(ABN 64 142 809 970)

Annual Report
30 June 2018

White Rock Minerals Ltd
Corporate Directory

DIRECTORS

Brian Phillips (Chairperson)
Matthew Gill (Managing Director and Chief Executive Officer)
Peter Lester (Non-Executive Director)
Ian Smith (Non-Executive Director)
Jeremy Gray (Non-Executive Director)

COMPANY SECRETARY

Shane Turner

PRINCIPAL & REGISTERED OFFICE

24 Skipton Street
Ballarat Victoria 3350

CONTACT DETAILS

PO Box 195
Ballarat Victoria 3353
Email: info@whiterockminerals.com.au

SHARE REGISTRARS

Security Transfer Registrars Pty Ltd
770 Canning Highway
Applecross WA 6153
Tel: 08 9315 2333

AUDITORS

KPMG
727 Collins Street
Melbourne Victoria 3008

BANKERS

ANZ Banking Group Limited
927 Sturt Street
Ballarat Victoria 3350

LEGAL ADVISORS

Baker McKenzie
181 William Street
Melbourne Victoria 3000

Figure 1: Mt Carrington Project Location.

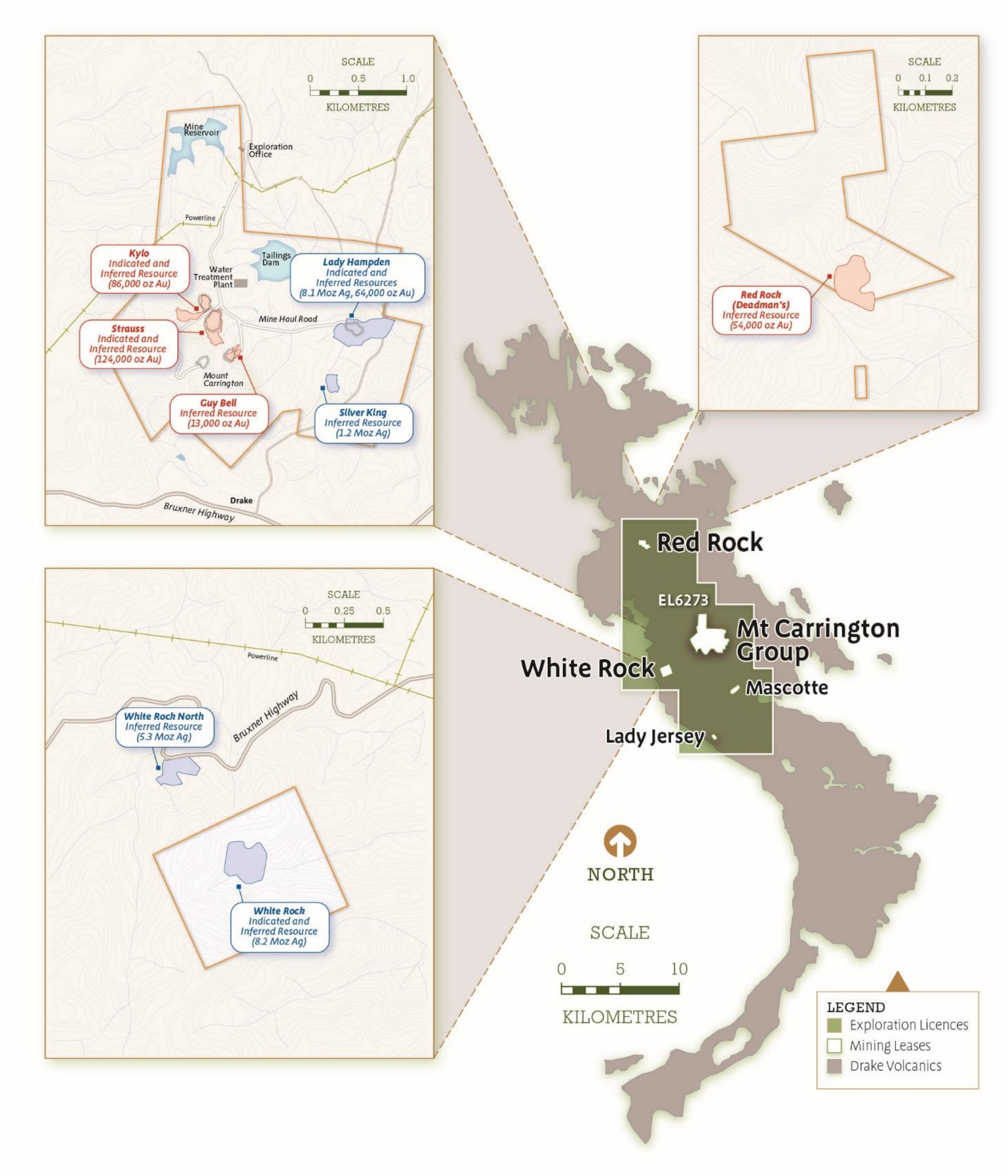

Figure 2: Mt Carrington Tenements.

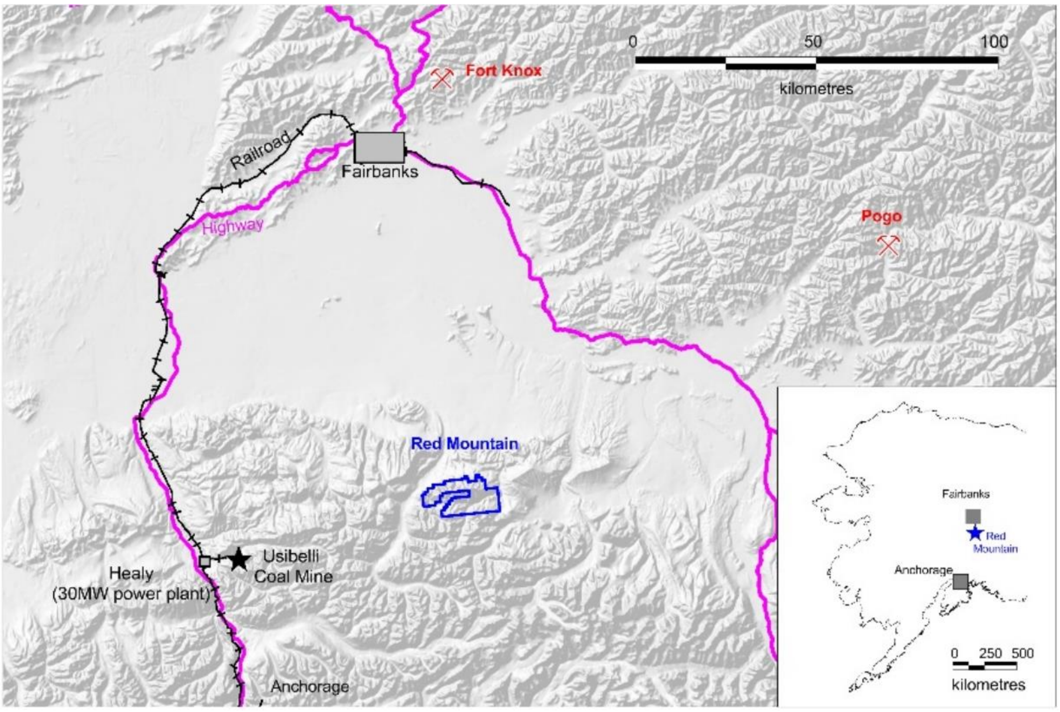

Figure 3: Red Mountain Project Location.

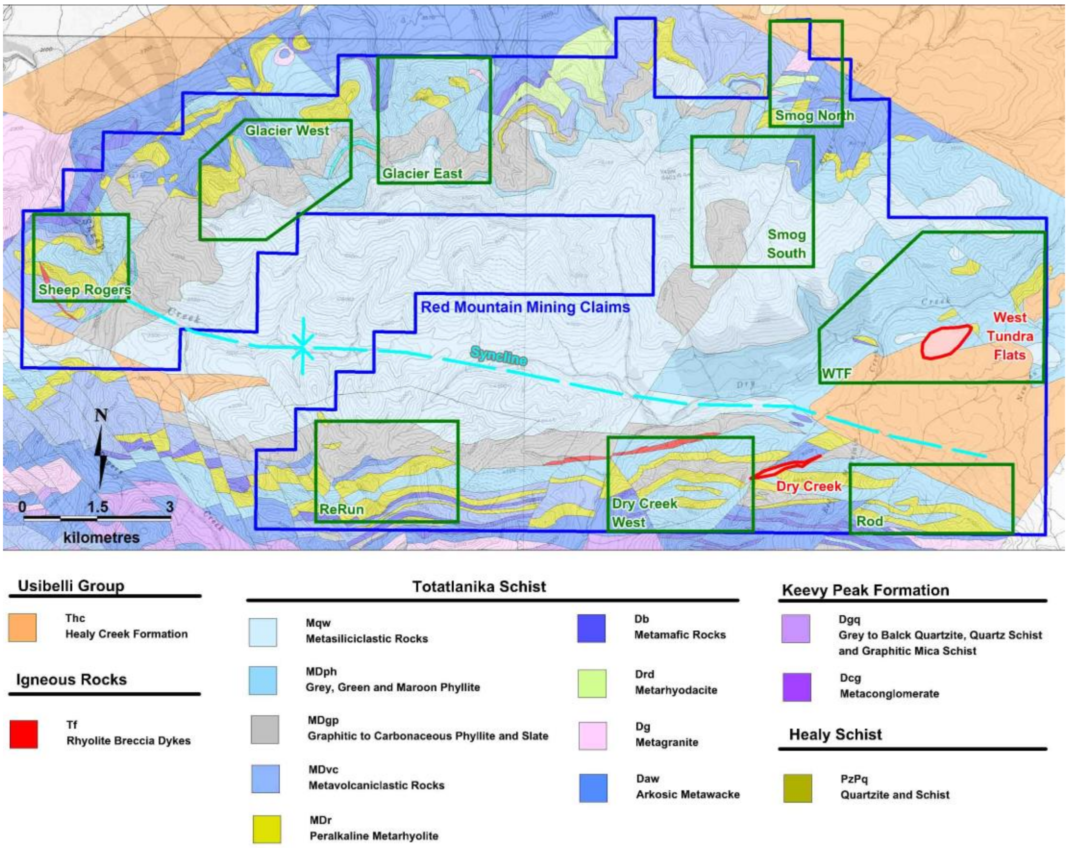

Figure 4: Red Mountain project tenement outline on DGGS geology map (after Freeman et al., 2016) with locations for the Dry Creek and West Tundra Flats VMS deposits, and target areas (ReRun, Dry Creek West, Rod, WTF, Smog South, Smog North, Glacier East, Glacier West and Sheep Rogers) as defined by geochemical alteration (in green boxes).

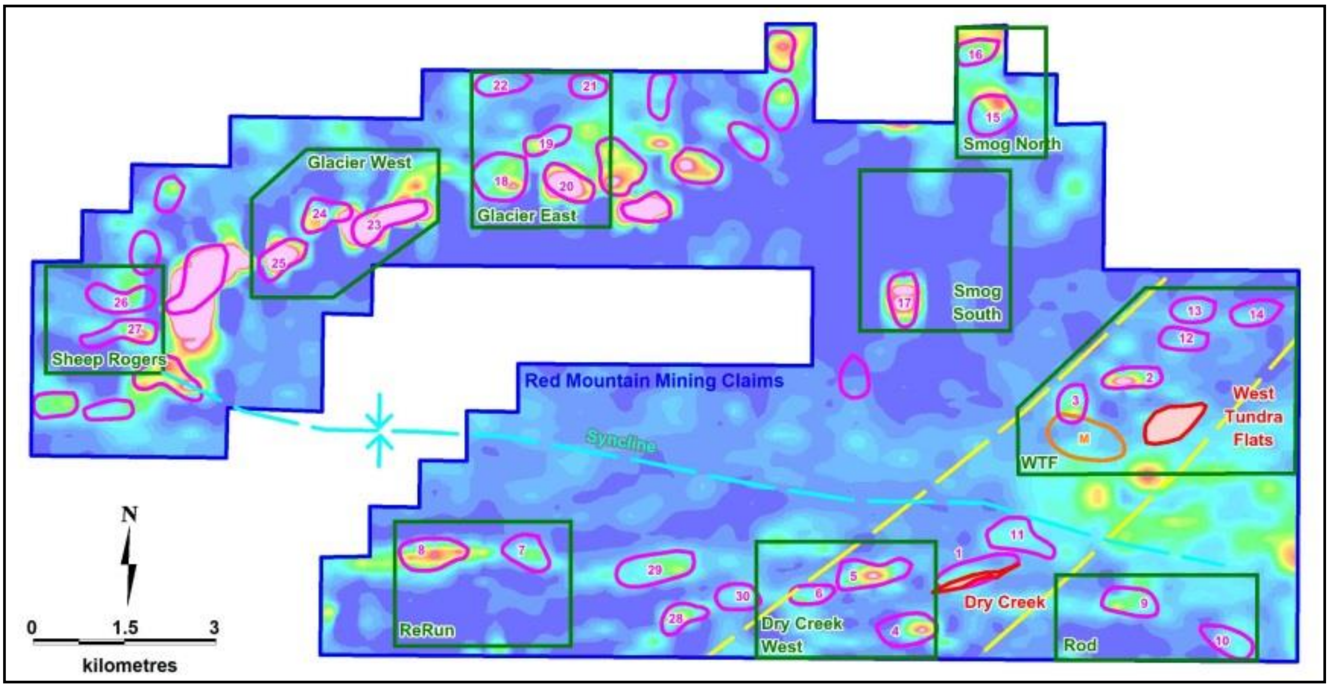

Figure 5: Red Mountain high priority conductors (pink) on a conductivity depth slice at 40m below surface from the 1D inversion of airborne electromagnetics. Locations for the Dry Creek and West Tundra Flats VMS deposits, and target areas (ReRun, Dry Creek West, Rod, WTF, Smog South, Smog North, Glacier East, Glacier West and Sheep Rogers) are defined by geochemical alteration (in green boxes), and the corridor of conductors along the northeast trend from Dry Creek to West Tundra Flats (dashed yellow line).

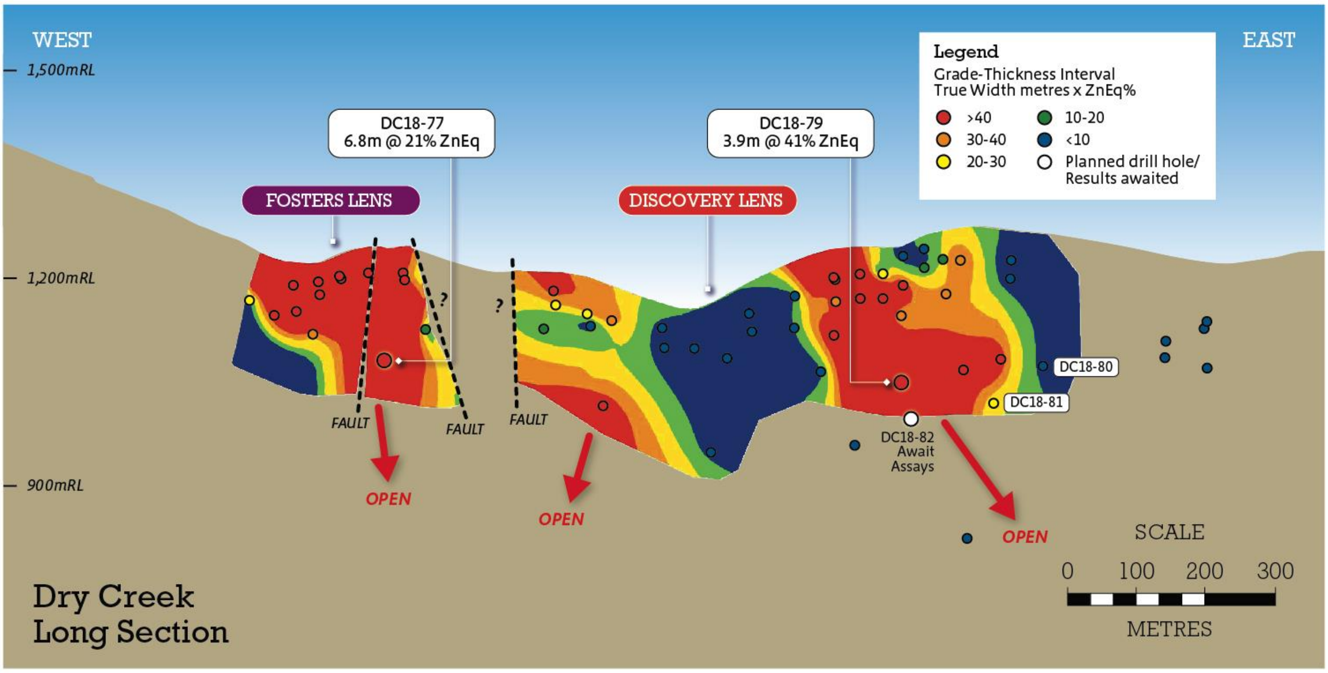

Figure 6: Dry Creek long-section looking north showing the Fosters lens (west) and Discovery lens (east).

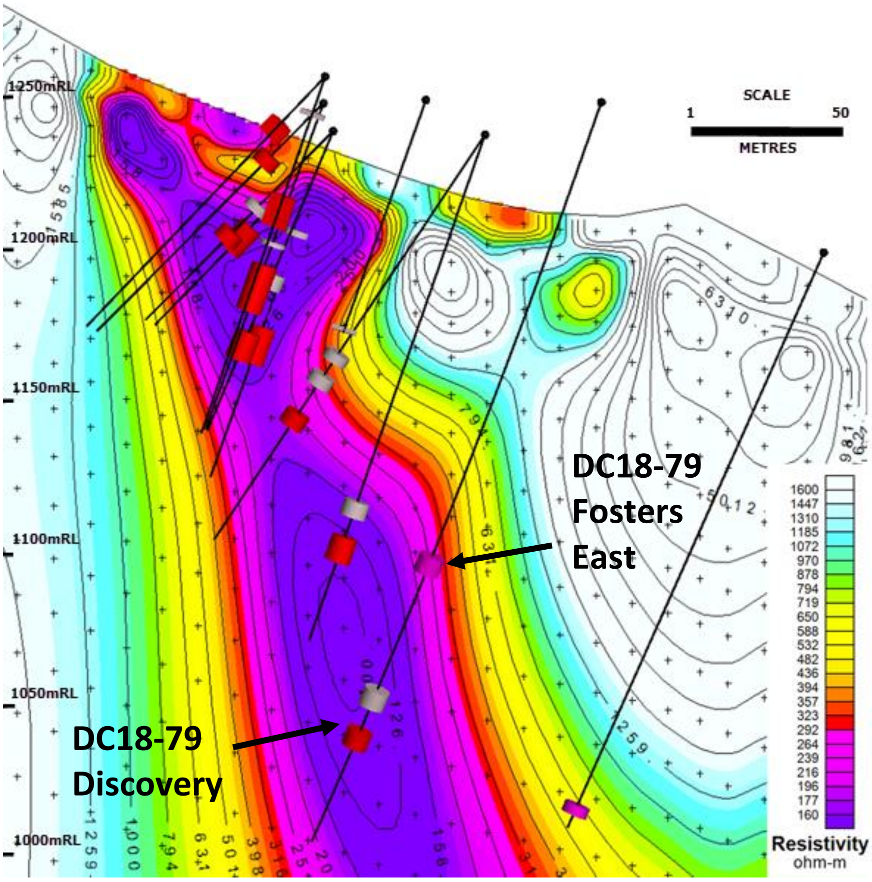

Figure 7: Oblique section looking west southwest (250° true) showing the 2D inversion model of CSAMT resistivity data with the highest conductivity response highlighted in purple. View is along strike of the main Discovery horizon of massive sulphide mineralisation and shows the coincidence with massive sulphide drill hole intercepts for the Discovery (red drill trace), Copper (grey drill trace) and Fosters (pink drill trace) zones projected along strike.

White Rock Minerals Ltd
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White Rock Minerals Ltd

Introduction: Profile

For the year ended 30 June 2018

White Rock Minerals Ltd ("White Rock" or "The Company") is an Australian minerals exploration and development company with activities focussed in the New England Fold Belt of northern New South Wales and the Bonnifield district in central Alaska.

In 2016 the Company acquired 100% of the Red Mountain project, an advanced high-grade zinc-silver volcanogenic massive sulphide (VMS) exploration project in Alaska. This asset offers the potential for exploration success built around two existing deposits, Dry Creek and West Tundra Flats, in a highly prospective field and with exposure to two commodities in demand - zinc and silver. During 2017 the Company announced a maiden Inferred Mineral Resource estimate of **16.7Mt at a grade of 8.9% ZnEq[1]**, with contained metal totalling 678,000t zinc, 286,000t lead, 53.5 million ounces silver and 352,000 ounces gold contained, reported in accordance with the JORC Code (2012).

The Company has secured a significant land package (143km²) around the Dry Creek and West Tundra Flats deposits where a further 30 lookalike conductivity targets have been identified within zones of anomalous surface geochemistry that are indicative of proximal VMS mineralisation. During 2018 the Company undertook its first field exploration campaign that included diamond drilling, surface geophysics and surface geochemistry on both the existing deposits and new target areas. These activities yielded extensions to known mineralisation and the discovery of new VMS mineralisation at the Hunter prospect. The field activities attracted the interest of an Australian listed mid-tier mining company - Sandfire Resource NL (ASX:SFR), which subsequently contributed funding through an equity placement and which has an option to enter into an earn-in joint venture agreement.

White Rock also owns 100% of the Mt Carrington gold and silver project near Drake, NSW, which contains an Indicated and Inferred Mineral Resource estimate of **341,000 ounces gold and 23.2 million ounces silver**. The Resources are located on granted Mining Leases with developed infrastructure.

White Rock maintains a vision and strategy to create and enhance shareholder value by developing a mining operation at Mt Carrington based on the exploitation of the near-surface gold-silver Resource base, refurbishing the existing site infrastructure and the establishment of a new processing plant. During 2017/18 the Company reported a positive Pre-Feasibility Study (PFS) for the first stage development of the gold dominant Resource declaring a maiden Reserve of 3.5Mt @ 1.4g/t Au for 159,000 ounces gold and with positive and robust economics. The project is now well placed to proceed through a Definitive Feasibility Study (DFS) in parallel with submission of an Environmental Impact Statement (EIS), with several environmental baseline studies in progress.

The Mt Carrington Mining Leases are enveloped by an Exploration Licence (183km²) with demonstrated potential for epithermal and intrusion-related gold, silver and copper mineralisation. White Rock has generated and refined an extensive exploration target portfolio at Mt Carrington since 2010.

White Rock's Board and Management team comprise a small group of highly experienced mineral industry professionals with global proficiency in exploration, project development, mining, business, corporate development and management.

Highlights For the year ended 30 June 2018

Exploration: At Red Mountain the Company commenced its first field season of exploration. A 25-person camp was established to service a five-month exploration program that included diamond drilling, ground geophysics and surface geocehmical surveys. Drilling initially focused on validation and extension drilling of the two main deposits at Dry Creek and West Tundra where an Inferred Mineral Resource estimate includes a high grade component of **9.1 million tonnes @ 12.9% ZnEq[1]** for 1.2Mt of contained zinc equivalent at a 3% Zn cut-off. This high-grade Mineral Resource estimate sits within a greater Inferred Mineral Resource of 16.7 million tonnes @ 8.9% ZnEq[1] for 1.5Mt of contained zinc equivalent at a 1% Zn cut-off for Dry Creek, 3% Zn cut-off for West Tundra & 0.5% Cu cut-off for Dry Creek Cu Zone. Drilling then progressed to test new regional targets based on historic surface geochemistry and electromagnetics data that were subsequently refined and added to through the Company's geological reconnaissance, surface geochemical sampling and surface geophysics surveys. The successful discovery of massive sulphide mineralisation at the Hunter prospect goes a long way to supporting the Company's thesis that the Red Mountain VMS project has the potential to host multiple deposits and expand into a true camp of high grade zinc-silver-gold VMS deposits.

Economic Studies: At the end of 2017 the Company reported the key outcomes from the positive Pre-Feasibility Study (PFS) into the development of the first stage of its 100% owned Mt Carrington gold and silver project. Highlights of the PFS included a Maiden Ore Reserve of 3.47 million tonnes at 1.4g/t gold for 159,000 ounces gold, A$36 million undiscounted cashflow over an initial 4 ½ years (before any further mine life additions or the mining of the silver resources) and a strong Internal Rate of Return (IRR) of 34%. Detailed work relating to long lead time baseline studies critical to the preparation of the Project's Preliminary Environmental Assessment (PEA) and final EIS are ongoing, ahead of completing the Definitive Feasibility Study.

Environmental Rehabilitation Program: The environmental monitoring and rehabilitation program continued on the Mt Carrington Mining Leases, designed to support the long term environmental sustainability of the Leases.

Community Engagement Program: At Mt Carrington the Company continues to keep the local Drake community, Tenterfield Council and local stakeholders informed and is ready to re-engage once feasibility studies have more clearly defined the Project description and processing route for the Mt Carrington project. The Company, together with a leading community engagement consultancy firm has developed a social impact assessment and community consultation strategy which is ready to be implemented once activities intesify when the formal permitting process begins.

1. *ZnEq = Zinc equivalent grades are estimated using long-term broker consensus estimates compiled by RFC Ambrian as at 20 March 2017 adjusted for recoveries from historical metallurgical test work and calculated with the formula: ZnEq =100 x [(Zn% x 2,206.7 x 0.9) + (Pb% x 1,922 x 0.75) + (Cu% x 6,274 x 0.70) + (Ag g/t x (19.68/31.1035) x 0.70) + (Au g/t x (1,227/31.1035) x 0.80)] / (2,206.7 x 0.9).* White Rock is of the opinion that all elements included in the metal equivalent calculation have reasonable potential to be recovered and sold.

Equity Fundraising: Equity capital raisings during the year comprised various placements to Institutional and Sophisticated Investors and included an entitlement issue. Approximately 386 million shares and 202 million unlisted options were issued raising $3.66 million before costs. Further capital raisings were made subsequent to year end (refer item 10 “Events subsequent to Reporting Date” in the Directors' Report).

2019 Strategy

Exploration and Resource Enhancement: White Rock intends to expand the known Resources at Red Mountain and to target new discoveries of high grade zinc-silver-lead-gold-copper mineralisation at the Red Mountain VMS project to build an inventory capable of supporting a new start-up operation in the coming years, as well as to target near surface mineralisation with the potential to expand the Resource profile at Mt Carrington while development studies and permitting are underway.

Development Studies: The Company intends to continue to advance the Mt Carrington project through definitive feasibility studies to determine the optimal development strategy for the gold and silver Resources at Mt Carrington and in parallel advance the regulatory approvals process with a view to securing development consent, subject to financing.

Project Evaluation: The Company will continue to evaluate corporate and project opportunities aimed at realising the value of the existing projects and identify additional projects which can add value to the Company's asset base.

White Rock Minerals Ltd
Letter from the Chairman & Managing Director
For the year ended 30 June 2018

Dear fellow shareholders,

The 2017/18 year has been a transformational one for the Company, with the highlights being the successful completion of the Gold First Stage Prefeasibility Study for our wholly owned Mt Carrington gold and silver project in northern NSW, and the commencement of our first ever on-ground exploration program in Alaska at our high-grade zinc – silver VMS Project at Red Mountain.

During the 2017/18 year the Company placed 160 million shares and 80 million options, providing funding to support progressing work at our Mt Carrington and Red Mountain projects.

The feasibility work at Mt Carrington continued, with the focus on completing the Stage One Gold First pre-feasibility study. On 27 December, we announced a JORC 2012 compliant maiden ore Reserve of 3.47Mt @ 1.4gAu/t for 159,000oz and a Gold First study that will deliver some 35,000oz gold per year (before any further mine life additions or the mining of the silver Resources). The study indicates that the project will deliver strong financial returns with some $36M in free cash generated over the first 4 ½ years. For the remainder of the 2017/18 year, work on site at Mt Carrington has included reducing and maintaining the water level in the tailings dam as part of our ongoing environmental responsibilities, maintaining and recording environmental data and preparing the scope for the detailed definitive feasibility study and associated environmental baseline studies and other activities necessary to achieve development consent.

On 15 August 2016, we announced that the Red Mountain VMS project area had been expanded by securing an additional strategic 114 mining tenements, doubling our land holdings and taking the project footprint to 143 square km. At the time, we stated that “Red Mountain has all the hallmarks of evolving as a significant new development.”

This set the scene for the 2018 northern hemisphere summer exploration program. On 18 December 2017 we defined the scope of the planned summer exploration program, including diamond drilling to infill and expand the already globally significant Resource of 16.7Mt @ 8.9% zinc equivalent, ground orientation geophysical work across the two identified (West Tundra and Dry Creek) deposits and conducting more regional reconnaissance mapping, geochemical sampling and geophysics with follow-up drilling. In March 2018 we appointed various contractors to establish the Red Mountain site camp and commenced the drilling program. This was followed later that month with the announcement of a $5.2M share issue. The raising was structured as a $1.6M placement, plus a one for three partially underwritten pro-rata non renounceable entitlement issue, to raise a further $3.6M (for the total of $5.2M), all at one cent per share. Both the placement and entitlement issue attached an option for every two shares. The raising was successfully concluded in July 2018.

With the heavy equipment on site and the 25 person exploration camp with airstrip access established, drilling commenced in May. Exciting early success was announced on 18 June 2018, with two of the first three drill holes in West Tundra and Dry Creek deposits intercepting exceptionally high zinc/lead/silver grades. This success was followed in early July with further very high grade drill hole intercepts recording greater than 40% zinc equivalent results.

It is pleasing that recognition of the significance of these and subsequent drill results and the more regional prospectivity of the Company’s land package was endorsed with the commitment by leading mid-tier Australian mining company Sandfire Resources NL (ASX:SFR) (“Sandfire”) to the Company and the Red Mountain project.

On 10 July 2018, Sandfire and White Rock announced a strategic relationship, commencing with a $2.5M share placement to Sandfire at 1.2 cents per share together with one option for every two shares, to support and extend the planned exploration program. The terms of the agreement also provide an option for Sandfire to enter into an earn-in joint venture to commit a minimum of $20M over 4 years to earn 51% of the Red Mountain project and a further $10M over two years to deliver a PFS to reach 70% project equity, at which stage White Rock may contribute, or Sandfire will sole fund to earn a further 10% by completing a DFS. White Rock may retain a 20% interest or dilute to 10%. The agreement has an anti-dilution provision for Sandfire to retain 12.7% of White Rock, and the right to appoint a director if its holding exceeds 15%.

The market prices of the metals, apart from zinc, in which your Company is keenly interested ended the year at close to the June 2017 levels. Zinc spent most of the year around US$1.40/lb, but since year end has fallen to US$1.10/lb. Each of the metals in our resource suite –zinc, gold, lead and silver, have benefited from the falling value of the A$ relative to the US$.

Markets and prices can be influenced by supply/demand issues and by national and international political uncertainty. All shareholders will be aware of the uncertainty that businesses experience with the threats and responses from international trade disruption, confusing national energy and taxation policies and constantly changing political leadership. Notwithstanding these challenges, we are confident that White Rock’s resource base, while already significant, will continue to grow and provide shareholder value in the time ahead.

We thank our small dedicated team that supports the Company and our shareholders and stakeholders for their input and support during the past year.

Yours sincerely,

Brian Phillips | Matthew Gill

White Rock Minerals Ltd
Review of operations
For the year ended 30 June 2018

The principal activities completed by White Rock in the past year are summarised below.

October 2017	At the Mt Carrington gold and silver project, an updated Mineral Resource estimate was completed for the Strauss and Kylo gold-dominant deposits, with contained gold in the Indicated Mineral Resources category increasing by 62% and underpinning the Stage One Gold First Per-Feasibility Study (PFS).
December 2017	At Mt Carrington the Stage One Gold First PFS was completed with a positive outcome including a maiden Mineral Reserve of 3.5Mt @ 1.4g/t gold for 159,000 ounces gold supporting a 35,000 ounce per year production profile over an initial 4 ½ years mine life with a $36 million undiscounted cashflow generated and an IRR of 34%.
February 2018	At Red Mountain, planning for overland mobilisation of heavy equipment and the establishment of a camp to support field activities over the 2018 northern hemisphere summer were put in place.
March 2018	At Red Mountain, major contracts for field activities were awarded including the overland mobilisation, field camp and drilling contracts.
April 2018	At Red Mountain, overland mobilisation of heavy equipment including the drill rig and camp was successfully executed.
May 2018	At Red Mountain, field operations commenced with drilling at the two existing deposits of Dry Creek and West Tundra, and field geological crews commencing reconnaissance and surface geochemical sampling of the 30 new target areas identified from desktop studies.
June 2018	At Red Mountain, drilling continued to test for extensions to mineralisation at Dry Creek as well as start to test new targets. A geophysics orientation survey was completed with the CSAMT method clearly identifying a close correlation between conductivity and mineralisation. The CSAMT method was subsequently used to assist in assessing and refining targets in conjunction with the geological reconnaissance and surface geochemical sampling utilising a portable XRF analyser to obtain rapid results for future drill testing.

White Rock Minerals Ltd

Exploration projects

For the year ended 30 June 2018

Mt Carrington Gold-Silver Project, Drake District NSW

Background

The Mt Carrington project is located near the township of Drake in northern NSW (Figure 1) and comprises one Exploration Licence ("EL6273") and 22 mining leases wholly contained within EL6273, covering a total area of 183km^2 as at 30 June 2018 (Figure 2).

The project covers a significant portion of the Drake Volcanic belt with a strike length in excess of 60km. The belt has been subject to sporadic exploration since the 1960's for gold, silver, copper, zinc, lead, molybdenum, tin and tungsten. However, no systematic exploration using modern techniques was undertaken on EL6273 from 1994 until 2008. It is considered that potential within the EL6273 at Mt Carrington is very high for a variety of precious and base metal deposits.

The mining leases held by White Rock cover an area of 940 hectares and contain the historic Drake Au-Ag-Cu-Zn mineral field. The field has seen intermittent exploration and small scale mining from the late 1800's to the late 1980's. However, the previous mining endeavours are considered to have only scratched the surface. Until White Rock's involvement, no systematic evaluation of the current Mineral Resources on the mining leases had been undertaken for more than 16 years.

The mining leases were renewed in December 2010 for a period of ten years, providing security of tenure to underpin any future development. The Company intends to seek renewal of these mining leases in the latter half of 2018.

The leases also contain significant infrastructure and assets which are owned by White Rock. These include a tailings dam, freshwater dam, waste water treatment plant, road network, high voltage power supply and office and accommodation facilities.

Development Studies

In December 2017 the Company reported the key outcomes from the Pre-Feasibility Study (PFS) into the development of the first stage of its 100% owned Mt Carrington gold and silver project (refer ASX Announcement "***White Rock's Mt Carrington gold - silver Project Pre-Feasibility Study Stage One***" dated 27 December 2017).

The outcomes confirmed the technical and financial viability of the initial project development and provide a very strong rationale to advance the project through a Definitive Feasibility Study (DFS) towards development.

Highlights:- Gold first, Silver later

- **Maiden Ore Reserve declared:- 3.47 million tonnes at 1.4g/t gold for 159,000 ounces gold,**

When compared to the 2016 Scoping Study (refer ASX dated 20 October 2016):-

  - ✓ **Gold First Stage mine life has been extended from an initial 3 years to 4 ½ years,**
  - ✓ **The production rate increases 25% to 1,000,000 tpa,**
  - ✓ **Gold production increases 30% to 35,000 ounces per annum, and**
  - ✓ **Total gold produced increases 59% to 148,000 oz gold over this initial 4 ½ year Gold First Stage.**

- The Stage One Pre-feasibility study (PFS) confirms Mt. Carrington as a viable gold first project (Gold First) with significant potential upside in subsequent silver production and future gold and silver exploration.
- The PFS findings indicate a technically sound and financially viable project generating in excess of A$36 million undiscounted cashflow over the initial 4 ½ year Gold First mine plan, with a strong Internal Rate of Return (IRR) of 34%.
- Initial development is to be based on the first three gold-only production open pits and a conventional whole-of-ore leach process plant with an annual throughput of 1 million tonnes.
- Maiden Ore Reserve of 3.47 million tonnes of material containing 159,000 oz gold, supporting a project producing at least 35,000 oz per year recovered gold for the proposed initial 4 ½ year operation.
- Total forecast capital expenditure of A$35.7 million including a A$4 million contingency.
- Estimated average all-in sustaining cost (AISC) of A$1,236 per ounce over the initial 4 ½ year life of mine (LOM) with a payback of 22 months.
- Highly prospective near-mine exploration potential for both gold and silver, and additional "silver-only" Indicated Mineral Resources of over 8 million ounces of silver are available for the second stage of the Project's development (Stage Two).
- Stage Two presents an attractive opportunity to potentially increase the scale and overall life of the mine with minimal capital outlay. Stage Two is currently the subject of continuing studies.
- Directors have approved the Stage One PFS, with commencement of the Mt. Carrington Definitive Feasibility Study (DFS) to follow, subject to funding.

The compilation of the PFS included detailed economic analysis and further technical work building on previous studies which determined that the best "go-forward" case was a gold first initial stage capitalising on the existing pre-stripped gold pits, tailings dam

Development Studies (continued)

and process water facilities with minimal capital expenditure to commence full rate production, based on a 1 mtpa process plant and 35,000 ounces of gold p.a. for the initial 4 ½ year mine plan.

The silver dominant Mineral Resource, containing some 8.3M ounces in the Indicated category (***refer ASX announcements 13 February 2012 & 20 November 2013***) is the subject of further mineralogy studies, metallurgical test work and concentrate sales discussions. Mining of these silver resources constitutes Stage Two of the Mt Carrington project.

The PFS confirms Mt Carrington as a viable and relatively fast start, modest capex and opex project that is technically sound and economically viable, generating over A$36 million in undiscounted cash-flow over its initial stage 4 ½ year life. The forecast capital cost of A$35.7 million including a A$4 million contingency makes a modest capex start-up gold project. With this in place, the Stage Two silver phase will benefit from the already installed processing plant and associated infrastructure paid for by the Gold First stage of the project. This will further extend the life of the mine and further enhance the Project's financial metrics.

All technical analysis was done using a US$1,275/ounce gold price and a foreign exchange rate of AUD:USD 0.75 (A$1,700/oz).

As a key outcome from the PFS, WRM declared a maiden Ore Reserve in accordance with the JORC Code (2012) for the Mt Carrington Gold First project of 3.47 million tonnes of ore at a grade of 1.4 g/t gold containing 159,000 ounces of gold. Whilst this Stage One mine plan is small as a stand-alone project, its economic returns and payback period are viable, with free cashflow in excess of A$36 million generated and a payback period of 22 months. Stage Two of the project will potentially increase the overall scale of the mine and project economics, with minimal capital requirements.

Based on the results of the PFS, the WRM Board approved the commencement of the Definitive Feasibility Study (DFS), subject to funding.

The PFS was compiled using a number of well-credentialed, independent and reputable consultants and engineering companies across Australia along with White Rock Minerals' personnel.

Mineral Resources

White Rock published an updated Mineral Resource estimate for the Mt Carrington project in October 2017 (refer ASX Announcement 9 October 2017). The Resource contains 341,000 oz gold and 23.2M oz silver in the Indicated and Inferred categories. The Mineral Resource is contained within 8 mineral deposits located on granted Mining Leases and Exploration Licences at Mt Carrington, as presented on Figure 2, and summarised in Table 1.

MT CARRINGTON MINERAL RESOURCES						
Gold Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Indicated	Strauss	2,070,000	1.5	103,000	1.7	115,000
	Kylo	2,010,000	1.3	85,000	1.4	92,000
	Sub-Total	**4,080,000**	**1.4**	**188,000**	**1.6**	**207,000**
Inferred	Strauss	380,000	1.7	21,000	2.4	30,000
	Kylo	30,000	1.1	1,000	1.5	2,000
	Sub-Total	**410,000**	**1.7**	**22,000**	**2.3**	**31,000**

The Strauss and Kylo Mineral Resource was prepared and reported in accordance with the JORC Code (2012) at a 0.5g/t Au cut-off (refer ASX Announcement 9 October 2017). All material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

MT CARRINGTON MINERAL RESOURCES						
Gold Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Inferred	Red Rock	1,630,000	1.0	54,000	3.5	182,000
	Guy Bell	160,000	2.5	13,000	4.9	24,000
	Sub-Total	**1,790,000**	**1.2**	**67,000**	**3.6**	**206,000**
Silver Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Indicated	Lady Hampden	1,840,000	0.6	37,000	69	4,056,000
	White Rock	1,710,000			77	4,214,000
	Sub-Total	**3,540,000**	**0.3**	**37,000**	**73**	**8,270,000**
Inferred	Lady Hampden	2,470,000	0.3	27,000	51	4,023,000
	White Rock	2,660,000			47	3,978,000
	White Rock North	3,180,000			52	5,314,000
	Silver King	640,000			59	1,218,000
	Sub-Total	**8,950,000**	**0.1**	**27,000**	**51**	**14,533,000**

Gold dominant Mineral Resources have been estimated using a cut-off of 0.5g/t Au except Red Rock, which uses a cut-off of 0.7g/t Au. All silver dominant Mineral Resources have been estimated using a cut-off of 25g/t Ag. The Red Rock, Guy Bell, Lady Hampden, White Rock, White Rock North and Silver King Mineral Resource was prepared and reported in accordance with the JORC Code (2004) as per ASX Announcements by White Rock Minerals Ltd on 13 February 2012, 11 July 2013 and 20 November 2013, and the ASX Announcement by Rex Minerals Ltd on 10 December 2008. The Resources figures have not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

MT CARRINGTON COMBINED MINERAL RESOURCES			
Category	*Tonnes*	*Gold ounces*	*Silver ounces*
Indicated	***7,620,000***	***225,000***	***8,477,000***
Inferred	***11,150,000***	***116,000***	***14,770,000***
Total	**18,770,000**	**341,000**	**23,247,000**

Table 1: Mt Carrington Mineral Resource Estimate Summary June 2018.

For the year ended 30 June 2018

Environmental Management and Rehabilitation

White Rock maintains an environmental management program on the Mt Carrington mining leases. It is focused on structured rehabilitation of remnants of the 1980's mining venture on the main leases, and includes remediation works on the old ore pad, waste rock dumps, roads, stormwater drains and diversion channels.

The primary focus is the management of water contained in the tailings dam and the prevention of overflow of untreated water into the natural drainage systems in the district. To meet this objective, a waste water treatment plant was commissioned in November 2010 to facilitate treatment of the tailings dam water. In 2014 a sprinkler system was installed to assist in evaporation of water from the storage facility, supplementing the existing water treatment process. The sprinkler system was further upgraded in late 2015. During 2017, the reverse osmosis water treatment plant was re-commissioned to complement the expanded water sprinkler evaporation system, providing a more reliable water management and discharge process.

When required, the treatment plant allows for release of the treated water into the local drainage system at a rate of 500,000 litres per day. The water quality is monitored and independently analysed off site. Treated water is of significantly better quality than the benchmark determined by the Australian and New Zealand Environment Conservation Council. Compliance water sampling is undertaken on a monthly basis for 21 catchment sites in the Drake district.

Red Mountain Zinc-Silver Project, Alaska, USA

Background

The Red Mountain Project is located in central Alaska (Figure 3), 100km south of Fairbanks, in the Bonnifield Mining District. The tenement package comprises 230 mining claims over a total area of ~143km², covering the known Dry Creek and West Tundra Flats volcanogenic massive sulphide ("VMS") deposits.

VMS deposits typically occur as a cluster of deposits ("camps"). Typically, deposits are evenly spaced within a camp. Within almost all camps, deposit sizes are normally distributed. In mature camps this means one "giant" (> 40Mt of ore, 1.8Mt of total base metal: upper 10% of all VMS deposits), two large (>10Mt ore, 550,000 tonnes of base metals: upper 25% of all deposits) and 3-8 small (<3.3Mt ore, 150,000 tonnes of base metal, 50% of all deposits) deposits /occurrences. Typical VMS camps consist of 4-8 deposits, each spaced about 4 to 6 km apart.

The Red Mountain Project includes the Fosters, Discovery (together referred to as Dry Creek) and West Tundra Flats (WTF) deposits (Figure 4). These are the most prominent occurrences in the Bonnifield District and can be considered a single VMS camp.

At the Dry Creek deposit, two horizons containing massive sulphide mineralisation have been found. The Dry Creek North Horizon occurs near the upper part of the Mystic Creek and hosts the majority of mineralisation defined to date. The Dry Creek South Horizon occurs lower in the section. Both zones dip steeply north. The Dry Creek North Horizon can be traced for 4,500 metres. The central 1,400 metres (on the flanks of Red Mountain) host the Fosters and Discovery deposits.

At Discovery, mineralisation occurs as massive to semi-massive zinc-lead-silver rich sulphides within, and at the base of, an aphanitic, intensely quartz-sericite-pyrite altered, siliceous rock termed the "mottled meta-rhyolite". This mineralisation is commonly associated with overlying stringer and disseminated chalcopyrite-pyrite mineralisation. At Fosters, mineralisation is hosted by a distinctive brown pyritic mudstone unit in the hangingwall of and along strike from, the mottled meta-rhyolite.

The mineralisation comprises disseminations and wispy laminations of sulphides and zones of semi-massive to massive sulphides. Sulphides include pyrite, sphalerite, galena and chalcopyrite. Precious metals are typically enriched, especially in the footwall portion of the mineralization.

Mineralisation at Dry Creek pinches and swells along strike and down dip, as is typical of VMS deposits. True width intersections are up to 40 metres where there is evidence of growth faults, which typically act as feeders to the VMS system and can be important controls in localising thick ore accumulations. Identifying and targeting such growth faults along the VMS horizon will be an important part of exploration to expand and discover new deposits.

At the West Tundra Flats prospect the mineralized zone occurs at the base of a black chloritic schist unit that is at the base of the sedimentary Sheep Creek Member and at the very top of the metavolcanic Mystic Creek Member. Massive sulphide mineralisation is localised in a number of generally narrow exhalative units distinguished by semi-massive and massive sulphides including pyrite, sphalerite and galena. The massive sulphides are commonly rich in silver with erratic gold. The zone extends at least 1,000 metres northwest-southeast along strike and 1,600m down dip to the southwest. The horizon dips about 10° to the southwest, is 0.3 to 4.4 m thick and remains open down dip.

Previously, exploration on the Red Mountain project has comprised some 101 drill holes for 13,831m at Dry Creek and 26 drill holes for 5,349m at West Tundra Flats (ASX Announcement 15 February 2016).

Historical preliminary metallurgical test work on a composite sample of drill core intersections showed that the ore responded well to a traditional flotation scheme producing a bulk lead concentrate and a separate zinc concentrate with excellent metal recoveries. Zinc recoveries were in excess of 98% of the available zinc. Lead recoveries were approximately 75-80% of the available lead. Silver, copper and gold reported to the lead concentrate. Recoveries of these metals were in the range of 70% to 80%.

The zinc concentrate produced was of very high quality with grades ranging from 58% to 62%. Lead-copper concentrate produced by the test work contained approximately 33% lead, with dilution being primarily due to zinc. An evaluation of this concentrate indicated that the mineralogical makeup of the concentrate was simple and reagent optimization should be capable of upgrading this concentrate to

Background (continued)

approximately 50% lead. Results from analysis of the zinc concentrate showed low selenium content at <0.01% and typical cadmium values at 0.15%.

Access to the Red Mountain project is by a ~20 minute direct flight from Fairbanks via helicopter or single-engine fixed wing aircraft. Gravel roads extend to within 40 miles of the project area and winter trails can be used to supply freight to the area on a seasonal basis. Elevations range from 750 metres to 1,850 metres ASL over the claim area. The area has excellent infrastructure by Alaskan standards. The town of Healy is located 50 miles to the west on the Parks Highway and is home to a large 30 megawatt coal-fired power plant with rail transportation to ocean ports.

Mineral Resources

In April 2017 White Rock completed a maiden Mineral Resource estimate for the Red Mountain project (ASX Announcement 26 April 2017). Highlights of the Mineral Resource are:

- High grade Inferred Mineral Resource of 9.1 million tonnes @ 12.9% ZnEq[1] for 1.2Mt of contained zinc equivalent at a 3% Zn cut-off.
- Total Inferred Mineral Resource of 16.7 million tonnes @ 8.9% ZnEq for 1.5Mt of contained zinc equivalent at a 1% Zn cut-off for Dry Creek, 3% Zn cut-off for West Tundra Flats & 0.5% Cu cut-off for Dry Creek Cu Zone.
- Impressive base metal and precious metal content with 678,000t zinc, 286,000t lead, 53.5 million ounces silver and 352,000 ounces gold.
- This Mineral Resource places the Red Mountain Project in the top quartile of undeveloped high-grade VMS (zinc, silver, gold) deposits globally[2].
- Mineralisation commences at surface and is open down dip.

Table 2 - Red Mountain June 2018 Inferred Mineral Resource Estimate

Prospect	Cut-off	Tonnage	ZnEq[1]	Zn	Pb	Ag	Cu	Au	ZnEq[1]	Zn	Pb	Ag	Cu	Au
		Mt	%	%	%	g/t	%	g/t	kt	kt	kt	Moz	kt	koz
Dry Creek Main	1% Zn	9.7	5.3	2.7	1.0	41	0.2	0.4	514	262	98	12.7	15	123
West Tundra Flats	3% Zn	6.7	14.4	6.2	2.8	189	0.1	1.1	964	416	188	40.8	7	229
Dry Creek Cu Zone	0.5% Cu	0.3	3.5	0.2	0.04	4.4	1.4	0.1	10	0.5	0.1	0.04	4	1
Total		**16.7**	**8.9**	**4.1**	**1.7**	**99**	**0.2**	**0.7**	**1,488**	**678**	**286**	**53.5**	**26**	**352**

Table 3 - Red Mountain June 2018 Inferred Mineral Resource Estimate at a 3% Zn Cut-off (contained within Table 2, not additional)

Prospect	Cut-off	Tonnage	ZnEq[1]	Zn	Pb	Ag	Cu	Au	ZnEq[1]	Zn	Pb	Ag	Cu	Au
		Mt	%	%	%	g/t	%	g/t	kt	kt	kt	Moz	kt	koz
Dry Creek Main	3% Zn	2.4	8.7	4.7	1.9	69	0.2	0.4	211	115	46	5.3	5	32
West Tundra Flats	3% Zn	6.7	14.4	6.2	2.8	189	0.1	1.1	964	416	188	40.8	7	229
Total		**9.1**	**12.9**	**5.8**	**2.6**	**157**	**0.1**	**0.9**	**1,176**	**531**	**234**	**46.1**	**12**	**260**

[1] ZnEq = Zinc equivalent grades are estimated using long-term broker consensus estimates compiled by RFC Ambrian as at 20 March 2017 adjusted for recoveries from historical metallurgical testing work and calculated with the formula ZnEq =100 x [(Zn% x 2,206.7 x 0.9) + (Pb% x 1,922 x 0.75) + (Cu% x 6,274 x 0.70) + (Ag g/t x (19.68/31.1035) x 0.70) + (Au g/t x (1,227/31.1035) x 0.80)] / (2,206.7 x 0.9). White Rock is of the opinion that all elements included in the metal equivalent calculation have reasonable potential to be recovered and sold.

[2] Source: SNL, RFC Ambrian and company data.

Exploration

Red Mountain is a globally significant advanced VMS exploration project[2] centred on an established VMS district in Alaska where there are already two significant zinc-silver-lead-gold-copper deposits identified (Dry Creek and West Tundra Flats) providing White Rock with a Resource base of **16.7Mt at 8.9% ZnEq[1]** including a high-grade component of **9.1Mt @ 12.9% ZnEq[1]**. Following a review of the potential of the Bonnifield Mining District by recognised experts in their field, White Rock established a strategic land package of 230 mining claims over a total area of 143km², where 30 conductivity targets (Figure 4) with similar signatures to the Dry Creek and West Tundra Flats deposits have been identified (ASX Announcement 13 September 2016).

On the back of desktop studies completed during 2016 and 2017, which established the quality of the Resource base at the two deposits and the overall potential for exploration White Rock initiated its first ever full season of field activities in 2018 at this project. The exploration program was planned to aggressively test, expand and discover additional new mineralisation to build the Red Mountain project into a world class zinc – silver - lead – gold VMS camp.

The 2018 exploration program included:

- A targeted diamond drilling program aimed at in-fill and expanding the current globally significant high-grade zinc VMS maiden Resource,
- On-ground orientation electromagnetic (EM) geophysics and geochemistry exploration across the two already identified deposits,
- The regional application of the best geophysics and geochemistry exploration tools determined from the on-ground orientation work, and
- A follow-up diamond drilling program on the best of the more than 30 already identified exploration targets.

All facets of the exploration program commenced during May and June of the reporting period and have continued through to September 2018 when the field season closes due to freezing conditions associated with winter in the Alaska Range. A camp was established in early May with the capacity for up to 25 persons. Field activities have included simultaneous diamond drilling, ground CSAMT geophysics, downhole electromagnetics, geological reconnaissance mapping and surface geochemical sampling programs. Details are provided in the sections below.

Drilling Campaign

Through to the end of June 2018, the first nine drill holes were completed for 1,639 metres of diamond drilling. Two drill holes (WT18-27 to 29) were completed at the West Tundra deposit and six drill holes (DC18-76 to 81) were completed at the Dry Creek deposit. A seventh drill hole (DC18-82) was in progress at the end of the reporting year. Drilling progress updates including significant assay results for drill holes completed during the reporting period were provided in the ASX Announcements dated 5 June 2018, 18 June 2018, 20 June 2018 and 4 July 2018. A summary of significant drilling is provided below.

1. Dry Creek Deposit – Fosters Lens

At the Dry Creek deposit the first drill hole (DC18-76) at the Fosters zone targeted an infill position in the upper portion of the Resource and intersected a zone of massive to semi-massive sulphide with coarse sphalerite (zinc) and galena (lead) (refer core photographs ASX Announcement 5 June 2018). Assay results include **8.9m @ 6.5% zinc, 2.7% lead, 124g/t silver, 0.7g/t gold and 0.2% copper for 12.7% zinc equivalent[1] from 63.9m**. This hole was some 20 metres from the nearest holes (DC97-33 and DC98-39) and is in line with these and other surrounding drill intersections.

Drill hole DC18-77 was the first drill hole to test the down plunge extension of mineralisation at the Fosters lens. DC18-77 intersected two zones of semi-massive sulphide mineralisation. The lower zone returned good zinc, lead and gold grades, and exceptional silver mineralisation. Assay results included **4.3m @ 4.8% zinc, 2.3% lead, 1,435g/t silver, 2.2g/t gold and 0.5% copper for 43.2% zinc equivalent[1]**, with the silver mineralisation being significantly high grade. Mineralisation remains open down dip and along strike from DC18-77 (Figure 6).

Drill hole DC18-79, which targeted a down-dip extension of the Discovery lens, also intersected an eastern extension to the Fosters East lens in the upper portion of the drill hole. Assays results include **6.2m @ 6.4% zinc, 3.4% lead, 233g/t silver, 1.8g/t gold and 0.2% copper for 17.2% zinc equivalent[1] from 165.4m**. Mineralisation remains open down dip.

2. Dry Creek Deposit – Discovery Lens

At Dry Creek, the first drill hole (DC18-79) at the Discovery zone targeted the down-dip extension of the Resource. Drilling intersected massive sulphide mineralisation with abundant sphalerite, pyrite and galena (refer core photographs ASX Announcement 20th June 2018). Assay results include **4.7m @ 19.5% zinc, 7.8% lead, 466g/t silver, 6.9g/t gold and 1.5% copper for 49.7% zinc equivalent[1] (DC18-79) from 231.1m including 1.6m @ 18.5g/t gold** (Figure 6). This Discovery lens hole (DC18-79) intersection is the best result of all the historic holes drilled into the Discovery lens. Significantly this interval includes high grade gold, with individual assays up to 0.9m @ 25.4g/t gold. This hole was some 60 metres from the nearest hole (DC97-26) and mineralisation remains open down dip.

[2] Refer ASX Announcement dated 26 September 2017 "*White Rock Minerals Independent Research Report"*.

Exploration (continued)

3. West Tundra Deposit

At West Tundra the second drill hole (WT18-28) targeted an infill position in the centre of the Resource and intersected a zone of massive to semi-massive sulphide with visible sphalerite and galena (refer core photographs ASX Announcement 5th June 2018). Assay results include **3.5m @ 15.1% zinc, 6.7% lead, 518g/t silver, 2.1g/t gold and 0.2% copper for 35.2% zinc equivalent[1] from 60.6m**, which is the best grade-thickness intersection for any drilling at West Tundra. This hole was some 75 metres from the nearest drill hole (WTF82-05).

Geological Reconnaissance and Surface Geochemical Sampling

Leading into the 2018 field season, White Rock identified a number of high priority VMS targets outside the known high-grade zinc – silver – lead – gold VMS deposits at Dry Creek and West Tundra (refer ASX Announcement 13 September 2016 "*White Rock identifies multiple zinc-silver VMS targets").* These high priority VMS targets are conductors located within zones of anomalous surface geochemistry that are indicative of proximal VMS mineralisation.

The VMS targets were identified utilising an assessment done by Dr Jim Franklin, a recognised global VMS expert, of existing surface geochemical data, in conjunction with a detailed interpretation by Condor Consulting, Inc. ("Condor"), recognised experts in the field of airborne electromagnetics ("EM"), of an existing EM and magnetics survey.

Both Dr Franklin and Condor were able to use the known deposits at Dry Creek and West Tundra Flats to calibrate their assessment of the regional data. The resulting geochemistry assessment prioritised the Dry Creek West, ReRun, West Tundra, Rod, Smog and Glacier target areas as highly prospective for additional VMS deposits (Figure 4), and Condor identified a number of high priority conductors as having the potential of being caused by massive sulphide mineralisation (Figure 5). The highest priority conductors are located within the geochemical target areas, some of which are coincident with strong base metal and precious metal anomalies from historic sampling (Conductors 1 to 30).

At the end of the reporting period field crews had commenced their field assessment at the highest priority targets with the intention of undertaking mapping and surface sampling prior to selecting targets for follow-up drill testing throughout the remainder of the 2018 campaign. Field crews were completing reconnaissance of the target areas identified by Dr Franklin as highly prospective for additional VMS deposits (Figure 4) with specific attention paid to the high priority conductivity targets identified by the Condor work (Figure 5), as well as the associated proximal soil geochemical anomalies from previous work. Reconnaissance is completed in unison with geochemical sampling utilising a portable XRF unit to assist in the rapid acquisition of data and follow up of new targets in a timeframe that allows drilling of several new targets during the current 2018 field season.

Geophysics

A key part of the field program is the application of modern-day ground geophysics techniques for the first time on this project, particularly a range of surface and downhole electrical techniques to assist in identifying possible targets for subsequent drill holes that will test for high grade massive sulphide mineralisation both as extensions to the known deposits at Dry Creek and West Tundra Flats and also some of the 30 already identified exploration targets identified from historic shallow EM and historic surface geochemistry.

Zonge International, Inc., one of the world's leading geophysical contractors, commenced ground geophysics surveys at the Red Mountain project during June 2018. Initial orientation work confirmed that the Dry Creek massive sulphide mineralisation is coincident with strong conductivity anomalies that are identified using both the CSAMT geophysics exploration tool (Figure 7) and time domain electromagnetics geophysics ("EM"). The successful orientation work allowed White Rock to progress with confidence in applying the more rapid acquisition of CSAMT data across priority target areas.

Figure 7 highlights the coincidence of the CSAMT conductivity anomaly with massive sulphide mineralisation intersected in historic drill holes at the Discovery lens. Drill hole DC18-79 intersected the massive sulphide zone of abundant sphalerite and galena in the core of the CSAMT anomaly. The coincidence of conductivity and massive sulphide mineralisation rich in sphalerite provides confidence in applying the CSAMT technique to define other targets for drill testing in new prospective areas prioritised by favourable geological observations and anomalous surface geochemistry.

The successful orientation work has allowed White Rock to progress with confidence in applying the more rapid acquisition of CSAMT data across priority target areas immediately along strike of the Dry Creek and West Tundra deposits. The CSAMT tool is proving to be highly effective in mapping geology in addition to assisting the prioritisation of targets through the integration of geological, geochemical and CSAMT data ahead of drilling a number of new targets subsequent to the reporting period.

Competent Persons Report

No New Information or Data

This announcement contains references to exploration results and Mineral Resource estimates, all of which have been cross-referenced to previous market announcements by the Company. The Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcements and in the case of estimates of Mineral Resources, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

White Rock Minerals Ltd

Tenement schedule

For the year ended 30 June 2018

Country/State	Project	Tenement ID	Area
Australia/NSW	Mt Carrington	EL6273, MPL24, MPL256, MPL259, SL409, SL471, SL492, ML1147, ML1148, ML1149, ML1150, ML1200, MPL1345, ML5444, GL5477, GL5478, ML5883, ML6004, ML6006, ML6242, ML6291, ML6295, ML6335	183km²
USA/Alaska	Red Mountain	ADL611355, ADL611356, ADL611362, ADL611364, ADL611366, ADL611371, ADL621625-621738 (114), ADL721002-721010 (9), ADL721029-721038 (10), ADL721533-721615(83), ADL721624, ADL721625, ADL623325-623330 (6)	143km²

Table 4 Tenements schedule

The Mt Carrington Project comprises 22 Mining Leases and one Exploration Licence. All tenements are held 100% by White Rock (MTC) Pty Ltd, a wholly owned subsidiary of White Rock Minerals Ltd. No farm-in or farm-out agreements are applicable.

The Red Mountain Project comprised 230 Mining Claims. All tenements are held 100% by White Rock (RM) Inc., a wholly owned subsidiary of White Rock Minerals Ltd. The Red Mountain Project is subject to an Option for Earn-in and Joint Venture Agreement with Sandfire Resources NL (refer ASX Announcement 10 July 2018).

White Rock Minerals Ltd
Directors' report
For the year ended 30 June 2018

The Directors present their report together with the financial statements of White Rock Minerals Ltd ("the Company") and its subsidiaries (the "Group" or "White Rock"), for the financial year ended 30 June 2018 and the Independent Auditors' Report thereon.

1. Board of Directors

The Board has five members, three of whom are independent non-executive directors. The non-executive directors are considered to be independent of management and free from any business relationship or other circumstance that could materially interfere with the exercise of objective, unfettered or independent judgement. Further information on the process for assessing independence is included in the Board Charter on the Company's website.

The Board considers that a diversity of skills, backgrounds, knowledge and experience is required in order to effectively govern the business. The Board actively works to ensure that executive and non-executive directors continue to have the right balance of skills, experience, independence and Company knowledge necessary to discharge their responsibilities in accordance with the highest standards of governance. Non-executive directors contribute operational experience; understanding of the sectors in which we operate; knowledge of world capital markets; and an understanding of the health, safety, environmental and community challenges that we face. The Board members work together as a whole to oversee strategy for the Group and to monitor pursuit of the corporate objective. In addition, the Board has direct access to members of senior management.

The Directors of the Company at any time during or since the end of the financial year are:

Name, qualifications and independence status	Experience, special responsibilities and other directorships
Mr Brian Phillips **Independent Chairperson** AWASM-Mining, C Eng, FAusIMM	Mr Phillips is a mining engineer with extensive corporate and operating experience in the mining industry in Australia and overseas. Mr Phillips has been a Director since incorporation in 2010 and is a member of the Audit Committee. He is the non-executive chairman of Panoramic Resources Limited.
Mr Matthew Gill **Managing Director and Chief Executive Officer** B.E (Hons, Mining), M Eng Sc, FAusIMM, GAICD	Matthew Gill is a mining engineer with over 35 years' experience. He has a strong technical, operational and executive management background; having worked as an underground miner, mine planning engineer, supervisor, general manager and managing director in Australia, Papua New Guinea, India, Ghana and Bolivia. He holds three First Class Metalliferous Mine Manager's Certificates of Competency and has been instrumental in the successful development of three gold mines (Porgera, Beaconsfield and Ballarat). He is a three-time winner of the Australian Mine Manager of the Year Award and received the AusIMM Leadership Award in 2008. Previously, Group Chief Operating Officer for Singapore-listed LionGold Corp, he has also worked for Castlemaine Goldfields, Rio Tinto, WMC, Placer Pacific and Renison Goldfields. Mr Gill has held the role of Chief Executive Officer from 29 March 2016 and on 1 August 2016 was appointed as Managing Director. He is a non-executive director of AuStar Gold Ltd.
Mr Peter Lester **Independent Non-Executive Director** B.E (Mining), MAusIMM, MAICD	Mr Lester has over 40 years' experience in the mining industry and has held senior executive positions with North Ltd, Newcrest Mining Limited, Oxiana Limited, Doray Minerals Limited and Citadel Resource Group Limited. Mr Lester's experience covers operations, project and business development and general corporate activities. Mr Lester is a non-executive director of Nord Gold NV and Millenium Minerals Limited. Mr Lester joined the Board of White Rock Minerals Ltd on 12 April 2013 and is currently Chairperson of the Audit Committee. Mr Lester was formerly a non-executive director of Castlemaine Goldfields Ltd, Chesser Resources Limited, and Toro Energy Ltd and chairman of Kidman Resources Limited.
Mr Ian Smith **Independent Non-Executive Director** B.E (Hons, Mining), B.F. (Admin), FIEAust, FAusIMM, MAICD	Mr Smith has more than 40 years' experience in the mining and services sector and has held some of the most senior positions in the Australian resources industry. Most recently he was MD and CEO of Orica. Prior to that, Mr Smith was MD and CEO of Newcrest for five years, growing the business to become Australia's biggest, and globally one of the largest gold mining companies, with responsibility for 16,000 employees and ten mines spread across four countries. Mr Smith has technical, operational, financial and strategic expertise, having also held senior and executive positions with Rio Tinto, WMC, Pasminco and CRA. He has represented the mining industry at the highest levels in Australia, being a past president of the Australian Mines & Metals Association and a past chairman of the Minerals Council of Australia. Mr Smith was appointed to the White Rock board on 3 February 2017.

Name, qualifications and independence status	Experience, special responsibilities and other directorships
Mr Jeremy Gray **Non-Independent Non-Executive Director** B.C (Hons, Finance)	Mr Gray has more than 24 years in mining investment including appointments as the Global Head of Basic Materials at Standard Chartered Bank Plc, Head of Metals and Mining Research at Morgan Stanley in London and the Head of Mining Research at Credit Suisse in London. Mr. Gray serves as a Director of Chancery Asset Management, Singapore. Mr. Gray has been a Non-Executive Director of Axiom Mining Limited since July 2015 and is currently the Managing Director of ASX listed gold miner Orinoco Gold Ltd. Mr Gray was appointed to the White Rock board on 5 May 2017.

2. Company Secretary

Mr Shane Turner commenced as Company Secretary in August 2015. Mr Turner is a Chartered Accountant with over 30 years' experience. He has extensive experience in Business Advisory, Initial Public Offerings, ongoing compliance and Corporate Governance. Mr. Turner is employed by RSM Australia and is a non-executive director and company secretary of MRG Metals Ltd.

3. Directors' meetings

The number of Directors' meetings (including meetings of committees of Directors) and number of meetings attended by each of the Directors of the Company during the financial year are:

Director	Board Meetings		Audit Committee Meetings	
	A	**B**	**A**	**B**
Mr Brian Phillips	6	6	3	3
Mr Matthew Gill[1]	6	6	3	3
Mr Peter Lester	6	6	3	3
Mr Ian Smith[1]	6	6	3	3
Mr Jeremy Gray[1]	6	6	3	3

A – Number of meetings attended

B – Number of meetings held during the year whilst the Director held office.

1. Mr Gill, Mr Smith and Mr Gray were not members of the Audit Committee. However, they were invited to and attended meetings as appropriate.

4. Corporate governance statement

White Rock Minerals Ltd ("White Rock") has adopted comprehensive systems of control and accountability as the basis for the administration of corporate governance. The Board is committed to administering the policies and procedures openly and with integrity, pursuing the true spirit of corporate governance commensurate with White Rock's needs. To the extent they are applicable, White Rock has adopted the Corporate Governance Principles and Recommendations as published by ASX Corporate Governance Council. As White Rock's activities develop in size, nature and scope, the size of the Board and implementation of additional corporate governance structures will be given further consideration.

4. Corporate governance statement (continued)

Consistent with ASX Listing Rule requirements, these Corporate Governance Principles are available on White Rock's website under a clearly marked Corporate Governance section that can be accessed at the following address:
http://www.whiterockminerals.com.au/corporate/corporate-governance/

The corporate governance statement as published at the above address is current as at 30 June 2018 and has been approved by the Board of Directors.

White Rock has a policy concerning trading in its shares by Directors and other designated persons, a copy of that Trading Policy is available on White Rock's website.

5. Principal activities

The principal activity of the Group during the course of the financial year was minerals exploration and evaluation in Australia and the United States of America. There were no significant changes in the nature of the Group's principal activities during the year.

6. Operating and financial review

The statement of comprehensive income shows a loss after tax of $2,712,281 (2017 loss: $3,230,784) for the year. The loss was mainly due to work on the Mount Carrington project. With no change in the valuation of the Mount Carrington project for accounting purposes, an impairment write down of $926,797 was recognised. As at 30 June 2018 the Group had a cash position of $1,980,321 (2017: $3,289,929). During 2016 the Group acquired Atlas Resources Pty Ltd (Atlas) by way of the issue of shares and options and in turn, exercised the option held by Atlas to acquire the Red Mountain project by way of cash payments. The option exercise resulted in the assumption of liabilities for future cash payments as well as obligations to perform future exploration activities. The amounts outstanding at 30 June 2018 totalled $1,089,886 (2017: $2,221,604) and will become due over the period to 2021. The obligation to perform future exploration was met in full during the 2018 year due to the significant exploration carried out at the Red Mountain project. The Group has no bank debt. Additional information as to the review of business activities, likely developments for financial year 2018 and environmental regulation and management are included in the Introduction, Letter from the Chairman and Managing Director, Review of operations and Exploration projects sections which form part of the Directors report and are included earlier within the Annual Report.

7. Risks to Company Strategy

Economic risks
General economic conditions, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities. If activities cannot be funded, there is a risk that planned activities may have to be reduced and tenements may have to be surrendered or not renewed. Furthermore, share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by many factors such as (a) general economic outlook; (b) interest rates and inflation rates; (c) currency fluctuations; (d) changes in investor sentiment toward particular market sectors; (e) the demand for, and supply of, capital; (f) terrorism or other hostilities; and (g) government fiscal, monetary and regulatory policies.

Tenement title
Interests in tenements in Australia and the United States of America (USA) are governed by Federal and State legislation and are evidenced by the granting of licences or leases. Each licence or lease is for a specific term and carries with it annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Company could lose title to or its interest in tenements if licence conditions are not met or if insufficient funds are available to meet expenditure commitments as and when they arise.

Further, mining and exploration tenements are subject to periodic renewal. There is no guarantee that current or future tenement renewals will be approved. Renewal of the term of a granted tenement is at the discretion of the relevant government authority. Renewal conditions may include increased expenditure or work commitments or compulsory relinquishment of the areas comprising the Company's projects. The imposition of new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the Company.

Market conditions
The market price of the shares in the Company can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular. Neither the Company nor the Directors warrant the future performance of the Company or any return on an investment in the Company.

7. Risks to Company Strategy (continued)

Environmental risks

The operations and proposed activities of the Company are subject to Australian and USA State and Federal laws and regulations concerning the environment. As with most exploration projects and mining operations, the Company's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds.

It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws, in order to minimise damage to the environment and risk of liability. Nevertheless, there are certain risks inherent in the Company's activities which could subject the Company to extensive liability.

Native title

At Mt Carrington, the Company is aware of a registered native title claim over the area of its tenements which may materially affect its future operations or performance. No guarantee can be given that this native title claim (nor any native title rights over areas in which the Company may in future acquire an interest) will not affect the Company.

Political risk, commodity price volatility and exchange rates risks

In the event that the Company establishes a mining operation, the revenue it will derive through the sale of commodities exposes the potential income of the Company to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for gold, silver, zinc, lead or copper, technological advancements, forward selling activities and other macro-economic factors. Furthermore, prices of various commodities are denominated in United States dollars, whereas certain income and expenditure of the Company is and will be taken into account in Australian currency, exposing the Company to the fluctuations and volatility of the rate of exchange between the United States dollar and the Australian dollar, as determined by international markets.

Upgrading Resource Categories and Conversion of Resources to Reserves

Reserve and Resource estimates are expressions of judgment based on knowledge, experience and industry practice. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, Resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate.

8. Significant changes in the state of affairs

During the reporting year the Company raised $3.5M (before costs). This included a Placement and an Entitlement Issue totalling $5.2M, with the shortfall of the Entitlement Issue being placed after year end.

In December 2017, White Rock announced a positive Pre-Feasibility Study on Mt Carrington with a focus on Stage One Gold First.

In May 2018, White Rock commenced drilling at Red Mountain.

In the opinion of the Directors there were no further significant changes in the state of affairs of the Group during the year ended 30 June 2018.

9. Dividends paid or recommended

The Directors do not recommend the payment of a dividend and no amount has been declared or paid by way of a dividend to the date of this report.

10. Events subsequent to reporting date

Sandfire strategic relationship and funding arrangement

On 10 July 2018 the Group announced that it had entered into a strategic relationship with Sandfire Resources NL (ASX:SFR) ("Sandfire"). Under the agreement the Company raised $2,500,000 through issuance of 208,333,334 shares and 104,166,667 options. The shares were issued at a price of $0.012 (1.2 cents) and the options have an exercise price of A$0.02 (2 cents) and expire 3 years from the date of the agreement. In addition, the Company granted Sandfire an option which may be exercised prior to 31 December 2018 to:

- earn an interest of 51% in the Red Mountain project by spending a minimum of $6,000,000 within twelve months of exercising its option to earn in and a further minimum of $14,000,000 over the following three years;
- earn a 70% interest in the Red Mountain project by undertaking the activities required to achieve a 51% interest and spending a further $10,000,000 and completing a pre-feasibility study over a further two years;
- earn an 80% interest in the Red Mountain project by undertaking the activities required to achieve a 70% interest and sole funding completion of a definitive feasibility study if White Rock elects not to contribute;
- earn a 90% interest in the Red Mountain project by undertaking the activities required to achieve an 80% interest and sole funding development if White Rock elects not to contribute.

If Sandfire elects to exercise its option, the Group will be entitled to continue to manage the Red Mountain project at least in the first year and Sandfire will pay to the Group a management fee of 10% of the Red Mountain project expenditure.

Further, it was announced on 22 August 2018 that the Company had obtained funding of $1,000,000 from Sandfire which, if Sandfire elect to earn into the Red Mountain project would be set off against the earn-in JV expenditure requirement of year one. In the event Sandfire does not exercise its option to earn in to the Red mountain project:

- the first $500,000 is required to be settled by White Rock issuing 41,666,666 shares;
- the second $500,000 will be settled by White Rock issuing the higher of 41,666,666 shares or the equivalent number of shares to the value of $500,000 based on the 30 day Volume Weighted Average Share Price (VWAP) at the relevant time. In the event shareholder approval for issuance of the additional shares is not obtained the amount will be required to be repaid in cash by 30 November 2019 and will accrue interest from 28 February 2019 at a rate of 5% per annum.

Completion of shortfall of Rights Issue

On 19 July 2018 the Company announced that it had completed the issue and allotment of 171,386,123 new fully paid ordinary shares in White Rock and 85,693,062 new unlisted options exercisable at $0.02 and expiring 26 March 2021 as completion of the Rights Issue announced on 21 March 2018. The issue raised $1,713,861 before costs.

Other than the events described above, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material or 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.

11. Likely developments

Likely developments are the continued minerals exploration on the tenements owned or controlled by the Group.

The Group's goals for 2018 are included in the Introduction, Letter from the Chairman and Managing Director, Review of operations and Exploration projects sections which form part of the Directors report and are included earlier within the Annual Report.

12. Directors' interests

The relevant interest of each Director in the shares or options over such instruments issued by the companies within the Group and other related bodies corporate, at the date of this report is as follows:

	White Rock Minerals Limited	
	Ordinary shares	Options over ordinary shares
Mr Brian Phillips	5,333,334	666,667
Mr Matthew Gill	4,444,444	9,255,556
Mr Peter Lester	5,093,540	636,693
Mr Ian Smith	8,888,890	1,111,112
Mr Jeremy Gray	-	-

13. Share options

13.1 Options granted to Directors and Officers of the Company

The Company granted options during the financial year to the Managing Director and CEO and the Exploration Manager as part of their remuneration. In addition, the Directors, with the exception of Jeremy Gray, received options associated with participation in the rights issue.

13.2 Unissued shares under option to Directors and Officers of the Company

At the date of this report unissued ordinary shares to Directors and Officers of the Company under option are:

Expiry date	Exercise price	Number of shares
30 March 2019(1)	$0.045	500,000
30 September 2018(1)	$0.025	1,400,000
30 September 2019(1)	$0.030	1,400,000
30 September 2020(1)	$0.035	1,400,000
5 June 2020(1)	$0.020	1,500,000
31 May 2021(1)	$0.020	1,500,000
31 May 2022(1)	$0.020	1,500,000
28 February 2021(1)	$0.020	1,200,000
28 February 2022(1)	$0.022	1,200,000
28 February 2023(1)	$0.024	1,200,000
26 March 2021	$0.020	3,247,881
Total		**16,047,881**

(1)All options expire on the expiry date and will lapse if they are not exercised within 60 days of departure of the holder from the Company unless the Board exercises its discretion to permit the options to remain on foot until the expiry date. The Board retains the right to vary these conditions at its discretion.

13.3 Shares issued on exercise of options

During or since the end of the financial year the Company has not issued any ordinary shares as a result of the exercise of options by Directors or Officers of the Company.

14. Indemnification and insurance of Officers

The Company provides insurance to cover legal liability and expenses for the Directors and Executive Officers of the Company. The Directors and Officers Liability Insurance provides cover against all costs and expenses that may be incurred in defending civil or criminal proceedings that fall within the scope of the indemnity and that may be brought against the Officers in their capacity as Officers. Disclosure of the nature of the liability cover and the amount of the premium is subject to a confidentiality clause under the insurance policy.

The Company has entered into an agreement with the Directors and certain Officers to indemnify these individuals against any claims and related expenses, which arise as a result of their work in their respective capacities.

The Company has not provided any insurance or indemnity for the auditor of the Company.

15. Non-audit services

During the current and comparative years KPMG, the Group's auditor did not undertake any other services in addition to the audit and review of the financial statements.

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

KPMG Australia	2018 $	2017 $
Audit and review of financial statements	34,000	32,500
Other services	-	-

16. Remuneration Report – audited

The following were key management personnel (KMP) of the Group at any time during the reporting period and unless otherwise indicated were key management personnel for the entire period.

Name	Position held	Appointment/Resignation detail
Non-Executive Directors		
Mr Brian Phillips	Chairperson	Appointed 26 March 2010
Mr Peter Lester	Non-executive Director	Appointed 12 April 2013
Mr Ian Smith	Non-executive Director	Appointed 3 February 2017
Mr Jeremy Gray	Non-executive Director	Appointed 5 May 2017
Executives		
Mr Rohan Worland	Exploration Manager	Appointed 1 February 2016
Mr Matthew Gill	Managing Director Chief Executive Officer Chief Operating Officer	Appointed 1 August 2016 Appointed 29 March 2016 Appointed 25 May 2015

16.1 Principles of compensation

Remuneration is referred to as compensation throughout this report. Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Company and the Group, including Directors of the Company and Executives. Key management personnel comprise the Directors of the Company and Executives of the Group that are named in this report.

Compensation levels for key management personnel of the Group are competitively set to attract and retain appropriately qualified and experienced Directors and Executives. Compensation levels for the 2018 financial year were determined by considering the number of employees, market capitalisation and Company's financial position. Compensation is also set having regard to remuneration of Directors and Executives in other ASX listed exploration companies.

The compensation structures are designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders. Compensation packages include a mix of fixed and variable compensation and short-term and long-term performance-based incentives.

16.1.1 Fixed compensation

Fixed compensation consists of base compensation as well as leave entitlements and employer contributions to defined contribution superannuation funds. Compensation levels are reviewed annually by the Board through a process that considers individual and overall performance and financial position of the Group.

16.1.2 Performance linked compensation

Performance linked compensation includes both short-term and long-term incentives and is designed to reward key management personnel for meeting or exceeding their financial and personal objectives.

16.1.3 Short-term incentive bonus

The short-term incentive (STI) is a discretionary bonus provided in the form of cash, which is determined based on an assessment of key performance indicators, including share price performance, business growth, exploration success and safety, environment and community matters. Short term bonuses are at the discretion of the Board and subject to satisfactory cash reserves being available.

16. Remuneration Report – audited (continued)

16.1.4 Long-term incentive

The long-term incentive (LTI) is provided as options over ordinary shares of the Company. Due to the nature of the Company at this time the Board believes this is appropriate, having regard to the exercise price of options being set at a premium to the share price at the date of the grant and the need to retain senior executives. All options granted to the Managing Director and CEO and the Exploration Manager lapse if they are not exercised within 60 days of departure of the holder from the Company unless the Board exercises its discretion to permit the options to remain on foot after departure until the expiry date. The Board retains the right to vary the conditions associated with options granted under the LTI at its discretion.

16.1.5 Service agreements

Service agreements for executives are negotiated taking into consideration the funding position of the Group at the time of contract negotiations. The service agreements in place during the period for KMP executives included the following terms:

Exploration Manager – Independent contractor agreement, unlimited in term but capable of termination by either party on three months' notice.

Managing Director and Chief Executive Officer – Independent contractor agreement, unlimited in term but capable of termination by either party on three months' notice.

The employment contracts outline the components of compensation and contractor fees paid to the key management personnel but do not prescribe how compensation levels are modified. Compensation levels for ongoing contracts are reviewed each year to take into account cost-of-living changes, any change in the scope of the role performed by the executive and any changes required to meet the principles of the compensation policy. Compensation for short term independent contractor agreements are reviewed upon re-negotiation or extension to take into account these factors.

16.1.6 Non-Executive Directors

Total compensation for all Non-Executive Directors is not to exceed $300,000 per annum and is set with reference to fees paid to other Non-Executive Directors of comparable companies. Non-Executive Directors' base fees for the 2018 financial year were $30,000 per annum, whilst the Chairperson's base fee was $40,000. In addition, Non-Executive Directors are entitled to statutory superannuation benefits on base fees.

The Chairperson and Non-Executive Directors do not receive performance related remuneration. Directors' fees cover all main Board activities and membership of committees.

16.1.7 Services provided by remuneration consultants

During the current period, no services were provided by remuneration consultants in relation to remuneration of key management personnel.

16.1.8 Consequences for shareholder wealth

In considering the Group's performance and impacts for shareholder wealth, the Board has regard to the geological finds and the following measures in respect of the current and previous financial years.

	2018	2017	2016	2015	2014
Net profit/(loss) attributable to equity holders of the parent	$(2,712,281)	$(3,230,784)	$(1,701,358)	$(16,017,736)	$(1,211,903)
Closing share price at period end	$0.008	$0.015	$0.018	$0.023	$0.015
Closing cash balance	$1,980,321	$3,289,929	$258,846	$354,021	$1,880,285

16. Remuneration report - audited (continued)

16.2 Directors' and Executive's remuneration (Group)

Details of the nature and amount of each major element of remuneration for each Director of the Company, and other key management personnel of the Group are:

		Short term			Post-employment	Other long term benefits	Share based payments				
		Salary & fees $	STI cash bonus $ (B)	Total $	Super-annuation benefits $	$	Fair Value Options/Shares $ (A)	Termination Benefits	Total $	Proportion of remuneration performance related %	Value of options as a proportion of remuneration %
Non-Executive Directors											
Mr Brian Phillips (Chairperson)	2018	40,000	-	40,000	3,800	-	-	-	43,800	-	-
	2017	40,000	-	40,000	3,800	-	-	-	43,800	-	-
Mr Peter Lester	2018	30,000	-	30,000	2,850	-	-	-	32,850	-	-
	2017	30,000	-	30,000	2,850	-	-	-	32,850	-	-
Mr Ian Smith	2018	30,000	-	30,000	2,850	-	-	-	32,850	-	-
	2017	12,500	-	12,500	1,188	-	-	-	13,688	-	-
Mr Jeremy Gray	2018	30,000	-	30,000	2,850	-	-	-	32,850	-	-
	2017	4,619	-	4,619	237	-	-	-	4,856	-	-
Mr Geoffrey Lowe	2018	-	-	-	-	-	-	-	-	-	-
	2017	17,500	-	17,500	1,662	-	-	-	19,162	-	-
Executive Directors											
Mr Matthew Gill – Managing Director,	2018	365,700	-	365,700	28,500	-	31,570	-	425,770	7%	7%
Chief Executive Officer & Chief Operating Officer	2017	349,346	-	349,346	33,381	-	-	-	382,727	-	-
Executives											
Mr Rohan Worland – Exploration Manager	2018	204,518	-	204,518	19,404	-	8,887	-	232,809	4%	4%
	2017	192,717	-	192,717	16,983	-	-	-	209,700	-	-
Total	**2018**	**700,218**	**-**	**700,218**	**60,254**	**-**	**40,457**	**-**	**800,929**	**5%**	**5%**
	2017	646,682	-	646,682	60,101	-	-	-	706,783	-	-

16. Remuneration report - audited (continued)

Notes in relation to the table of Directors' and Executive's remuneration

A. The fair value of the unlisted options granted during the year ended 30 June 2018 were calculated at the date of grant using the binomial option pricing model. The fair value of options granted is allocated evenly from the grant date to the vesting date (when service condition is satisfied).

The following factors and assumptions were used in determining the fair value of options at grant date:

Grant Date	Option life	Fair value per option	Option Exercise price	Share price on grant date	Expected volatility	Risk free interest rate
28 November 2017	2.52 years	$0.0080	$0.020	$0.016	110%	2.140%
28 November 2017	3.50 years	$0.0090	$0.020	$0.016	110%	2.300%
28 November 2017	4.50 years	$0.0104	$0.020	$0.016	110%	2.355%
28 February 2018	3.00 years	$0.0056	$0.020	$0.012	105%	2.135%
28 February 2018	4.00 years	$0.0063	$0.022	$0.012	105%	2.280%
28 February 2018	5.00 years	$0.0071	$0.024	$0.012	105%	2.405%

B. The minimum value of the STI cash bonus is nil. The maximum value cannot be quantified as the STI cash bonus is at the Board's discretion. As no STI Cash bonus was issued during either the current or comparative year, no STI cash bonus is included as remuneration for any member of KMP. Accordingly, the percentage vested is nil and the portion forfeited is 100%.

16.3 Equity Instruments

All options refer to options over ordinary shares of White Rock Minerals Ltd, which are exercisable on a one-for-one basis.

16.3.1 Options over equity instruments granted as compensation

During 2018 the following options over ordinary shares in the Company were granted as compensation to each key management person. The options are subject to a service condition of continuity of employment until the vesting date.

	Number of options granted during the period	Grant date	Vesting date	Fair value per option at grant date	Exercise price per option	Expiry date	Number of options vested during the period
Non-Executive Directors							
	-	-	-	-	-	-	-
Executives							
Mr Matthew Gill	1,500,000	28/11/2017	28/11/2017	$0.0080	$0.020	05/06/2020	1,500,000
	1,500,000	28/11/2017	01/06/2018	$0.0090	$0.020	31/05/2021	1,500,000
	1,500,000	28/11/2017	01/06/2019	$0.0104	$0.020	31/05/2022	-
Mr Rohan Worland	1,200,000	28/02/2018	28/02/2018	$0.0056	$0.020	28/02/2021	1,200,000
	1,200,000	28/02/2018	28/02/2019	$0.0063	$0.022	28/02/2022	-
	1,200,000	28/02/2018	28/02/2020	$0.0071	$0.024	28/02/2023	-

16.3.2 Exercise of options granted as compensation

During the current or comparative reporting periods, there were no shares issued to key management personnel on the exercise of options previously granted as compensation.

16. Remuneration report - audited (continued)

16.3.3 Analysis of movements in options

The movement during the reporting period in the number of options over ordinary shares in the Company held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

2018	Note	Held at 1 July 2017 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensation	Vested during year	Held at 30 June 2018 (B)	Vested and exercisable at 30 June 2018 (B)(C)
Non-Executive Directors								
Mr Brian Phillips	(i)	-	-	666,667	-	-	666,667	666,667
Mr Peter Lester	(ii)	-	-	636,693	-	-	636,693	636,693
Mr Ian Smith	(iii)	-	-	1,111,112	-	-	1,111,112	1,111,112
Mr Jeremy Gray		-	-	-	-	-	-	-
Executives								
Mr Matthew Gill	(iv)	4,200,000	-	555,556	4,500,000	3,000,000	9,255,556	7,755,556
Mr Rohan Worland	(v)	1,583,334	1,083,334	277,853	3,600,000	1,200,000	4,377,853	1,977,853

2017	Note	Held at 1 July 2016 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensation	Vested during year	Held at 30 June 2017 (B)	Vested and exercisable at 30 June 2017 (B)(C)
Non-Executive Directors								
Mr Brian Phillips		-	-	-	-	-	-	-
Mr Geoffrey Lowe	(vi)	1,666,667	-	-	-	-	1,666,667	1,666,667
Mr Peter Lester		-	-	-	-	-	-	-
Mr Ian Smith		-	-	-	-	-	-	-
Mr Jeremy Gray		-	-	-	-	-	-	-
Executives								
Mr Matthew Gill		4,200,000	-	-	-	-	4,200,000	4,200,000
Mr Rohan Worland		2,166,667	583,333	-	-	-	1,583,334	1,583,334

(A) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(B) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

(C) No options were exercised during the year ended 30 June 2018 and 30 June 2017. No options held by key management personnel were unvested but not exercisable at 30 June 2017. However, there were some options held by key management personnel that are unvested and not exercisable at 30 June 2018.

(D) Acquisitions during year, other than granted as compensation, were made in connection with acquisitions from the KMP taking up entitlements under the Entitlement Issue.

Options included in the table above that were held by related parties on behalf of key management personnel are disclosed below.

(i) 666,667 held indirectly through Thylacine Pty Ltd as trustee for the Brian Phillips Superannuation Fund.

(ii) 636,693 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.

(iii) 1,111,112 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.

(iv) 555,556 held indirectly by the M & C Gill Super Fund.

(v) 150,000 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 50,001 held by Lynsey Jane Cuthbert.

(vi) Held indirectly through Corthoon Pty Ltd as trustee for the G and V Lowe Family Trust.

16. Remuneration report - audited (continued)

The movement during the reporting period, by value based on the fair value at grant date, of options over ordinary shares in the Company held by each key management person, is detailed below.

	Granted in year $ (A)	Value of options exercised in year $	Lapsed in year $ (B)
Non-Executive Directors			
Mr Brian Phillips	-	-	-
Mr Peter Lester	-	-	-
Mr Ian Smith	-	-	-
Mr Jeremy Gray	-	-	-
Executives			
Mr Matthew Gill	41,100	-	-
Mr Rohan Worland	22,800	-	14,000
	63,900	**-**	**14,000**

(A) The value of options granted in the year is the fair value of the options calculated at grant date using the binomial option pricing model as described in note 16.2A. The total value of options granted is included in the table above. The amount is allocated to remuneration over the vesting period.

(B) The value of options lapsed during the year is based on the original fair value at grant date.

16.3.4 Analysis of movements in shares held by KMP

The movement during the reporting period in the number of ordinary shares in White Rock Minerals Ltd held, directly, indirectly or beneficially, by key management personnel, including their related parties, is as follows:

2018	Note	Held at 1 July 2017 (A)	Acquisitions	Sales	Held at 30 June 2018 (B)
Non-Executive Directors					
Mr Brian Phillips	(i)	4,000,000	1,333,334	-	5,333,334
Mr Peter Lester	(iii)	3,820,155	1,273,385	-	5,093,540
Mr Ian Smith	(iv)	6,666,667	2,222,223	-	8,888,890
Mr Jeremy Gray		-	-	-	-
Executives					
Mr Matthew Gill	(v)	3,333,333	1,111,111	-	4,444,444
Mr Rohan Worland	(vi)	598,116	555,704	-	1,153,820

2017	Note	Held at 1 July 2016 (A)	Acquisitions	Sales	Held at 30 June 2017 (B)
Non-Executive Directors					
Mr Brian Phillips		3,136,398	863,602	-	4,000,000
Mr Geoffrey Lowe	(ii)	1,409,680	590,320	-	2,000,000
Mr Peter Lester		2,546,770	1,273,385	-	3,820,155
Mr Ian Smith		6,666,667	-	-	6,666,667
Mr Jeremy Gray		-	-	-	-
Executives					
Mr Matthew Gill		-	3,333,333	-	3,333,333
Mr Rohan Worland		598,116	-	-	598,116

(A) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(B) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

Shares that were held by related parties of key management personnel and included in the table above are disclosed below.

(i) 5,333,334 held indirectly through Thylacine Pty Ltd as trustee for the Brian Phillips Superannuation Fund.

(ii) 2,000,000 held indirectly by the Lowe Family Super Fund.

(iii) 5,093,540 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.

(iv) 8,888,890 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.

(v) 4,444,444 held indirectly by the M & C Gill Super Fund.

(vi) 365,002 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 166,002 held by Lynsey Jane Cuthbert.

16. Remuneration report - audited (continued)

16.4 Other transactions with key management personnel

A number of key management persons, or their related parties, hold positions in other entities that result in them having control or joint control over the financial or operating policies of those entities.

Some of these entities transacted with the Group during the year. The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related entities on an arm’s length basis.

From time to time, Directors of the Group, or their related entities, may provide services to the Group. These services are provided on terms that might be reasonably expected for other parties and are trivial or domestic in nature.

17. Lead Auditor’s Independence Declaration

The lead auditor’s independence declaration is set out on page 64 and forms part of the Directors’ report for the year ended 30 June 2018.

Dated at Melbourne this 27th day of September 2018.

Signed in accordance with a resolution of the Directors:

Brian Phillips
Chairman

White Rock Minerals Ltd

Consolidated Statement of Financial Position

As at 30 June 2018

	Note	2018 $	2017 $
Current Assets			
Cash and cash equivalents	6	1,980,321	3,289,929
Trade and other receivables	7	1,008,409	1,027,143
Prepayments	8	171,915	47,660
Total current assets		**3,160,645**	**4,364,732**
Non-current assets			
Exploration and evaluation assets	9	15,501,192	13,835,674
Property, plant and equipment	10	383,902	486,873
Total non-current assets		**15,885,094**	**14,322,547**
Total assets		**19,045,739**	**18,687,279**
Current Liabilities			
Trade and other payables	11	1,472,234	597,431
Employee benefits		32,568	24,680
Total current liabilities		**1,504,802**	**622,111**
Non-current liabilities			
Trade and other payables	11	956,129	2,156,988
Employee benefits		15,219	7,113
Provision for rehabilitation	12	978,000	978,000
Total non-current liabilities		**1,949,348**	**3,142,101**
Total liabilities		**3,454,150**	**3,764,212**
Net assets		**15,591,589**	**14,923,067**
Equity			
Issued capital	13(i)	44,799,836	41,552,890
Reserves	13(iii)	408,116	306,443
Accumulated losses		(29,616,363)	(26,936,266)
Total equity		**15,591,589**	**14,923,067**

The notes on pages 38 to 62 are an integral part of these consolidated financial statements.

White Rock Minerals Ltd

Consolidated Statement of Comprehensive Income

For the year ended 30 June 2018

	Note	2018 $	2017 $
Net financing income	14	46,991	97,496
Administrative expenses		(715,393)	(429,614)
Depreciation expense	10	(1,200)	(9,774)
Contract labour expenses	15	(659,620)	(602,183)
Employee benefits expense	16	(144,470)	(119,652)
Marketing expense		(244,007)	(193,152)
Impairment of assets	9	(926,797)	(2,061,119)
Foreign exchange gain/(loss)		(67,785)	87,214
Loss before tax		**(2,712,281)**	**(3,230,784)**
Income tax (expense)/benefit	17	-	-
Total loss for the period after tax		**(2,712,281)**	**(3,230,784)**
Total comprehensive loss attributable to members of White Rock Minerals Ltd		**(2,712,281)**	**(3,230,784)**
Loss per share attributable to members of White Rock Minerals Ltd			
Basic and diluted loss per share (cents)	18	(0.28)	(0.47)

The notes on pages 38 to 62 are an integral part of these consolidated financial statements.

White Rock Minerals Ltd
Consolidated Statement of Changes in Equity
For the year ended 30 June 2018

	Attributable to equity holders of the Company			
	Issued capital	**Reserves**	**Accumulated losses**	**Total equity**
	$	$	$	$
Balance at 1 July 2016	35,162,671	265,677	(23,725,516)	11,702,832
Issue of ordinary shares	6,862,589	-	-	6,862,589
Transaction costs on share issue, net of tax	(492,370)	-	-	(492,370)
Share based payments transactions	-	80,800	-	80,800
Transfers from share based payment reserve	20,000	(40,034)	20,034	-
Total comprehensive loss for the period	-	-	(3,230,784)	(3,230,784)
Balance at 30 June 2017	**41,552,890**	**306,443**	**(26,936,266)**	**14,923,067**

Balance at 1 July 2017	41,552,890	306,443	(26,936,266)	14,923,067
Issue of ordinary shares	3,601,242	-	-	3,601,242
Transaction costs on share issue, net of tax	(354,296)	-	-	(354,296)
Share based payments transactions	-	133,857	-	133,857
Transfers from share based payment reserve	-	(32,184)	32,184	-
Total comprehensive loss for the period	-	-	(2,712,281)	(2,712,281)
Balance at 30 June 2018	**44,799,836**	**408,116**	**(29,616,363)**	**15,591,589**

The notes on pages 38 to 62 are an integral part of these consolidated financial statements.

White Rock Minerals Ltd
Consolidated Statement of Cash Flows
For the year ended 30 June 2018

	Note	2018 $	2017 $
Cash flows from operating activities			
Cash paid to suppliers and employees		(1,562,359)	(1,332,049)
Interest received		38,238	52,443
Net cash (used in) operating activities	19	**(1,524,121)**	**(1,279,606)**
Cash flows from investing activities			
Exploration and evaluation payments		(1,798,939)	(1,394,563)
Acquisition of property, plant and equipment		(5,297)	(257,677)
Refund/(Investment) in Security Bonds		10,000	(112,000)
Net cash (used in) investing activities		**(1,794,236)**	**(1,764,240)**
Cash flows from financing activities			
Proceeds from issue of share capital		3,500,042	6,842,589
Transaction costs on issue of share capital		(298,372)	(432,370)
Red Mountain payments		(1,192,922)	(335,290)
Net cash from financing activities		**2,008,748**	**6,074,929**
Net increase / (decrease) in cash and cash equivalents		**(1,309,608)**	**3,031,083**
Cash and cash equivalents at beginning of the year		3,289,929	258,846
Cash and cash equivalents at year end	6	**1,980,321**	**3,289,929**

The notes on pages 38 to 62 are an integral part of these consolidated financial statements.

1. Reporting entity

White Rock Minerals Ltd (the "Company") is a Company domiciled in Australia. The address of the Company's registered office is 24 Skipton Street, Ballarat, Victoria, 3350. The financial statements of the Company as at and for the year ended 30 June 2018 comprise the Company and its controlled entities (together referred to as the "Group"). The Group is a profit orientated entity and primarily is involved in minerals exploration and evaluation in Australia and Alaska.

2. Basis of preparation

(a) Statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards (AASBs) (including Australian Interpretations) adopted by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The financial statements of the Group comply with International Financial Reporting Standards (IFRSs) and interpretations adopted by the International Accounting Standards Board (IASB).

The financial statements were approved by the Board of Directors on 27 September 2018.

(b) Basis of measurement

The Group financial statements have been prepared on the historical cost basis except for the following items measured at fair value:

- Exploration and Evaluation Assets and Property Plant and Equipment where the historical cost has been written down in accordance with applicable accounting standard requirements;
- Share based payments as described in accounting policy note 3(h) and note 20.

Going concern

The Group recorded a loss after tax of $2,712,281 and cash outflows of $1,309,608 net of cash raised via equity funding for the year ended 30 June 2018. The Group's financial position as at 30 June 2018 was as follows:

- The Group had available cash reserves of $1,980,321;
- The Group's current assets (excluding restricted cash of $856,000 and rehabilitation security bonds of $122,000) of $2,182,645 exceed current liabilities of $1,504,802 by $677,843;
- The Group is required to make future payments as described in note 11 over the periods set out in note 21 (iii). These liabilities are payable in United States Dollars and expose the Group to movements in the United States Dollar against the Australia Dollar as described in note 21 (iv);
- The Group's main activity is exploration and as such it does not presently have a source of operating income, rather it is reliant on equity raisings or funds from other external sources to fund its activities; and
- Under the Cartesian Financing Package as announced on 27 June 2016 the Company may access, subject to certain conditions precedent, additional funding as set out in note 21 (iii).

Current forecasts indicate that cash on hand as at 30 June 2018 will not be sufficient to fully fund the planned exploration, studies and operational activities during the next twelve months. Accordingly, the Group will be required to secure additional funding in order to undertake the planned exploration, studies and operational activities.

Since 30 June 2018:

- The Company, on 10 July 2018, raised $2,500,000 through issuance of 208,333,334 shares and 104,166,667 options to Sandfire Resources Limited (Sandfire). In addition, as described in note 30, the Group granted Sandfire an option to earn an interest in the Red Mountain project by conducting exploration on the project;
- The Company, on 19 July 2018, raised $1,713,861 (before costs) through the issuance of 171,386,123 shares and 85,693,062 options as completion of the rights issue; and
- The Company, on 6 August 2018, obtained funding of $1,000,000 from Sandfire which, if Sandfire elect to earn an interest in the Red Mountain project would be set off against the earn-in JV expenditure requirements. In the event Sandfire does not exercise its option to earn in to the Red Mountain project:
    - the first $500,000 will be settled by the Company issuing 41,666,666 shares;
    - The second $500,000 will be settled by issuing the higher of 41,666,666 shares or the equivalent number of shares to the value of $500,000 based on the 30 day VWAP at the relevant time. In the event shareholder approval for issuance of the additional shares is not obtained the amount will be required to be repaid in cash by 30 November 2019 and will accrue interest from 28 February 2019 at a rate of 5%.

2. Basis of preparation (continued)

(b) Basis of measurement (continued)

The Group's position as at 31 August 2018 was as follows:

- The Group had available Cash and Cash Equivalents of $4,199,867;
- The Group had Trade and Other Payables of $1,838,525 excluding the obligation to settle funding received from Sandfire discussed on the previous page;
- The Group's active drilling program at Red Mountain remained on-going and continued until 1 September 2018; and
- There have been no other material changes to the Group's assets or liabilities or non-cancellable commitments since 30 June 2018.

The Directors are confident that the Group will be able to secure sufficient funds or by other means ensure that the Group can meet essential operational and expenditure commitments for at least the next twelve months. This includes advancing the Definitive Feasibility Study and Environmental Impact Study at Mount Carrington, conducting targeted exploration at Red Mountain and maintaining the Group's tenements in good standing and paying its debts, as and when they fall due. Additional funding may be required where the level of exploration, DFS and EIS activities exceeds the minimum level of activities.

Accordingly, the financial statements for the year ended 30 June 2018 have been prepared on a going concern basis as, in the opinion of the Directors, the Group will be in a position to continue to meet its essential operating costs and pay its debts as and when they fall due for at least twelve months from the date of this report.

However, the Directors recognise that if further funding is required and is not subsequently secured, the outcome of which is uncertain until such funding is secured, there is a material uncertainty as to whether the going concern basis of accounting is appropriate. As a result, the Group may be required to relinquish title to certain tenements, significantly curtail further expenditures and may have to realise its assets and extinguish its liabilities other than in the ordinary course of business and at amounts different from those stated in the financial report.

(c) Functional and presentation currency

The Group financial statements are presented in Australian dollars, which is the functional currency of all entities in the Group.

(d) 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 prospectively. In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the related accounting policy and/or in the following notes:

- note 2(b) Basis of measurement
- note 9 Exploration and evaluation expenditure
- note 12 Provision for environmental rehabilitation
- note 20 Share based payments

3. Significant accounting policies

(a) Changes in accounting policies

The Group has adopted all mandatory new standards and amendments to standards, including any consequential amendments to other standards, with a date of initial application of 1 July 2017. The new, revised or amended standards or interpretations did not have a significant impact on the amounts or disclosures in the financial report.

(b) Basis of consolidation

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.

(c) Financial instruments

The Group classifies non-derivative financial assets into the following categories:

- financial assets at fair value through profit or loss
- held-to-maturity financial assets

3. Significant accounting policies (continued)

(c) Financial instruments (continued)

- loans and receivables; and
- available-for-sale financial assets

The Group classifies non-derivative financial liabilities into the other financial liabilities category.

(i) Non-derivative financial assets and financial liabilities – recognition and de-recognition

The Group initially recognises loans and receivables and debt securities issued (if any) on the date when they are originated. All other financial assets and financial liabilities are initially recognised on the trade date.

The Group derecognises a financial asset when the contractual rights to the cash flows from the assets expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all risks and rewards of ownership of the financial asset are transferred, or it neither transfers nor retains substantially all risks and rewards of ownership and does not retain control over the transferred asset. Any interest in such derecognised financial assets that is created or retained by the Group is recognised as a separate asset or liability.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(ii) Non-derivative financial assets – measurement

Held-to-maturity financial assets

These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method.

Loans and receivables

These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method.

Cash and cash equivalents

Cash and cash equivalents comprise cash balance and call deposits with an original maturity of three months or less. Deposits with an original maturity of greater than three months are included within Trade and Other Receivables in the balance sheet.

(iii) Non-derivative financial liabilities – measurement

Non-derivative financial liabilities include trade and other payables and are initially recognised at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method.

Where a liability is due at a date which is beyond twelve months from balance date the future cash flows are discounted to present value using a discount rate appropriate for the underlying cash flows.

(iv) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

3. Significant accounting policies (continued)

(d) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Any gains and losses on disposal of an item of property, plant and equipment are recognised in profit or loss.

(ii) Depreciation

Items of property, plant and equipment are depreciated from the date that they are installed and are ready for use. Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment.

The estimated useful lives for the current and comparative periods are as follows:

- buildings 20 years
- plant and equipment 2-20 years
- motor vehicles 4 years

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

(e) Exploration and evaluation

Exploration and evaluation expenditure, including the costs of acquiring licences, are capitalised as exploration and evaluation assets on an area of interest basis. Accounting for exploration and evaluation expenditures is assessed separately for each 'area of interest'. An 'area of interest' is an individual geological area which is considered to constitute a favourable environment for the presence of a mineral deposit or has been proved to contain such a deposit. Expenditure incurred on activities that precede exploration and evaluation of mineral resources, including all expenditure incurred prior to securing legal rights to explore an area, is expensed as incurred. For each area of interest, the expenditure is recognised as an exploration and evaluation asset where the following conditions are satisfied:

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

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability or facts and circumstances suggest that the carrying amount exceeds the recoverable amount. Exploration and evaluation assets are tested for impairment when any of the following facts and circumstances exist:

- the term of exploration license in the specific area of interest has expired during the reporting period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area are not budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and a decision has been made to discontinue such activities in the specified area; or
- sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

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 is no larger than the area of interest. In the event that an area of interest is abandoned or if the Directors consider the expenditure to be of reduced value, accumulated costs carried forward are written off in the period in which that assessment is made. Each area of interest is reviewed at the end of each accounting period and accumulated costs are written off to the extent that they are not expected to be recoverable in the future.

3. Significant accounting policies (continued)

(f) Impairment

(i) Non-derivative financial assets

Financial assets not classified as at fair value through profit or loss, are assessed at each reporting date to determine whether there is objective evidence of impairment.

Financial assets measured at amortised cost

The Group considers evidence of impairment for these assets measured at both an individual asset and a collective level. All individually significant assets are individually assessed for specific impairment. Those found not to be impaired are then collectively assessed for any impairment that has been incurred but not individually identified. Assets that are not individually significant are collectively assessed for impairment. Collective assessment is carried out by grouping together assets with similar risk characteristics.

In assessing collective impairment, the Group uses historical information on the timing of recoveries and the amount of loss incurred and makes an adjustment if current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss is calculated as the difference between an asset's carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised impairment loss is reversed through profit or loss.

(ii) Non-financial assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exist then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

The carrying amount of Exploration and Evaluation Assets is assessed for impairment in accordance with accounting policy note 3(e).

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to dispose. 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.

An asset or CGU's fair value less costs to dispose is the amount obtainable from sale in an arm's length transaction between knowledgeable, willing parties less estimated costs of disposal. A fair value measurement of a non-financial asset takes into account a market participants ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated to reduce the carrying amount of assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. 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.

(g) Employee benefits

(i) Short term employee benefits

Short term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a

3. Significant accounting policies (continued)

(g) Employee benefits (continued)

result of past service provided by the employee and the obligation can be estimated reliably. Amounts recognised as a liability include related on-costs, such as superannuation, workers compensation, insurance and payroll tax.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which related services are rendered by employees.

(iii) Other long term benefits

Other long term benefits comprise the Groups obligation in respect of annual leave and long service leave and are measured as the present value of the future benefit expected to be paid to employees as a result of their service in the current and prior periods. In determining the amount recorded consideration is given to the expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using a discount rate that reflects market yields at reporting date on prevailing bonds with terms of maturity that closely match the estimated future cash flows. The Group measures annual leave in respect of employees' service up to the reporting date at the amounts expected to be paid, inclusive of on costs, when the leave is expected to be taken.

(h) Share based payments

(i) Employee share based payments

Share based payments to employees and others providing similar services typically take the form of options to acquire ordinary shares in the Company. The fair value at grant date of share-based payment awards granted to employees and others providing similar services is recognised as an employee expense or capitalised as exploration and evaluation assets as appropriate, with a corresponding increase in equity, over the period that the holder for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

The fair value at grant date is independently determined using a binomial option pricing model that takes into account the exercise price, the term of the options, the vesting and performance criteria, the impact of dilution, the non-tradable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

(ii) Non-employee share based payments

The Company may also issue securities by agreement to third party suppliers for the provision of services in lieu of cash. The fair value of any goods and services received by the Group under such arrangements is recognised as an increase in the share based payments reserve as the services are rendered or goods received where the Group, at its sole discretion, has the option to settle in equity instruments of the Company and intends to do so at inception of the agreement.

On completion of the arrangement, when shares are issued, the fair value of goods received or services provided is transferred from the share based payments reserve to issued capital. Where options are issued, the fair value will remain in the share based payments reserve until such a time as the options are exercised or lapse, whichever occurs earlier. The fair value of goods and services is measured with reference to the value of goods and services the Group would otherwise be expected to pay in cash to the supplier for identical services and is typically measured with reference to market observable prices of similar goods or services adjusted for any matters specific to the arrangement. Where the fair value of the goods or services received cannot be estimated reliably, the fair value recognised is measured by reference to the fair value of the equity instruments granted.

(i) Revenue

Revenue is recognised in the income statement when the significant risks and rewards of ownership have been transferred or services have been provided to the buyer, recovery of the consideration is probable, the associated costs and possible return can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

3. Significant accounting policies (continued)

(i) Revenue (continued)

Revenues are recognised at fair value of the consideration received or receivable net of the amount of GST. Exchanges of goods or services of the same nature and value without any cash consideration are not recognised as revenue.

(j) Tax

(i) Income taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax impact is recognised in other comprehensive income or equity.

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

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

Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future and the Group is able to control the timing of reversal. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(ii) Tax consolidation

The Company and its wholly-owned Australian resident entities form a tax-consolidated group. As a consequence, all members of the tax-consolidated group are taxed as a single entity. The head entity within the tax-consolidated group is White Rock Minerals Ltd.

(iii) 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 (ATO) is included as a current asset or liability in the balance sheet.

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 ATO are classified as operating cash flows.

(k) Finance income

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

(l) Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options over ordinary shares of the Company.

3. Significant accounting policies (continued)

(m) Government grants

Government grants comprise assistance by the Government in the form of transfers of resources to the Group in return for past or future compliance with certain conditions relating to the activities of the Group. Government grants are recognised when there is reasonable assurance that the Group will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which expenses are recognised for the related costs for which grants are intended to compensate. Grants related to compensation for expenditure which results in the recognition of an asset in the balance sheet are presented in the Statement of Financial Position by deducting the grant amount received or receivable from the gross amount of the expenditure incurred to arrive at the carrying amount of the asset.

(n) Segment reporting

The Group determines and presents operating segments based on the information that internally is provided to the Group's chief operating decision maker.

An operating segment is a component of the Group that engages in exploration activities which incurs expenses. An operating segment's expenditures are reviewed regularly by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance.

Segment expenditure that is reported to the Group's chief operating decision maker includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters) and head office expenses.

(o) Restoration and rehabilitation provision

The Group has obligations to restore and rehabilitate certain areas of property. A provision for rehabilitation and restoration is recognised in respect of the estimated cost of rehabilitation, decommissioning and restoration of areas of disturbance existing at reporting date, but not yet rehabilitated. Rehabilitation activities include dismantling infrastructure, removal and treatment of waste material, and land rehabilitation, including re-contouring, top-soiling and re-vegetation of the disturbed area. Provisions for the cost of the rehabilitation program are recognised at the time that environmental disturbance occurs (or is acquired). On an ongoing basis, additional disturbances will be recognised as a rehabilitation liability.

A corresponding asset is recognised in Property, Plant and Equipment or Exploration and Evaluation Assets only to the extent that it is probable that future economic benefits associated with the rehabilitation, will flow to the entity. Determining the cost of rehabilitation and restoration of the area of disturbance requires the use of significant estimates and assumptions, including the timing of the cash flows and expected life of the relevant area of interest, the application of relevant environmental legislation, and the future expected costs of rehabilitation, decommissioning and restoration. Changes in the estimates and assumptions used to determine the cost of rehabilitation, decommissioning and restoration could have a material impact on the carrying value of the site restoration provision and related asset. The provision is reviewed at each reporting date and updated based on the facts and circumstances available at the time.

(p) Presentation of financial statements

The Group applies revised AASB 101 Presentation of Financial Statements. The Group presents in the consolidated statement of changes in equity all owner changes in equity. All non-owner changes in equity are presented in the consolidated statement of comprehensive income.

(q) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning on or after 1 July 2018. None of those standards are expected to have a material effect on the reported amounts and disclosures. The Group does not plan to adopt these standards early.

4. Determination of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, both for financial and non-financial assets and liabilities.

Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of accounting standards, including the level in the fair value hierarchy in which such valuations should be classified

Significant valuation issues are reported to the Board of Directors.

When measuring the fair value of an asset or liability, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1; quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2; inputs other than quoted prices included in 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).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The fair values of trade and other receivables are estimated as the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date

5. Segment reporting

The Group determines operating segments based on the information that internally is provided to the Chief Operating Decision Maker who is the Managing Director and Chief Executive Officer.

Operating segments are discrete components of the Group that engage in exploration activities and incur expenses. An operating segment's expenditures are reviewed regularly by the Group's Chief Operating Decision Maker to make decisions about resources to be allocated to the segment and assess its performance.

Segment expenditure that is reported to the Managing Director and Chief Executive Officer includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily Company's headquarters) and head office expenditure.

The Group consists of two operating segments and operates in two geographic locations, Mt Carrington, New South Wales, Australia and Red Mountain, Bonnifield, Alaska, United States of America.

Note 9 contains details of exploration expenditure capitalised on each operating segment. With the exception of the write down of capitalised exploration during the year of $926,797 which was attributable to the Mt Carrington segment (refer to note 9), foreign exchange losses of $71,856, gains on the reassessment of the discount rate of $20,193 and loss on unwinding of present value discount of $9,541 attributable to the Red Mountain segment, no income or expenses were incurred by the operating segments. All other income and expenses incurred by the Group relate to corporate activities and are therefore unallocated to the operating segments.

6. Cash and cash equivalents

	2018 **$**	**2017** **$**
Bank balances	1,980,321	3,289,929
Cash and cash equivalents	**1,980,321**	**3,289,929**

All cash and cash equivalents are available for use by the Group.

7. Trade and other receivables

	2018 $	2017 $
Current		
Other receivables (i)	152,409	161,143
Restricted cash (ii)	856,000	866,000
Total current trade and other receivables	**1,008,409**	**1,027,143**

(i) Other receivables include $122,000 of cash lodged with the New South Wales Government as security over the Group's performance of its environmental rehabilitation obligations.

(ii) Restricted cash is placed on deposit to secure bank guarantees in respect of obligations for environmental performance bonds issued in favour of the New South Wales Government. These deposits earn interest at an average rate of 2.2% per annum.

8. Prepayments

	2018 $	2017 $
Prepayments	171,915	47,660
Total prepayments	**171,915**	**47,660**

Prepayments include $136,097 in relation to services from corporate advisors for future capital raisings which will be released to equity as a cost of capital raising or expensed to the income statement in future periods if the capital raising does not occur.

9. Exploration and evaluation assets

	2018 $	2017 $
Mount Carrington:		
Carrying amounts		
Balance at 1 July	9,528,127	9,876,686
Expenditure	1,029,768	1,722,560
Relinquishment of tenement	-	(135,000)
Impairment of exploration assets (i)	(926,797)	(1,926,119)
Rehabilitation provision (released) / incurred	-	(10,000)
Balance at 30 June	**9,631,098**	**9,528,127**
Red Mountain:		
Carrying amounts		
Balance at 1 July	4,307,547	4,307,547
Acquisitions	-	39,333
Expenditure	2,692,663	295,957
Application of expenditure against future payment obligations	(1,130,116)	(335,290)
Balance at 30 June (ii)	**5,870,094**	**4,307,547**
Total exploration and evaluation expenditure at cost	34,648,983	32,056,668
Total impairment losses	(19,147,791)	(18,220,994)
Total Balance at 30 June	**15,501,192**	**13,835,674**

Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation or sale of the respective area of interest.

9. Exploration and evaluation assets (continued)

(i) The Group capitalises exploration and evaluation expenditure in accordance with accounting policy note 3(e). The Group is aware of facts and circumstances that indicate the carrying value of capitalised exploration and evaluation could exceed the recoverable amount of the Mount Carrington Cash Generating Unit (CGU) and accordingly performed an impairment assessment resulting in a write down.

An impairment expense is recognised when the carrying amount exceeds the recoverable amount. The recoverable amount of the Mount Carrington CGU was determined based on its Fair Value less Costs to Dispose (FVLCTD) using a level 2 valuation technique.

An impairment assessment was conducted as at 30 June 2018 which resulted in the write down of $926,797.

Following the write down the carrying value of the Mount Carrington CGU comprising capitalised exploration and evaluation expenditure and associated property, plant and equipment was $10,015,000.

The Mount Carrington CGU contains shallow Indicated and Inferred Resources of gold and silver. Mount Carrington is located 5km from the township of Drake in northern NSW and comprises a footprint of granted Exploration Licences across 183 square kilometres and includes a tailings dam, freshwater dam, site office, water treatment plant and access to grid power.

The FVLCTD assessment was based on a review by the Group of information from a number of sources including previous valuations prepared for the Company. At 30 June 2018 a valuation was prepared by an independent expert on behalf of the Group which supported the Group's valuation adopted.

In estimating a value for the CGU, the Group focussed primarily on observable market transactions involving similar resources to those associated with the CGU, and the broader exploration foot print of tenements held by the Group, including identified exploration targets associated with the CGU.

The costs to dispose in respect of the FVLCTD assessment have been estimated based on prevailing market conditions, although would not be expected to be material in the context of the CGU's value.

The valuation includes a number of significant assumptions including commodity prices, foreign exchange rates, the confidence level of known mineralisation measured in accordance with the JORC code, and expectations regarding exploration potential which can change significantly over short periods of time, and which may have a significant impact on the valuation if there was a change in assumption or new information became available. As a result any variation in the key assumptions used to determine FVLCTD would result in a change of the assessed FVLCTD. If the variation in assumption had a negative impact on FVLCTD, it could in the absence of other factors indicate a requirement for additional impairment of non-current assets.

(ii) The Company acquired Atlas Resources Pty Ltd on 22 April 2016, which held an option to acquire 100% interest in the Red Mountain project. Under the terms of the Share Purchase Agreement, the Company acquired all of the shares and options in Atlas. In return for the Atlas shares and options the Company in 2016 issued 63,843,587 shares to Atlas shareholders and 6,384,359 options to Atlas option holders.

In May 2016 the Group exercised the option to acquire Red Mountain tenements paying $US40,000 and agreeing to make the following payments.

- US$50,000 in each of years ended 31 December 2016 and 2017 (which have to date been paid)
- US$100,000 in year ended 31 December 2018
- US$200,000 in year ended 31 December 2019
- US$550,000 in in year ended 31 December 2020

In addition the Group was required to undertake exploration activities totalling US$1,200,000 as follows:

- US$100,000 in the year ended 31 December 2016
- US$200,000 in the year ended 31 December 2017
- US$300,000 in the year ended 31 December 2018
- US$600,000 in the year ended 31 December 2019

Amounts spent in excess of the annual amount are allowed to be carried forward and applied against future years. During the year the Group's cumulative exploration expenditure exceeded the aggregate required amount. Accordingly, the liability was extinguished and amounts in excess were recognised as an exploration asset.

9. Exploration and evaluation assets (continued)

If the Group does not make the remaining payments due, the terms of the contract provide that the asset is required to be returned to the vendor.

The amount recognised on acquisition of the project is represented by:

- the total fair value of shares and options issued ($1,350,931)
- an option payment ($54,498)
- the present value of liabilities and obligations assumed ($2,823,070); and
- other sundry items ($79,048).

As payments are made for liabilities and obligations assumed, these amounts are applied against the related liability.

The terms of the agreement also provide that the vendor is entitled to a 2% Net Smelter Royalty (NSR) with the option to reduce to 1% by payment of US$2,000,000. Any further obligations under the NSR are not required to be recognised as a liability as the Group is able to control whether or not amounts are paid.

10. Property, plant and equipment

	2018			
	Land $	Plant & Equipment $	Motor Vehicles $	Total $
Cost				
Balance at 1 July 2017	29,044	1,462,606	74,954	1,566,604
Additions	-	5,297	-	5,297
Disposals	-	-	-	-
Balance at 30 June 2018	29,044	1,467,903	74,954	1,571,901
Depreciation and impairment losses				
Balance at 1 July 2017	18,002	986,775	74,954	1,079,731
Depreciation charged to the income statement	-	1,200	-	1,200
Depreciation capitalised to exploration projects	-	107,068	-	107,068
Disposals	-	-	-	-
Balance at 30 June 2018	18,002	1,095,043	74,954	1,187,999
Carrying amounts				
At 1 July 2017	11,042	475,831	-	486,873
At 30 June 2018	**11,042**	**372,860**	**-**	**383,902**

	2017			
	Land $	Plant & Equipment $	Motor Vehicles $	Total $
Cost				
Balance at 1 July 2016	29,044	1,204,929	74,954	1,308,927
Additions	-	257,677	-	257,677
Disposals	-	-	-	-
Balance at 30 June 2017	29,044	1,462,606	74,954	1,566,604
Depreciation and impairment losses				
Balance at 1 July 2016	18,002	937,508	66,151	1,021,661
Depreciation charged to the income statement	-	9,774	-	9,774
Depreciation capitalised to exploration projects	-	39,493	8,803	48,296
Disposals	-	-	-	-
Balance at 30 June 2017	18,002	986,775	74,954	1,079,731
Carrying amounts				
At 1 July 2016	11,042	267,421	8,803	287,266
At 30 June 2017	**11,042**	**475,831**	**-**	**486,873**

11. Trade and other payables

	2018 $	2017 $
Current		
Trade payables	479,117	300,071
Accrued expenses	847,446	228,715
Other payables	11,914	4,029
Payments to settle acquisition of Red Mountain acquisition [1]	133,757	64,616
Payments for future exploration obligations	-	-
	1,472,234	**597,431**
Non Current		
Payments to settle acquisition of Red Mountain acquisition [1]	956,129	1,054,180
Payments for future exploration obligations	-	1,102,808
	956,129	**2,156,988**
Total	**2,428,363**	**2,754,419**

[1] As referred to in note 9 the Group is required to pay the following amounts at 30 June 2018:

- US$100,000 in year ended 31 December 2018
- US$200,000 in year ended 31 December 2019
- US$550,000 in in year ended 31 December 2020

The below table is a reconciliation of movements in the Red Mountain liabilities during the period ended 30 June 2018.

	Deferred consideration $	Future exploration obligations $	Total $
Opening balance	1,118,796	1,102,808	2,221,604
Payments made	(62,806)	(1,130,116)	(1,192,922)
Foreign exchange loss	44,548	27,308	71,856
Reassessment of discount rate	(20,193)	-	(20,193)
Unwinding of present value discount	9,541	-	9,541
Total	**1,089,886**	**-**	**1,089,886**
Current	133,757	-	133,757
Non-current	956,129	-	956,129
Total	**1,089,886**	**-**	**1,089,886**

12. Provision for environmental rehabilitation

	2018 $	2017 $
Opening balance	978,000	988,000
Provisions made during the year	-	-
Provisions released during the year	-	(10,000)
Closing balance	**978,000**	**978,000**

The amount of the provision relates to the Mt Carrington project and has been determined with reference to the NSW Department of Trade & Investment (Resources & Energy) bond required to be lodged and is determined based on planned activities on the various tenements held by the Group.

The Group monitors environmental disturbance and updates its assessment where changes in planned rehabilitation techniques are identified or activities increase the size of the environmental remediation footprint.

13. Equity

(i) Movements in issued capital:

	Date of issue	No of shares	Issue price (cents)	$
Opening balance at 1 July 2017		**870,642,696**		**41,552,890**
Issue of Ordinary Shares – Corporate Advisory	02/10/2017	1,100,000	1.5	16,500
Issue of Ordinary Shares – Corporate Mandate	13/12/2017	6,050,000	1.4	84,700
Issue of Ordinary Shares – Corporate Mandate	13/12/2017	30,000,000	-	-
Capital Raising – Placement funds received	16/02/2018	3,461,539	1.3	45,000
Capital Raising – Placement funds received	28/03/2018	159,824,134	1.0	1,598,241
Capital Raising – Entitlement Issue received	26/04/2018	130,144,353	1.0	1,301,444
Capital Raising – Entitlement Shortfall funds received	27/04/2018	55,495,647	1.0	554,956
Issue of Ordinary Shares – Options conversion	29/06/2018	20,035	2.0	401
Less costs associated with Capital Raisings				(354,296)
Closing balance at 30 June 2018		**1,256,738,404**		**44,799,836**

	Date of issue	No of shares	Issue price (cents)	$
Opening balance at 1 July 2016		**401,815,446**		**35,162,671**
Capital Raising – Placement funds received	21/07/2016	38,461,538	1.3	500,000
Issue of Ordinary Shares – Corporate Mandate	06/09/2016	1,064,079	1.8	20,000
Capital Raising – Placement funds received	06/10/2016	110,335,265	1.5	1,655,029
Capital Raising – Entitlement offer funds received	18/11/2016	47,653,128	1.5	714,797
Capital Raising – Placement funds received	12/12/2016	163,176,789	1.5	2,447,652
Capital Raising – Placement funds received	19/12/2016	3,000,000	1.5	45,000
Capital Raising – Placement funds received	21/12/2016	3,333,333	1.5	50,000
Issue of Ordinary Shares – Corporate Advisory	23/12/2016	1,333,333	1.5	20,000
Capital Raising – Placement funds received	03/02/2017	6,666,667	1.5	100,000
Capital Raising – Placement funds received	10/02/2017	55,341,580	1.5	830,123
Capital Raising – Placement funds received	28/02/2017	38,461,538	1.3	499,988
Less costs associated with Capital Raisings				(492,370)
Closing balance at 30 June 2017		**870,642,696**		**41,552,890**

The Company does not have any franking credits available for utilisation.

13. Equity (continued)

(ii) Options on issue:

2018	Date of issue	No. options 1 July 2017	Issued/ (lapsed)	No. options 30 June 2018	Ex. price (cents)	Expiry date
Issue of options employees/directors	20/06/2013	1,166,667	(1,166,667)	-	5.5	31/05/2018
Issue of options - director	29/11/2013	833,334	(833,334)	-	4.5	31/05/2018
Issue of options - consultant	31/03/2015	500,000	(500,000)	-	4.0	30/03/2018
Issue of options - consultant	31/03/2015	500,000	-	500,000	4.5	30/03/2019
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	2.5	30/09/2018
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.0	30/09/2019
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.5	30/09/2020
Issue of options – Red Mountain	22/04/2016	6,384,359	-	6,384,359	3.5	22/04/2021
Issue of options - placement	21/07/2016	17,610,778	-	17,610,778	1.8	21/07/2021
Issue of options - consultant	06/09/2016	8,000,000	-	8,000,000	2.5	30/04/2020
Issue of options - placement	06/09/2016	40,081,529	-	40,081,529	1.8	20/07/2021
Issue of options - placement	06/09/2016	19,230,769	-	19,230,769	2.3	20/07/2021
Issue of options - placement	28/02/2017	57,692,307	-	57,692,307	1.8	28/02/2022
Issue of options - placement	28/02/2017	19,230,769	-	19,230,769	2.3	28/02/2022
Issue of options - consultant	31/03/2017	3,000,000	-	3,000,000	3.0	31/03/2019
Issue of options - consultant	31/03/2017	3,000,000	-	3,000,000	6.0	31/03/2020
Issue of options - consultant	28/11/2017	-	3,000,000	3,000,000	4.0	27/11/2019
Issue of options - consultant	28/11/2017	-	3,000,000	3,000,000	6.0	27/11/2020
Issue of options - director	28/11/2017	-	1,500,000	1,500,000	2.0	05/06/2020
Issue of options - director	28/11/2017	-	1,500,000	1,500,000	2.0	31/05/2021
Issue of options - director	28/11/2017	-	1,500,000	1,500,000	2.0	31/05/2022
Issue of options - consultant	13/12/2017	-	5,000,000	5,000,000	2.0	12/12/2020
Issue of options - consultant	13/12/2017	-	5,000,000	5,000,000	3.0	12/12/2020
Issue of options - consultant	13/12/2017	-	5,000,000	5,000,000	4.0	12/12/2020
Issue of options - executive	28/02/2018	-	1,200,000	1,200,000	2.0	28/02/2021
Issue of options - executive	28/02/2018	-	1,200,000	1,200,000	2.2	28/02/2022
Issue of options - executive	28/02/2018	-	1,200,000	1,200,000	2.4	28/02/2023
Issue of options – entitlement issue	26/04/2018	-	65,072,255	65,072,255	2.0	26/03/2021
Issue of options – entitlement issue	27/04/2018	-	27,747,824	27,747,824	2.0	26/03/2021
Issue of options – placement	11/05/2018	-	79,912,067	79,912,067	2.0	26/03/2021
Exercise of options-entitlement issue	29/06/2018	-	(20,035)	(20,035)	2.0	26/03/2021
		181,430,512		**380,742,622**		

2017	Date of issue	No. options 1 July 2016	Issued/ (lapsed)	No. options 30 June 2017	Ex. price (cents)	Expiry date
Issue of options employees/directors	20/06/2013	1,166,667	(1,166,667)	-	5.0	31/05/2017
Issue of options employees/directors	20/06/2013	1,166,667	-	1,166,667	5.5	31/05/2018
Issue of options director	29/11/2013	833,333	(833,333)	-	4.1	31/05/2017
Issue of options director	29/11/2013	833,334	-	833,334	4.5	31/05/2018
Issue of options - consultant	31/03/2015	500,000	-	500,000	4.0	30/03/2018
Issue of options - consultant	31/03/2015	500,000	-	500,000	4.5	30/03/2019
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	2.5	30/09/2018
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.0	30/09/2019
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.5	30/09/2020
Issue of options – Red Mountain	22/04/2016	6,384,359	-	6,384,359	3.5	22/04/2021
Issue of options - placement	21/07/2016	-	17,610,778	17,610,778	1.8	21/07/2021
Issue of options - consultant	06/09/2016	-	8,000,000	8,000,000	2.5	30/04/2020
Issue of options - placement	06/09/2016	-	40,081,529	40,081,529	1.8	20/07/2021
Issue of options - placement	06/09/2016	-	19,230,769	19,230,769	2.3	20/07/2021
Issue of options - placement	28/02/2017	-	57,692,307	57,692,307	1.8	28/02/2022
Issue of options - placement	28/02/2017	-	19,230,769	19,230,769	2.3	28/02/2022
Issue of options - consultant	31/03/2017	-	3,000,000	3,000,000	3.0	31/03/2019
Issue of options - consultant	31/03/2017	-	3,000,000	3,000,000	6.0	31/03/2020
		15,584,360		**181,430,512**		

13. Equity (continued)

(iii) Movements in share option reserve (continued):

	$
Opening balance at 1 July 2017	306,443
Share based payments granted	133,857
Options lapsed during the period	(32,184)
Closing balance at 30 June 2018	**408,116**
Opening balance at 1 July 2016	265,677
Supplier share based payments	80,800
Transfers from share based payments to issued capital	(20,000)
Options lapsed during the period	(20,034)
Closing balance at 30 June 2017	**306,443**

The share option reserve comprises amounts recognised on issue of options to suppliers, employees, Directors, or contractors for services rendered as well as assets acquired. Refer to note 20 for additional details in relation to share based payments.

14. Finance income and expense

	2018 $	2017 $
Finance income – interest income on bank deposits	36,339	54,050
Reassessment of discount rate on long term liabilities	20,193	43,446
Unwinding of present value discount on long term liabilities	(9,541)	-
Net finance income	**46,991**	**97,496**

The reassessment of the discount rate is in relation to the long term liabilities referred to in note 11.

15. Contract labour expenses

	2018 $	2017 $
Contract labour expenses incurred	870,968	777,234
Contract labour expenses capitalised to exploration assets	(170,891)	(175,071)
Share based payments expense	(40,457)	-
Total contract labour expense	**659,620**	**602,183**

Contract labour expenses predominantly represent expenditure for senior executives who are employed under contract arrangements.

16. Employee benefits expense

	2018 $	2017 $
Wages and salaries incurred	288,153	237,853
Employee benefits expenditure capitalised to exploration assets	(159,677)	(124,491)
Increase/(decrease) in liability for annual leave	7,888	5,036
Increase/(decrease) in liability for long service leave	8,106	1,254
Total employee benefits expense	**144,470**	**119,652**

17. Income taxes

Income tax expense/(benefit) - Numerical reconciliation between tax expense and pre-tax accounting loss	**2018 $**	**2017 $**
Loss before tax for the period	(2,712,281)	(3,230,784)
Income tax benefit using the domestic corporation tax rate of 27.5%	(745,877)	(888,466)
Increase in income tax due to:		
Non-deductible expenses	11,126	5,720
Carried forward tax losses not recognised	734,751	882,746
Total income tax expense/(benefit) on pre-tax net loss	-	-

As discussed in accounting policy note 3(j)(i), deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. The Group is in a net tax loss position and accordingly, after making an assessment of the future ability to utilise deferred tax assets, no tax assets are recognised in the balance sheet.

18. Loss per share

	2018 cents	**2017 cents**
Loss per share		
Basic (loss) per share – cents	(0.28)	(0.47)
Diluted (loss) per share – cents	(0.28)	(0.47)

(a) Basic loss per share

The calculation of basic earnings/(loss) per share (EPS) at 30 June 2018 was based on the loss attributable to ordinary equity holders of $2,712,281 (2017 loss: $3,230,784) and a weighted average number of ordinary shares outstanding during the period ended 30 June 2018 of 937,510,052 (2017: 683,715,290).

(b) Diluted loss per share

The calculation of diluted earnings/(loss) per share at 30 June 2018 and at 30 June 2017 is the same as basic earnings/(loss) per share. In accordance with *AASB133 – Earnings per share*, all options over issued capital of the Company have been excluded as it is not considered economic for holders to exercise their options during the current period based on the average market value of the Company's shares.

19. Reconciliation of cash flows from operating activities

	2018 $	**2017 $**
Cash flows from operating activities		
Loss before tax for the period	(2,712,281)	(3,230,784)
Adjustments for non cash items:		
Depreciation	1,200	9,774
Share based payments transactions (employees/contractors/suppliers)	65,357	20,800
Impairment of assets	926,797	2,061,119
Reassessment of discount rate on long term liabilities	(10,652)	(43,446)
Foreign exchange (gain)/loss	67,785	(87,214)
Operating loss before changes in working capital and provisions	**(1,661,794)**	**(1,269,751)**
(Increase)/decrease in trade and other receivables	8,734	(26,392)
(Increase)/decrease in prepayments	7,522	(21,468)
Increase in trade and other payables	105,423	31,715
Increase in employee benefits	15,994	6,290
Net cash used in operating activities	**(1,524,121)**	**(1,279,606)**

20. Share based payments

Share based payments for the year ended 30 June 2018 comprise share based payments to employees and others providing similar services and share based payments to suppliers for goods, including non-financial assets, or services received.

As referred to in note 20 (a) and (b) below, the fair values of the unlisted share options granted during the year have been measured based on the binomial option pricing model. Measurement inputs to option pricing models include share price on grant date, exercise price of the instrument, expected volatility, weighted average expected life of the instruments, expected dividends, and the risk-free interest rate. The expected volatility is determined based on historical volatility of the Company's share price over a period of time determined with reference to the option life. Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

(a) Share based payments to employees and others providing similar services

	2018 $	2017 $
Share based payments recognised in the income statement (i)	40,457	-
Total share based payments charge	40,457	-

(i) Share based payments recognised in the income statement represent the fair value of options granted to employees or others providing similar services measured by reference to the fair value of the equity instruments granted determined using the binomial option pricing model.

The following options were granted to employees or contractors in return for their services during the financial year ending 30 June 2018:

	Grant date	Vesting date	No of options	Expiry date
Key management personnel (A)	28/11/2017	Vested on grant date	1,500,000	05/06/2020
Key management personnel (B)	28/11/2017	01/06/2018	1,500,000	31/05/2021
Key management personnel (C)	28/11/2017	01/06/2019	1,500,000	31/05/2022
Key management personnel (D)	28/02/2018	Vested on grant date	1,200,000	28/02/2021
Key management personnel (E)	28/02/2018	28/02/2019	1,200,000	28/02/2022
Key management personnel (F)	28/02/2018	28/02/2020	1,200,000	28/02/2023
Total			**8,100,000**	

Options granted are subject to continued service until the vesting date. The amount recognised as an expense represents the fair value at grant date allocated evenly over the vesting period. Each option entitles the holder to subscribe for 1 ordinary share in the Company. All options are vested and fully exercisable as at balance date with the exception of 1,500,000 options issued to key management personnel (C) and 2,400,000 options issued to key management personnel (E) and (F) during the year which are subject to continued employment until the vesting date. Unexercised options do not entitle the holder to participate in any share issue of the Company.

The table below shows the key inputs used in the option pricing models to determine the fair value at grant date:

	(A)	(B)	(C)	(D)	(E)	(F)
Fair value at grant date	$0.0080	$0.0090	$0.0104	$0.0056	$0.0063	$0.0071
Share price at date of grant	$0.016	$0.016	$0.016	$0.012	$0.012	$0.012
Exercise price	$0.020	$0.020	$0.020	$0.020	$0.022	$0.024
Expected volatility	110%	110%	110%	105%	105%	105%
Option life (years)	2.52	3.50	4.50	3.0	4.0	5.0
Risk free interest rate	2.140%	2.300%	2.355%	2.135%	2.280%	2.405%
Expiry date	05/6/2020	31/5/2021	31/5/2022	28/2/2021	28/2/2022	28/2/2023

20. Share based payments (continued)

(b) Share based payments to suppliers

	2018 $	2017 $
Share based payments to corporate advisors recognised in the income statement (i)	24,900	20,800
Share based payments to corporate advisors associated with capital raisings (ii)	68,500	60,000
Total share based payments charge	**93,400**	**80,800**

(i) Share based payments to corporate advisors recognised in the income statement in 2018 represent the equity portion of the fair value of corporate consulting services for capital raising activities provided by DJ Carmichael Pty Ltd. The options on grant date were fully vested and exercisable.

The table below sets out the key inputs used in the binomial option pricing model to determine the fair value of options granted.

Grant date	28/11/2017	28/11/2017
Number of options	3,000,000	3,000,000
Fair value at grant date	$0.0039	$0.0044
Share price at date of grant	$0.013	$0.013
Exercise price	$0.04	$0.06
Expected volatility	110%	110%
Option life (years)	2.0	3.0
Risk free interest rate	1.74%	1.89%
Expiry date	27/11/2019	27/11/2020

(ii) Share based payments to corporate advisors associated with capital raisings in 2018 represent the equity portion of the fair value of corporate consulting services for capital raising activities provided by Kentgrove Capital Pty Ltd. The options on grant date were fully vested and exercisable.

The table below sets out the key inputs used in the binomial option pricing model to determine the fair value of options granted.

Grant date	13/12/2017	13/12/2017	13/12/2017
Number of options	5,000,000	5,000,000	5,000,000
Fair value at grant date	$0.0051	$0.0045	$0.0041
Share price at date of grant	$0.011	$0.011	$0.011
Exercise price	$0.02	$0.03	$0.04
Expected volatility	110%	110%	110%
Option life (years)	3.0	3.0	3.0
Risk free interest rate	1.99%	1.99%	1.99%
Expiry date	12/12/2020	12/12/2020	12/12/2020

As referred to in note 8, share based payments to corporate advisors for future capital raisings will be released to equity as cost of capital raising or expensed to income statement in future periods if the capital raising does not occur in the future period.

21. Financial risk management and financial instruments

(i) Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so as to maintain a strong capital base sufficient to maintain future exploration and development of its projects. In order to maintain or adjust the capital structure, the Group may return capital to shareholders, or issue new shares. The Group's focus has been to raise sufficient funds through equity to fund exploration and evaluation activities.

There were no changes in the Group's approach to capital management during the period. Risk management policies and procedures are established with regular monitoring and reporting.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

21. Financial risk management and financial instruments (continued)

(ii) Credit risk

Credit risk is the risk of financial loss to the Group if a counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Group's receivables and cash balances. The Group manages credit risk by investing surplus cash with reputable banks.

Management monitors the exposure to credit risk on an ongoing basis. The Company does not require collateral in respect of financial assets.

The maximum exposure to credit risk at the end of the reporting period is as follows:

	Carrying Amount	
	2018	**2017**
	$	**$**
Cash and cash equivalents	1,980,321	3,289,929
Restricted bank cash deposits classified as other receivables	856,000	866,000
Trade other receivables	152,409	161,143
	2,988,730	**4,317,072**

(iii) 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. Liquidity risk is managed through regular reviews of the Groups cash position and forecast future expenditures.

The following are the contractual maturities of financial liabilities:

			Amounts are due and payable				
Financial liabilities Group 2018	**Carrying amount $(1)**	**Contractual cash flows $(1)**	**Less than one year**	**1-2 years**	**2-3 years**	**3-4 years**	**4-5 years**
Trade and other payables	2,428,363	(2,488,524)	(1,473,777)	(270,599)	(744,148)	-	-
	2,428,363						

Financial liabilities Group 2017	**Carrying amount $(1)**	**Contractual cash flows $(1)**	**Less than one year**	**1-2 years**	**2-3 years**	**3-4 years**	**4-5 years**
Trade and other payables	2,754,419	(2,836,768)	(597,431)	(483,881)	(1,040,042)	(715,414)	-
	2,754,419						

(1) The difference between the carrying amount and contractual cash flows is due to the impact of discounting contractual cash flows to present value. The majority of contractual cash flows are denominated in USD. Refer to note 21(iv) for details of foreign currency exposure.

Contingent funding arrangements

Under Phase II of the Cartesian Financing Package, which is related to the development of the Mt Carrington project, in exchange for $US19,000,000 it is intended that White Rock will deliver to CRH a gold stream of 20% of gold equivalent (cash, gold or gold credits, to be chosen at CRH's election) produced at the Mt Carrington Project over a period of 84 months, subject to minimum delivery requirement of 40,000 ounces of gold equivalent. It is anticipated that the minimum delivery requirement may be adjusted on a pro-rata basis depending on whether a higher or lower stream investment is required pursuant to the definitive feasibility study.

21. Financial risk management and financial instruments (continued)

(iii) Liquidity risk (continued)

It is intended that White Rock will also grant CRH a Net Smelter Return royalty of 1.75% of all gold and silver production from the Mt Carrington tenements once the Phase II gold delivery minimum of 40,000 ounces gold equivalent has been repaid.

Phase II is subject to a number of conditions including:

- successful completion of the definitive feasibility study on Mt Carrington, environmental impact statement and full permitting;
- White Rocks decision to proceed with the construction of the Mt Carrington Project and draw on the Phase II streaming investment;
- satisfactory completion of due diligence by CRH;
- acceptance of mine plan and capital expenditure included in the definitive feasibility study by CRH;
- White Rock securing access to grid power for 100% of the project power needs; and
- negotiation and execution of definitive documentation for the Phase II transactions.

If the Phase II investment proceeds, it is intended that:

- White Rock will agree to pay CRH an establishment fee of 3% of the total Phase II investment amount (which at White Rocks election may be satisfied by the issue of White Rock shares); and
- the Phase II investment will be secured against White Rock and its interests in the Mt Carrington Project for the duration of the streaming investment (subject to any ASX or other regulatory requirements or restrictions).

In the event that White Rock materially breaches its exclusivity obligations or receives alternative funding for the construction of the Mt Carrington project, White Rock will be required to pay CRH a break fee of US $1,500,000.

(iv) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or amounts to be paid or received arising from its financial obligations. The Group's objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group's exposure to market risk relates primarily to foreign exchange rates applicable to the Group's foreign currency denominated obligations recognised in the balance sheet.

Foreign exchange risk refers to the risk that the value of a financial commitment, recognised asset or liability will fluctuate due to changes in foreign currency rates. The primary foreign currency exposure is to the USD.

The Group manages its exposure in respect of US dollar denominated liabilities in the short to medium term by holding cash in US dollars. Long term obligations denominated in US dollars remain fully exposed to movements in the AUD against USD.

Management monitors the exposure to foreign exchange risk on an ongoing basis by regularly reviewing forward foreign exchange rates applicable to its foreign currency denominated obligations.

The Group's exposure to assets and liabilities to US dollars at 30 June 2018 is set out below (Australian dollar equivalents):

	30 June 2018	30 June 2017
Reported exchange rate	0.74	0.77
Cash	168,920	325,013
Trade and other receivables	-	-
Trade and other payables	(1,089,886)	(2,221,604)
Total exposure	**(920,966)**	**(1,896,591)**

The table below shows the effect on profit after income tax expense and total equity from USD currency exposures, had the rates been 10% higher or lower than the year end rate. Whilst directors cannot predict movements in foreign exchange rates, a sensitivity of 10% is considered reasonable taking in to account the current level of exchange rates and the volatility observed on a historical basis.

21. Financial risk management and financial instruments (continued)

(iv) Market risk (continued)

	30 June 2018		30 June 2017	
	Increase/(Decrease) in profit after income tax	Increase/(Decrease) in Equity	Increase/(Decrease) in profit after income tax	Increase/(Decrease) in Equity
Foreign exchange rates - 10%	(102,507)	(102,507)	(210,732)	(210,732)
Foreign exchange rates + 10%	83,870	83,870	172,417	172,417

The Group also has exposure to market risk relating to interest rates applicable to the Group's cash and cash equivalents and restricted deposits. The Group's restricted deposits are held in term deposits which mature in less than 3 months with fixed interest rates. The term deposits are recognised at amortised cost and therefore not subject to interest rate risk. The effect of changes in interest rates at 30 June 2018 would not have a significant impact on the Group's financial results as largely all cash deposits have fixed interest rate terms.

At balance date, the Group has no financial liabilities exposed to variable interest rate risks.

(v) Impairment losses

None of the Group's receivables are past due.

(vi) Fair value

The financial assets and financial liabilities included in assets and liabilities approximate their fair values. The fair value of financial liabilities is determined using a discounted cash flow.

22. Commitments

(i) Exploration expenditure commitments

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet minimum expenditure requirements associated with maintaining right to tenure. These obligations are expected to be fulfilled in the normal course of operations. Mining interests may be relinquished or joint ventured to reduce this amount. The various State governments have the authority to defer, waive or amend the minimum expenditure requirements.

Exploration expenditure commitments	2018 $	2017 $
Mount Carrington		
Not later than one year	91,000	773,500
Later than one year but not later than five years	364,000	3,094,000

There was a significant change in Mt Carrington commitments due to a variation in the licences from the NSW Department of Planning and Environment. The requirement for labour expenditure has been removed commencing with the current tenement reporting period from 8 December 2017. In addition to the Mt Carrington commitments disclosed above, the Group has minimum expenditure requirements in respect of the Red Mountain tenements acquired. As at 30 June 2018 the Group had met in full any liability associated with future exploration expenditure obligations at Red Mountain which arose as a result of the terms of the acquisition (refer to note 9 and 11).

(ii) Capital commitments

The Group does not have any material commitments to acquire property, plant and equipment at balance date.

(iii) Operating lease commitments

The Group leases office facilities under an operating lease, the lease agreement currently runs for a period of one year. The current lease agreement runs until June 2019.

Future minimum lease payments	2018 $	2017 $
Less than one year	29,557	29,557
Between one and five years	-	-
More than five years	-	-

23. Contingencies

The Directors are of the opinion that there are no matters for which further provision is required in relation to any contingencies, as it is not probable that a future sacrifice of economic benefit will be required or the amount is not capable of reliable measurement.

The Group's bankers have provided guarantees amounting to $856,000 (2017: $866,000) to certain government bodies as security over the Group's performance of rehabilitation obligations on certain tenements. Under the agreement, the Group has indemnified the bank in relation to these guarantees. The guarantees are backed by collateral deposits amounting to $856,000 as at 30 June 2018 (2017: $866,000). Provision for such environmental rehabilitation activities recorded by the Group are set out in note 12.

24. Key management personnel disclosures

The key management personnel compensation included in "Employee Benefits Expenses" (see note 16), "Contactor Labour Expenses" (see note 15) and "Exploration and Evaluation" (see note 9) are as follows:

	2018 $	2017 $
Short term employee benefits	700,218	646,682
Post-employment benefits	60,254	60,101
Options/Share based payments	40,457	-
Other long term benefits	-	-
	800,929	**706,783**

(a) Key management personnel compensation disclosures

Information regarding individual Directors and Executives compensation and some equity instrument disclosures as permitted by Corporation Regulations 2M.3.03 are provided in the Remuneration Report section of the Directors' Report on pages 21 to 33.

25. Related parties

(a) Identity of related parties

The Company has a related party relationship with its subsidiaries (see note 26) and with its key management personnel (see note 24).

(b) Key management personnel and director transactions

A number of key management personnel, or their related parties, hold positions in other companies that result in them having control or joint control over these companies.

A number of these companies transacted with the Group during the year. The terms and conditions of these transactions were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related companies on an arm's length basis.

At 30 June 2018 the Company had the following outstanding balances payable for fees for services provided by key management personnel during the year ended 30 June 2018:

- Mr Matthew Gill $32,850
- Mr Rohan Worland $26,250

The outstanding balances are not secured and will be settled in cash.

Jeremy Gray was appointed as a Non-Executive Director on 5 May 2017. Jeremy is also the Managing Partner of Cartesian Royalty Holdings Pte Ltd and was involved in the Cartesian Royalty Financing Package agreement entered into on 19 July 2016 referred to in note 21(iii). The agreement was on an arm's length basis and there have been no further transactions with Cartesian Royalty Holdings Pte Ltd since Jeremy was appointed as a Non-Executive Director of White Rock Minerals Ltd.

26. Group entities

	Country of Incorporation	Ownership Interest 2018	2017
Parent entity			
White Rock Minerals Ltd	Australia		
Subsidiaries			
White Rock (MTC) Pty Ltd	Australia	100%	100%
White Rock (New England) Pty Ltd	Australia	100%	100%
Atlas Resources Pty Ltd	Australia	100%	100%
White Rock (RM) Inc	United States of America	100%	100%

27. Parent entity disclosures

As at, and throughout, the year ending 30 June 2018 the parent company of the Group was White Rock Minerals Ltd.

	2018 $	2017 $
Result of the parent entity		
Loss for the period	(4,391,209)	(3,696,734)
Other comprehensive income	-	-
Total comprehensive loss for the period	(4,391,209)	(3,696,734)
Financial position of the parent entity at year end		
Current assets	3,000,339	4,364,732
Total assets	**12,041,436**	**13,401,732**
Current liabilities	206,646	552,492
Total liabilities	**221,865**	**559,605**
Total equity of the parent entity comprising of:		
Share capital	44,799,836	41,552,890
Reserves	408,116	306,443
Accumulated losses	(33,388,381)	(29,017,206)
Total equity	**11,819,571**	**12,842,127**

Loss for the year ending 30 June 2018 of the parent company of the Group includes write-down of investments in and loans to subsidiaries of $2,674,076 (2017: $2,395,527).

Loans are made by the Company to its wholly owned subsidiaries. Loans outstanding between the Company and its subsidiaries have no fixed date of repayment but are repayable at call, and are non-interest bearing. As at 30 June 2018, such loans totalled $17,108,834 (2017: $14,434,758). At 30 June 2018, the parent company of the Group has recorded a provision of $16,655,664 (2017: $13,981,588) against loans outstanding from its subsidiaries.

Parent entity contingent liabilities

The Directors of the Company are of the opinion that there are no matters for which provision is required in the books of the Company in relation to any contingencies, as it is not probable that a future sacrifice of economic benefit will be required. Note 23 contains details of Group contingent liabilities.

Parent entity commitments

The Company does not have any commitments outstanding for capital expenditure at period end.

28. Deed of cross guarantee

On 1 June 2016 the Company entered into a Deed of Cross Guarantee with its 100% owned Australian subsidiary White Rock (MTC) Pty Ltd. The Deed of Cross Guarantee when effected provides a guarantee by the Company over the liabilities of the White Rock (MTC) Pty Ltd. The Deed of Cross Guarantee was not in effect as at 30 June 2018 and does not take effect until the Deed is submitted by the Holding Entity (White Rock Minerals Ltd) to the Australian Securities and Investments Commission (ASIC). Subsequent to 30 June 2018 and up to the date of this report the Deed of Cross Guarantee together with other required certificates have not been lodged with ASIC.

29. Auditors' remuneration

Auditors of the company - KPMG Australia	2018 $	2017 $
Audit and review of financial statements	34,000	32,500
Other services	-	-

30. Subsequent events

Sandfire strategic relationship and funding arrangement

On 10 July 2018 the Group announced that it had entered into a strategic relationship with Sandfire Resources NL (ASX:SFR) ("Sandfire"). Under the agreement the Company raised $2,500,000 through issuance of 208,333,334 shares and 104,166,667 options. The options have an exercise price of $0.02 (2 cents) per option and expire 3 years from the date of the agreement. In addition, the Company granted Sandfire an option which may be exercised prior to 31 December 2018 to:

- earn an interest of 51% in the Red Mountain project by spending a minimum of $6,000,000 within twelve months of exercising its option to earn in and a further minimum of $14,000,000 over the following three years;
- earn a 70% interest in the Red Mountain project by undertaking the activities required to achieve a 51% interest and spending a further $10,000,000 and completing a pre-feasibility study over a further two years;
- earn an 80% interest in the Red Mountain project by undertaking the activities required to achieve a 70% interest and sole funding completion of a definitive feasibility study if White Rock elects not to contribute;
- earn a 90% interest in the Red Mountain project by undertaking the activities required to achieve a 80% interest and sole funding development if White Rock elects not to contribute.

If Sandfire elects to exercise its option, the Group will be entitled to continue to manage the Red Mountain project at least in the first year and Sandfire will pay to the Group a management fee of 10% of the Red Mountain project expenditure.

Further, it was announced on 22 August 2018 that the Company had obtained funding of $1,000,000 from Sandfire which, if Sandfire elect to earn into the Red Mountain project would be set off against the expenditure requirements. In the event Sandfire does not exercise its option to earn in to the Red Mountain project:

- the first $500,000 is required to be settled by White Rock issuing 41,666,666 shares;
- the second $500,000 will be settled by White Rock issuing the lower of 41,666,666 shares or the equivalent number of shares to the value of $500,000 based on the 30 day Volume Weighted Average Share Price (VWAP) at the relevant time. In the event shareholder approval for issuance of the additional shares is not obtained the amount will be required to be repaid in cash by 30 November 2019 and will accrue interest from 28 February 2019 at a rate of 5% per annum.

Completion of shortfall of Rights Issue

On 19 July 2018 the Company announced that it had completed the issue and allotment of 171,386,123 new fully paid ordinary shares in White Rock and 85,693,062 new unlisted options exercisable at $0.02 and expiring 26 March 2021 as completion of the Rights Issue announced on 21 March 2018. The issue raised $1,713,861 before costs.

Other than the events described above, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material or 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.

White Rock Minerals Ltd
Directors' declaration

1 In the opinion of the directors of White Rock Minerals Ltd ("the Company"):

(a) the consolidated financial statements and notes and the Remuneration report, identified within the Directors' report, 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 2018 and of its performance for the financial year ended on that date; and

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

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

2 The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the chief executive officer and chief financial officer for the financial year ended 30 June 2018.

3 The directors draw attention to Note 2 to the consolidated financial statements, which includes a statement of compliance with International Financial Reporting Standards.

Dated at Melbourne this 27th day of September 2018

Signed in accordance with a resolution of the Directors:

Brian Phillips
Chairman

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

To the Directors of White Rock Minerals Ltd

I declare that, to the best of my knowledge and belief, in relation to the audit of White Rock Minerals Ltd for the financial year ended 30 June 2018 there have been:

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

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

KPMG

Gordon Sangster
Partner
Melbourne
27 September 2018

Independent Auditor's Report

To the shareholders of White Rock Minerals Ltd

Report on the audit of the Financial Report

Opinion

We have audited the ***Financial Report*** of White Rock Minerals Ltd (the Company).

In our opinion, the accompanying Financial Report of the Company is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the ***Group's*** financial position as at 30 June 2018 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The ***Financial Report*** comprises:

- *Consolidated statement of financial position* as at 30 June 2018;
- *Consolidated statement of comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows* for the year then ended;
- Notes including a summary of significant accounting policies; and
- *Directors' Declaration.*

The ***Group*** consists of the Company and the entities it controlled at the year-end or from time to time during the financial year.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with *the Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with the Code.

Material uncertainty related to going concern

We draw attention to Note 2(b), "Basis of measurement" in the Financial Report.

The conditions set forth in Note 2(b) indicate a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, whether it will realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the Financial Report. Our opinion is not modified in respect of this matter.

In concluding there is material uncertainty related to going concern we evaluated the extent of uncertainty regarding events or conditions casting significant doubt in the Group's assessment of going concern. This included:

- reading minutes of meetings of the Board of Directors and correspondence with the Group's advisors and potential investors to evaluate the feasibility, quantum and timing of additional fund raising opportunities in particular with reference to the Group's history of raising funds;
- evaluating the underlying data used to generate the cash flow projections for consistency with other information tested by us and our understanding of the Group's intentions;
- analysing cash flow projections by assessing planned levels of expenditure for consistency of relationships and trends to the Group's historical results, results since year end, the Group's planned activities and our understanding of the business, industry and economic conditions impacting our Group;
- comparing the forecast minimum expenditure levels for the Group to maintain operations in the event funding referred to in Note 2(b) does not eventuate to cash balances at period end and subsequent to period end up to the date of the Auditor's Report; and
- evaluating the Group's going concern disclosures in the Financial Report by comparing them to our understanding of the circumstances, the events or conditions incorporated into the cash flow projection assessment, the Group's plan to address those conditions, and accounting standard requirements. We specifically focused on the principle matters giving rise to the material uncertainty.

KPMG

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report of the current period.

These matters were addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be a Key Audit Matter.

Carrying value of exploration and evaluation assets at Mount Carrington $9,631,098 (2017: $9,528,127)

Refer to Note 9 to the Financial Report

The key audit matter	How the matter was addressed in our audit
The carrying value of exploration and evaluation assets for the Mount Carrington area of interest is a Key Audit Matter due to: • the significance of the activity to the Group's business and the carrying value being approximately 51% of total Group assets; • the judgement applied by the Group in applying the fair value less costs to dispose valuation technique to estimate the value of the Mount Carrington area of interest. In particular the judgement we exercised in evaluating the consistency of this valuation technique to industry practice and techniques required by accounting standards; and • the judgement we applied in evaluating other sources of information relevant to the valuation of the area of interest including the Group's internal valuations, broker valuations and previous offers to purchase the area of interest.	Our procedures included: • evaluating the scope, objectivity and competence of the Group's external expert engaged to value the area of interest; • reading the Group's external expert's report to check consistency of the valuation technique applied with accounting standards and industry practice; • challenging the Group's valuation of the Mount Carrington area of interest for consistency with: o the range of valuations ascribed for Mount Carrington by brokers from publically available broker reports; o previous offers to purchase the asset and our understanding of industry trends since, previous valuation reports prepared for the Group by its external valuation experts; and o internal cash flow models prepared by the Group under a number of scenarios. • recalculating the impairment charge against the recorded amounts disclosed and comparing to the Group's accounting policy; and • assessing the disclosures in the Financial Report using our understanding of the issue obtained from our testing and against the requirements of the accounting standards.

Other Information

Other Information is financial and non-financial information in White Rock Minerals Ltd.'s annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

KPMG

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at: http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf. This description forms part of our Auditor's Report.

Report on the Remuneration Report

Opinion

In our opinion, the Remuneration Report of White Rock Minerals Ltd for the year ended 30 June 2018, complies with *Section 300A of the Corporations Act 2001.*

Directors' responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with *Section 300A of the Corporations Act 2001*.

Our responsibilities

We have audited the Remuneration Report included in the Directors' report for the year ended 30 June 2018.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.

KPMG

Gordon Sangster
Partner
Melbourne
27 September 2018

White Rock Minerals Ltd
Additional shareholder information

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below.

a) Substantial shareholders of the Company as at 12 September 2018

Name of Ordinary Shareholder	Number of Shares	% of Shares Held
Sandfire Resources NL	208,333,334	12.73%
HSBC Custody Nom Aust Ltd	143,055,771	8.74%

b) Listing of 20 largest shareholders as at 12 September 2018

Rank	Name	Designation	Number of Shares Held	% of Issued Capital
1	Sandfire Resources NL		208,333,334	12.73%
2	HSBC Custody Nom Aust Ltd		143,055,771	8.74%
3	Avalon Ventures Corporation		80,000,000	4.89%
4	Suetone Pty Ltd	AK Shadforth Fam A/C	72,000,000	4.40%
5	Citicorp Nom Pty Ltd		62,799,634	3.84%
6	Lan Michael Hsiau Yun		48,014,296	2.93%
7	Kentgrove Capital Pty Ltd	Kentgrove CapGrow A/C	32,500,000	1.99%
8	Greenstone Property Pty Ltd		31,588,169	1.93%
9	Quality Life Pty Ltd	Viking Fund A/C	20,000,000	1.22%
10	Morgan Colin SJ + MC	Morgan S/F A/C	20,000,000	1.22%
11	AET CT Pty Ltd	VP Cap Fund A/C	19,902,268	1.22%
12	Jetosea Pty Ltd		19,595,432	1.20%
13	Leet Inv Pty Ltd		16,200,000	0.99%
14	Lion Capital Advisory Pty Ltd		15,095,089	0.92%
15	Morgan Monique Cecilia		14,000,000	0.86%
16	Shadsuper Pty Ltd	Shad S/F A/C	13,500,000	0.82%
17	CS Fourth Nom Pty Ltd	HSBC Cust Nom A/C	12,173,117	0.74%
18	Viking Kwok Wai Kin		11,374,000	0.70%
19	Bonney Stanley Byron		10,000,000	0.61%
20	Zero Nom Pty Ltd		10,000,000	0.61%
Total			**860,131,110**	**52.56%**

c) Distribution of shareholders as at 12 September 2018

Range	Total Holders	Units	% of Issued Capital
1-1,000	457	175,305	0.01%
1,001-5,000	394	990,240	0.06%
5,001-10,000	178	1,380,908	0.08%
10,001-100,000	686	33,198,727	2.03%
100,001 - over	837	1,600,712,681	97.82%
Total	**2,552**	**1,636,457,861**	**100.00%**

d) Number of shareholders holding less than a marketable parcel as at 12 September 2018

1,590.

e) Voting rights

On a show of hands every shareholder of fully paid ordinary shares present in person or by proxy shall have one vote and upon a poll, each share shall have one vote.

f) Stock exchange listing

White Rock Minerals Ltd is listed on the Australian Stock Exchange. The Company's ASX code is WRM.