487,213) of tax provision payable; and
- A$2,265 ($1,682) of receivables

The Group's gross financial position exposure to foreign currency risk at 30 June 2015 is as follows:

- IDR 565,681,041 ($42,430) cash in hand;
- A$429,978 ($329,148) cash in hand;
- A$610,421 ($467,254) of borrowings;
- IDR 2,990,138,579 ($224,266) of accounts receivable;
- IDR 2,719,318,682 ($203,954) of provisions;
- IDR 22,282,848,630 ($1,671,255) of taxes payable;
- IDR 10,501,503,567 ($787,632) of trade and other payables
- A$918,686 ($703,254) of trade and other payables; and
- A$47,519 ($36,374) of receivables

The following significant exchange rates applied during the year:

	Average rate		Reporting date spot rate	
USD	**2016**	**2015**	**2016**	**2015**
IDR	13,618	12,455	13,180	13,333
AUD	1.3726	1.2008	1.3468	1.3059

The following sensitivity analysis is based on the exchange rate risk exposures at balance date.

At 30 June 2016 if the exchange rate between the United States dollar and the Indonesian Rupiah and the Australian Dollar had moved, as illustrated in the table below, with all other variables held constant, the post-tax loss and equity would have been affected as follows:

Judgement of reasonable possible movements:

	Post tax loss (Higher)/Lower 2016 $	Total equity (Higher)/Lower 2016 $
+ 10% higher USD to IDR exchange rate	(44,619)	(44,619)
- 5% lower USD to IDR exchange rate	22,309	22,309
+ 10% higher USD to AUD exchange rate	221,976	221,976
- 5% lower USD to AUD exchange rate	(110,998)	(110,998)

NOTE 19 - FINANCIAL INSTRUMENTS DISCLOSURE (Con't)

Currency risk (Con't)

At 30 June 2015, a judgement of reasonable possible movements was as follows:

	Post tax loss (Higher)/Lower 2015 $	Total equity (Higher)/Lower 2015 $
+ 10% higher USD to IDR exchange rate	239,615	239,615
- 5% lower USD to IDR exchange rate	(119,807)	(119,807)
+ 10% higher USD to AUD exchange rate	137,382	137,382
- 5% lower USD to AUD exchange rate	(68,691)	(68,691)

Interest rate risk

The Group's exposure to market interest rate relates to cash assets.

At balance date, the Group had the following mix of financial assets and liabilities exposed to variable interest rate risk:

		2016	2015
Financial assets			
Cash and cash equivalents	17	218,207	423,731

Sensitivity analysis

A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) loss for the period by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for the comparative period.

	2016 $	2015 $
Loss for the year	(3,210)	(2,428)

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Board ensures, where possible, costs are not incurred in excess of available funds and will seek to raise additional funding through issues of shares for the continuation of the Group's operation. There were no changes in the Group's approach to capital management during the year.

The Group is not subject to externally imposed capital requirements.

NOTE 19 - FINANCIAL INSTRUMENTS DISCLOSURE (Con't)

Convertible notes classified as fair value through profit and loss

Converting notes classified as fair value through profit or loss have been designated as a Level 3 financial instrument. The different levels have been defined as follows:

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

Sensitivity analysis on fair value of convertible notes:

The fair value of convertible notes measured at fair value through profit or loss is calculated using a valuation technique that considers the probability of the IPO resulting in conversion of the notes, and following key inputs and assumptions at 30 June 2016:

	2016	2015
Principal	$3,000,000	$3,000,000
Maturity date	July 2017	July 2017
Risk-free interest rate (based on USD Treasury Bonds)	0.6054%	0.6054%
Risk adjusted discount rate	20%	20%
Fair value at 30 June 2016	$3,900,000	$3,600,000

At 30 June 2016, if the risk adjusted discount rate had moved, as illustrated in the table below, with all other variables held constant, the post-tax loss and equity would have been affected as follows:

	Post tax loss (Higher)/Lower 2016 $	**Total equity (Higher)/Lower 2016 $**
+ 5% higher risk adjusted discount rate	127,500	(127,500)
- 5% lower risk adjusted discount rate	(137,500)	137,500

	Post tax loss (Higher)/Lower 2015 $	**Total equity (Higher)/Lower 2015 $**
+ 5% higher risk adjusted discount rate	200,000	(200,000)
- 5% lower risk adjusted discount rate	(225,000)	225,000

The higher the probability of the IPO occurring, the higher the probability of conversion of the note, and therefore the higher the fair value of the convertible note. Because of the difficulty in assessing a reasonably possible change in the probability of the IPO occurring until the underwriting of the agreement, no sensitivity analysis has been included in relation to this probability.

NOTE 20 - PARENT ENTITY DISCLOSURE

As at, and throughout the financial year ended 30 June 2016 the parent entity of the Group was Nickel Mines Limited.

	Parent Entity 2016 $	Parent Entity 2015 $
Result of the parent entity		
Net profit/(loss)	(5,345,762)	245,472
Other comprehensive income	-	-
Total comprehensive profit	(5,345,762)	245,472
Financial position of the parent entity at year end		
Current assets	4,220	375,662
Non-current assets	11,595,442	14,926,054
Total assets	11,599,662	15,301,716
Current liabilities	2,924,011	1,432,748
Non-current liabilities	12,051,024	12,302,671
Total liabilities	14,975,036	13,735,419
Net Assets/(Liabilities)	(3,375,373)	1,566,297
Equity		
Share Capital	26,103,169	25,699,077
Accumulated losses	(29,478,542)	(24,132,780)
Total Equity	(3,375,373)	1,566,297

At balance sheet date the company has no capital commitments or contingencies (2015 - $nil).

NOTE 21 -SEGMENT INFORMATION

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

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

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

Geographical segments

For the year ended 30 June 2016, the Group had one segment, being mine development in Indonesia.

The Group has one reportable geographical segment as follows:

	Indonesia $	Unallocated $	Total $
30 June 2016			
External revenues	4,538,523	-	4,538,523
Reportable segment loss/(profit) before tax	1,577,781	315,246	1,893,027
Interest income	11,552	1,306	12,858
Depreciation and amortisation	40,434	59	40,493
Reportable segment assets	28,090,322	4,220	28,094,542
Reportable segment liabilities	(21,828,210)	(1,458,250)	(23,286,460)
30 June 2015			
External revenues	224,266	-	224,266
Reportable segment loss/(profit) before tax	4,972,143	(797,119)	4,175,024
Interest income	5,903	8,404	14,307
Depreciation and amortisation	-	(600)	(600)
Reportable segment assets	27,798,861	375,726	28,174,587
Reportable segment liabilities	(20,643,167)	(2,084,396)	(22,727,563)

NOTE 22 – SUBSEQUENT EVENTS

Subsequent to the end of the year a review of the R&D claims made by the Company for the 2015 financial year concluded that the claims do not meet the criteria of eligible R&D expenditure. Consequently the Company has taken up an accrual of $487,212, equal to the estimated amount repayable were it to be determined that there was no eligible R&D expenditure claimable. There is uncertainty in relation to interest and penalties, if any, which may be payable in relation to these R&D claims. The Company is in the process of finalising a voluntary tax amendment and repayment arrangement with the Australian Taxation Office.

Subsequent to the end of the year the Group has negotiated an updated offtake agreement with PT Sulawesi Mining Investment, a subsidiary of the Tsingshan Group, to supply 50,000 wet metric tonnes per month of nickel ore at a cut off grade of 1.90% nickel for twelve months.

Other than the matters detailed above, there has not arisen in the interval between the end of the financial year and the date of this report any other item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years.

NOTE 23 – AUDITOR REMUNERATION

During the year ended 30 June 2016 KPMG, the Group’s auditor, performed certain other services in addition to their statutory audit duties.

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

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

Details of the amounts paid to the auditor of the Group, KPMG, and its related practices for audit and non-audit services provided during the year are set out below:

	2016	2015
	$	$
Statutory Audit		
Auditors of the Company		
Audit and review of financial reports – KPMG Australia	57,984	42,085
Audit and review of financial reports – KPMG Indonesia	37,082	30,000
Services other than statutory audit		
- taxation services in relation to Singaporean IPO	15,975	19,676
	111,041	91,761

NICKEL MINES LIMITED
and its controlled entities

DIRECTORS' DECLARATION

In the opinion of the Directors of Nickel Mines Limited ('the Company'):

(a) the financial statements and notes set out on pages 13 to 46, are in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the Group's financial position as at 30 June 2016 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 also complies with International Financial Reporting Standards as disclosed in note 2.

(c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed at Sydney this 31st day of October 2016
in accordance with a resolution of the Board of Directors:

Norman Seckold	**Peter Nightingale**
Chairman	**Director**

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NICKEL MINES LIMITED

We have audited the accompanying financial report of Nickel Mines Limited (the "Company"), which comprises the consolidated statement of financial position as at 30 June 2016, and the consolidated statement of profit or loss and comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended on that date, notes 1 to 23 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the Company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Australian Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements of the Group, 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. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

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 Group's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group'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 performed the procedures to assess whether in all material respects the financial report presents fairly, in accordance with the *Corporations Act 2001* and Australian Accounting Standards, a view which is consistent with our understanding of the Group's financial position and of its performance.

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

Independence

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

Auditor's opinion

In our opinion:

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

(i) giving a true and fair view of the Group's financial position as at 30 June 2016 and of its performance for the year ended on that date; and

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

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2.

Material uncertainties regarding continuation as a going concern

Without modifying our opinion, we draw attention to Note 4 'Going Concern' in the financial report. The conditions disclosed in Note 4, including the need to generate positive cash flows from operations and/or raise additional funding, indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern and therefore, whether it will realise its assets and settle its liabilities in the normal course of business and at the amounts stated in the financial report.

KPMG

KPMG

Adam Twemlow
Partner

31 October 2016

NICKEL MINES LIMITED
and its controlled entities

CORPORATE DIRECTORY

Directors:

Norman Seckold
James Crombie
Anthony McClure
Peter Nightingale
Justin Werner

Company Secretary:

Richard Edwards

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