

TAKORADI GOLD (GHANA) LIMITED

Company Number: 01947647

ANNUAL REPORT

YEAR ENDED 30 JUNE 2015



TAKORADI GOLD (GHANA) LIMITED

COMPANY INFORMATION

Directors	Rodney T Hudspeth
Secretary	St Johns Square Secretaries Limited
Company Number	1947647

TAKORADI GOLD (GHANA) LIMITED

CONTENTS

	Page
DIRECTOR'S REPORT	1
DIRECTORS' RESPONSIBILITIES STATEMENT	2
PROFIT AND LOSS ACCOUNT	3
BALANCE SHEET	4
NOTES TO THE FINANCIAL STATEMENTS	5-9

**TAKORADI GOLD (GHANA) LIMITED
DIRECTOR'S REPORT
YEAR ENDED 30 JUNE 2015**

The director submits this report and the financial statements for the year ended 30 June 2015.

Principal activity

The principal activity of the company during the year was exploration for gold. The company made a loss of **A\$920** (2014 – **A\$133,319**) for the year.

Director

The director who served during the year and the interest holder of the company's issued share capital at the balance sheet date and at the start of the year (or date of appointment, if later) was:

Rodney T Hudspeth

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.


Material Interest in Contracts

Mr R T Hudspeth is employed by a management company under contract to the group.

The ultimate parent undertaking is providing sufficient funds to meet the Company's, and its group companies' working capital requirements.

In preparing this report the director has taken advantage of the small company exemptions in Part 15 of the Companies Act 2006.

This report was approved and signed by the director on behalf of the Company on 10 October 2017.



R T Hudspeth
Director

TAKORADI GOLD (GHANA) LIMITED
DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**TAKORADI GOLD (GHANA) LIMITED
DIRECTORS' RESPONSIBILITIES STATEMENT**

**TAKORADI GOLD (GHANA) LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 JUNE 2015**

	Notes	2015 A\$	2014 A\$
Administrative expenses		-	(79,334)
Audit expenses		(79,334)	(53,465)
Depreciation		(79,920)	(82,420)
Provision against loans to related parties		(144,000)	(144,000)
		<hr/>	<hr/>
OPERATING LOSS	2	(144,920)	(277,319)
Interest receivable and similar income	3	144,000	144,000
Unrealised foreign exchange gains		-	-
		<hr/>	<hr/>
LOSS FOR THE FINANCIAL YEAR		(920)	(133,319)
		<hr/>	<hr/>

All amounts relate to continuing activities.

There are no other recognised gains or losses for the year.

The notes in pages 5 to 9 form part of these financial statements.

TAKORADI GOLD (GHANA) LIMITED
COMPANY NUMBER: 01947647
BALANCE SHEET
30 JUNE 2015

	Notes	2015 A\$	2014 A\$
FIXED ASSETS			
Tangible	5	921	1,841
		<u>921</u>	<u>1,841</u>
CURRENT ASSETS			
Cash at bank and in hand	6	494	494
		<u>-</u>	<u>-</u>
CREDITORS: amounts falling due within one year	7	(12,905)	(12,905)
		<u>(12,905)</u>	<u>(12,905)</u>
NET CURRENT (LIABILITIES)/ASSETS		(12,411)	(12,411)
		<u>(12,411)</u>	<u>(12,411)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		(11,490)	(10,570)
		<u>(11,490)</u>	<u>(10,570)</u>
CREDITORS: amounts falling due after more than one year	8	(12,475,539)	(12,475,539)
		<u>(12,475,539)</u>	<u>(12,475,539)</u>
NET LIABILITIES		(12,487,029)	(12,486,109)
		<u>(12,487,029)</u>	<u>(12,486,109)</u>
CAPITAL AND RESERVES			
Called up share capital	9	222	222
Profit and loss account	10	(12,487,251)	(12,486,331)
		<u>(12,487,029)</u>	<u>(12,486,109)</u>

The notes in pages 5 to 9 form part of these financial statements.

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 30 June 2015.

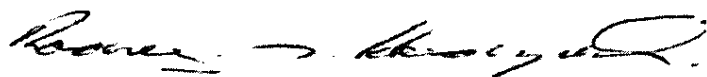
The members have not required the company to obtain an audit of its financial statements for the year ended 30 June 2015 in accordance with Section 476 of the Companies Act 2006.

The director acknowledges his responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and,
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The financial statements were approved by the board and authorised for issue on 10 October 2017.

Signed on behalf of the board of directors

A handwritten signature in black ink, appearing to read 'R T Hudspeth', written in a cursive style.

R T Hudspeth

Director

TAKORADI GOLD (GHANA) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

1 ACCOUNTING POLICIES

(a) Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

(b) Going Concern

The company balance sheet shows that liabilities exceed assets by A\$12,487,029 (2014: A\$12,486,109) including a liability of A\$12,343,140 (2014: A\$12,343,140) to the ultimate parent undertaking, Takoradi Limited. This company is therefore dependent on Takoradi Limited's ability to continue as a going concern. Takoradi Limited has confirmed that it will not seek repayment of the amounts outstanding for a period of at least one year from the date of approval of these financial statements. Takoradi Limited has also confirmed its intention to maintain its financial support for the foreseeable future to enable the company to meet its commitments as these fall due. Takoradi Limited will raise additional working capital to fund an active mineral exploration program to add value to its Ghanaian mineral tenements. The financial statements have been drawn up on a going concern basis and do not include the adjustments that would result if the company was unable to continue as a going concern.

(c) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation of fixed assets has been charged on the straight line basis so as to allocate the book value of assets over their estimated useful lives. Additions are depreciated from the date of purchase and disposals to the date of sale. The Kutukrom buildings and roads are depreciated at 20% p.a. Exploration equipment and vehicles are depreciated at 33.33%, while fixtures and fittings are depreciated at 20% p.a.

(d) Foreign currencies

Amounts payable and cash at bank of the Company in foreign currencies have been translated to Australian currency at the rates ruling at year end. Transactions during the year have been accounted for at the ruling rates at date of payment.

(e) Intangible fixed assets

Exploration Expenditure

Exploration expenditure incurred by the company is accumulated in respect of each identifiable area of interest. The costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area, or where activities have not reached a stage which permits reasonable assessment of the existence of economically recoverable reserves. Regular review of each area of interest is undertaken to determine the appropriateness of the amount carried forward.

Mineral Tenements

The costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area, or where activities have not reached a stage which permits reasonable assessment of the existence of economically recoverable reserves. Regular review of the carrying value of tenements is undertaken by Directors to determine whether any revaluation is appropriate.

TAKORADI GOLD (GHANA) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

2 OPERATING LOSS

The operating loss is stated after charging:

	2015	2014
	A\$	A\$
Depreciation of tangible fixed assets:		
- owned by the company	920	920

No directors received any emoluments (2014 - A\$NIL).

Auditor's remuneration is paid by the parent company, Takoradi Limited.

3 INTEREST RECEIVABLE AND SIMILAR INCOME

Interest receivable includes **A\$144,000** (2014 - A\$144,000) receivable from group undertakings

4 TAXATION

Although the company has cumulative tax losses, no provision has been included for a deferred tax asset on the basis that there is uncertainty in respect of the company's ultimate recoupment of costs incurred to date and return to profitability.

5 TANGIBLE FIXED ASSETS

	Leasehold Land & Buildings	Plant and equipment	Total
	A\$	A\$	A\$
Cost or valuation			
At 1 July 2014	42,136	255,803	297,939
Addition for the year	-	-	-
At 30 June 2015	42,136	255,803	297,939
Depreciation			
At 1 July 2014	42,136	253,962	296,098
Charge for the year	-	920	920
At 30 June 2015	42,136	253,962	296,098
Net book amount			
At 30 June 2015	-	921	921
At 30 June 2014	-	1,841	1,841

**TAKORADI GOLD (GHANA) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015**

5 TANGIBLE FIXED ASSETS (continued)

Properties included at a valuation would have been included on a historical cost basis at a cost of A\$24,882 and a net book value of A\$Nil (2014 – A\$Nil).

6 CASH AT BANK:

	2015	2014
	A\$	A\$
Cash at Bank	494	494
	<hr/> 494 <hr/>	<hr/> 494 <hr/>

7 CREDITORS:

Amounts falling due within one year

	2015	2014
	A\$	A\$
Other creditors	12,905	12,905
	<hr/> 12,905 <hr/>	<hr/> 12,905 <hr/>

TAKORADI GOLD (GHANA) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015

8 CREDITORS:

Amounts falling due after more than one year

	2015 A\$	2014 A\$
Amounts owed to group undertakings	12,486,331	12,486,331
	<u> </u>	<u> </u>

9 SHARE CAPITAL

	Allotted, called up and fully paid	
	No	A\$
At 1 July 2014 and 30 June 2015 Ordinary shares of £1 each	100	222
	<u> </u>	<u> </u>

10 RESERVES

	A\$
Profit and loss account	
At 1 July 2014	(12,486,331)
Loss for the year	(920)
	<u> </u>
At 30 June 2015	(12,487,251)
	<u> </u>

11 STAFF COSTS

	2015 A\$	2014 A\$
Gross salaries	-	-
	<u> </u>	<u> </u>
Average employee numbers	-	-
	<u> </u>	<u> </u>

100% (2014: 100%) of staff costs are capitalised as exploration expenditure or charged to a related group company.

**TAKORADI GOLD (GHANA) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 JUNE 2015**

12 CONTINGENT LIABILITIES

In respect to the Insamankaw Joint Venture Agreement, the Directors are confident that the company will not incur a material liability to extend the company's interest in the Joint Venture.

13 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary, the company has taken advantage of the exemption available and not disclosed details of transactions with its parent undertaking.

14 PARENT UNDERTAKINGS AND CONTROLLING PARTIES

The immediate parent undertaking of the Company is Takoradi Gold (International) Limited, a Company registered in England. These financial statements may be obtained from Companies House, Cardiff, CF4 3UZ. The ultimate parent undertaking is Takoradi Limited a company incorporated in the State of Victoria, Australia. The financial statements of Takoradi Limited are available to the public and may be obtained by conducting a company search in Australia.