



HARVEST MINERALS

LIMITED

(formerly Triumph Tin Limited)

ABN 12 143 303 388

Annual Report

30 June 2015

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Harvest Minerals Limited

CORPORATE DIRECTORY

Directors

Mr Brian McMaster (Executive Chairman)
Mr Luis Azevedo (Executive Director)
Mr Matthew Wood (Executive Director)
Mr Mark Reilly (Non-Executive Director)

Company Secretary

Mr Jonathan Hart

Registered Office

Level 1
330 Churchill Avenue
Subiaco WA 6008 Australia

Telephone: +61 8 9200 1847
Facsimile: +61 8 9200 4469
Website: www.harvestminerals.net

Share Registry

Automic Registry Services
Level 1
7 Ventnor Ave
West Perth WA 6005 Australia

Telephone: + 61 8 9324 2099
Facsimile: + 61 8 9321 2337

Auditors

HLB Mann Judd
Level 4
130 Stirling Street
Perth WA 6000

Stock Exchange

The Company's securities are quoted
on the official list of the Australian Securities
Exchange Limited, the home branch being Perth.
ASX Code: HMI

Harvest Minerals Limited - Directors' Report

The Directors present their report for Harvest Minerals Limited ("Harvest Minerals" or "the Company"), (formerly Triumph Tin Limited) and its subsidiaries for the year ended 30 June 2015 ("the Group").

DIRECTORS

The names, qualifications and experience of the Company's Directors in office during the period and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

Mr Brian McMaster (appointed 1 April 2014)

Executive Chairman

Mr McMaster is a Chartered Accountant, and has over 20 years' experience in the area of corporate reconstruction and turnaround/performance improvement. Formerly, Mr. McMaster was a partner of the restructuring firm Korda Mentha and prior to that was a partner at Ernst & Young. His experience includes significant working periods in the United States, South America, Asia and India.

Mr McMaster is currently a director of Antares Mining Limited (appointed 2 December 2011), Wolf Petroleum Limited (appointed 24 April 2012), Black Star Petroleum Limited (appointed 9 August 2012), Paradigm Metals Limited (appointed 14 September 2012), Castillo Copper Limited (appointed 31 August 2013), Haranga Resources Limited (1 April 2014) and The Carajas Copper Company Limited (appointed 27 August 2014). Mr. McMaster was a director of The Waterberg Coal Company (appointed 12 April 2012, resigned 17 March 2014), Firestone Energy Limited (appointed 14 June 2013, resigned 18 March 2014) and Lindian Resources Limited (appointed 20 June 2011, resigned 16 September 2014). He has not held any other listed directorships in the past three years.

Mr Luis Azevedo

Executive Director

Mr Azevedo is a resource industry professional with over 35 years of international experience. Mr Azevedo qualified as a geologist at the University of Rio de Janeiro in 1985, and subsequent to working as a geologist he completed a law degree at the University of Candido Mendes in 1992 and obtained his Masters of Law from Pontifical Catholic University Rio de Janeiro in 1994. Mr Azevedo has held senior positions with major resource companies including Western Mining Corporation, Barrick Gold and Harsco. In 2004 he founded the very successful legal firm FFA Legal based in Rio de Janeiro, which provides specialist legal and technical support to resource companies operating in Brazil.

Mr Azevedo is also a director of TSX listed company Talon Metals Corp (appointed 5 April 2005) and US publicly traded Brazil Minerals Inc (appointed 10 July 2013). Mr Azevedo is a director of ASX listed Avanco Resources Limited (appointed 17 December 2012). Mr Azevedo was a director of The Carajas Copper Company Limited (appointed 27 August 2014, resigned 1 October 2014), Rio Verde Minerals (appointed 1 December 2010, resigned 15 March 2013) and Brazilian Gold Corporation (appointed 22 June 2011, resigned 1 December 2013). He has not held any other listed directorships in the past three years. Mr Azevedo is based in Rio de Janeiro, Brazil and is a Brazilian citizen.

Mr Matthew Wood (appointed 1 April 2014)

Executive Director

Mr Wood has over 20 years' experience in the resource sector with both major and junior resource companies and has extensive experience in the technical and economic evaluation of resource projects throughout the world. Mr Wood's expertise is in project identification, negotiation, acquisition and corporate development. Mr Wood has an honours degree in geology from the University of New South Wales in Australia and a graduate certificate in mineral economics from the Western Australian School of Mines and is a member of the AusIMM. Mr Wood is a founding Director in venture capital and advisory firm Garrison Capital Pty Ltd.

Harvest Minerals Limited - Directors' Report

Mr Wood is currently a director of Antares Mining Limited (appointed 29 May 2009), The Carajas Copper Company Limited (appointed 12 June 2009), Haranga Resources Limited (appointed 2 February 2010), Wolf Petroleum Limited (appointed 24 April 2012), Black Star Petroleum (appointed 28 February 2013) and Castillo Copper Limited (appointed 1 April 2014). Mr Wood was a director of Avanco Resources Limited (appointed 4 July 2007, resigned 22 September 2014) and Lindian Resources Limited (appointed 5 May 2011, resigned 3 October 2014). He has not held any other listed directorships over the past three years.

Mr Mark Reilly (appointed 4 July 2014)

Non-Executive Director

Mr Reilly is a Chartered Accountant with over 15 years' experience in advisory work with extensive experience in the mining, banking and finance industries. Mr Reilly worked with Coopers & Lybrand in Perth before establishing his own accounting practice in 1997. Mr Reilly also has extensive experience in the mining, banking and finance industries in an advisory capacity.

Mr Reilly is a director of Forte Energy Limited (appointed 2 August 2004) and Black Star Petroleum Limited (appointed 3 July 2014). Mr Reilly was a director of Ochre Group Holdings Limited (appointed 28 January 2014, resigned 29 December 2014). He has not held any other listed directorships over the past three years.

Mr Simon Mottram (resigned 4 July 2014)

Former Executive Director

Mr Mottram is a geologist with over 18 years' experience in predominantly nickel sulphide, iron-oxide-copper-gold (IOCG) and precious metals. Having held senior management positions with a number of successful mining companies both in Australia and overseas, Mr Mottram has extensive knowledge in base and precious metal evaluations and has seen a number of discoveries advanced through to commercial mine development. Mr Mottram has a BSc degree in Applied Geology from RMIT University in Melbourne and is a Member of AusIMM.

Mr Mottram is currently a director of Avanco Resources Limited (appointed 18 January 2011). Mr Mottram has not held any other listed directorships over the past three years.

Mr Jonathan Hart (appointed 1 July 2014)

Company Secretary

Mr Hart's experience includes due diligence investigations, general corporate and commercial drafting, public and private mergers and acquisitions, general corporate advice in relation to capital raising, Corporations Act and ASX compliance. Mr Hart has a bachelor of laws and commerce from Murdoch University in Western Australia.

Mr Hart is also the Company Secretary of Black Star Petroleum Limited and Wolf Petroleum Limited.

Mr Scott Funston

Former Company Secretary (resigned 1 July 2014)

Mr Funston is a qualified Chartered Accountant and Company Secretary with more than 10 years' experience in the mining industry and the accounting profession. His expertise is financial management, regulatory compliance and corporate advice. Mr Funston possesses a strong knowledge of the Australian Securities Exchange requirements and currently assists or has previously assisted a number of resources companies operating throughout Australia, South America, Asia, USA and Canada with financial accounting, stock exchange compliance and regulatory activities.

Harvest Minerals Limited - Directors' Report

DIRECTORS' MEETINGS

During the financial year the number of meetings of directors held during the year and the number of meetings attended by each director were as follows:

Director	Number of Meetings	Number of Meetings
	Eligible to Attend	Attended
Mr Brian McMaster	1	1
Mr Luis Azevedo	1	1
Mr Matthew Wood	1	1
Mr Mark Reilly	1	1
Mr Simon Mottram	-	-

In addition to the formal meeting of directors above, the Board has held several discussions throughout the year and passed circular resolutions on all material matters.

REMUNERATION REPORT (AUDITED)

This report outlines the remuneration arrangements in place for Directors and Executives of Harvest Minerals Limited in accordance with the requirements of the *Corporation Act 2001* and its Regulations. For the purpose of this report, Key Management Personnel (KMP) of the Company are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group, and includes the executives in the Company receiving the highest remuneration.

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

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The Board is responsible for determining and reviewing compensation arrangements for the Directors. The Board assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality board and executive team. The Group does not link the nature and amount of the emoluments of such officers to the Group's financial or operational performance. The expected outcome of this remuneration structure is to retain and motivate Directors.

As part of its Corporate Governance Policies and Procedures, the Board has adopted a formal Remuneration Committee Charter. Due to the current size of the Group and number of directors, the Board has elected not to create a separate Remuneration Committee but has instead decided to undertake the function of the Committee as a full Board under the guidance of the formal charter.

The rewards for Directors have no set or pre-determined performance conditions or key performance indicators as part of their remuneration due to the current nature of the business operations. The Board determines appropriate levels of performance rewards as and when they consider rewards are warranted. The Group has no policy on executives and directors entering into contracts to hedge their exposure to options or shares granted as part of their remuneration package.

Harvest Minerals Limited - Directors' Report

The table below shows the performance of the Group as measured by loss per share since incorporation in April 2010:

As at 30 June	2015	2014	2013	2012	2011	2010
	\$	\$	\$	\$	\$	\$
Loss per share (cents)	(0.64)	(2.04)	(14.28)	(9.39)	(0.99)	(0.12)

Executive Director Remuneration

The Executive Chairman, Mr McMaster is paid an annual consulting fee on a monthly basis. The services may be terminated by either party at any time.

The Executive Directors, Mr Azevedo and Mr Wood, are paid an annual consulting fee on a monthly basis. Their services may be terminated by either party at any time.

Non-Executive Director Remuneration

The Non-Executive Director, Mr Reilly, is paid an annual consulting fee on a monthly basis. His services may be terminated by either party at any time.

Details of Remuneration

The key management personnel of the consolidated entity consisted of the following directors of the Company.

Mr Brian McMaster	Executive Chairman
Mr Luis Azevedo	Executive Director
Mr Matthew Wood	Executive Director
Mr Mark Reilly	Non-Executive Director
Mr Simon Mottram	Former Executive Director

Harvest Minerals Limited - Directors' Report

Details of the remuneration of the key management personnel of the consolidated entity are set out in the following tables.

	Short term			Options	Post employment		
2015 Director	Base Salary \$	Directors Fees \$	Consulting Fees \$	Share based Payments \$	Superannuation \$	Total \$	Option Related %
Mr McMaster	-	-	30,000	-	-	30,000	-
Mr Azevedo	-	30,000	-	-	-	30,000	-
Mr Wood	-	30,000	-	-	-	30,000	-
Mr Reilly (a)	-	-	30,000	-	-	30,000	-
Mr Mottram (a)	-	-	-	-	-	-	-
	-	60,000	60,000	-	-	120,000	

(a) Mr Mottram resigned on 4 July 2014, Mr Reilly was appointed on that date.

	Short term			Options	Post employment		
2014 Director	Base Salary \$	Directors Fees \$	Consulting Fees \$	Share based Payments \$	Superannuation \$	Total \$	Option Related %
Mr McMaster (a)	-	-	7,500	-	-	7,500	-
Mr Azevedo	-	29,988	-	-	-	29,988	-
Mr Wood (a)	-	7,500	-	-	-	7,500	-
Mr Thompson (b)	-	-	220,000	59,285	-	279,285	21%
Mr Polglase (d)	-	-	68,000	-	-	68,000	-
Mr Mottram (e)	-	-	65,000	-	-	65,000	-
Mr Dunn (c)	-	15,000	-	-	-	15,000	-
Mr Burke (b)	-	10,875	-	-	-	10,875	-
	-	63,363	360,500	59,285	-	483,148	

(a) Mr Wood and Mr McMaster were appointed on 1 April 2014.
 (b) Mr Thompson and Mr Burke were appointed on 23 August 2013 and resigned on 20 January 2014.
 (c) Mr Dunn resigned on 20 January 2014.
 (d) Mr Polglase resigned on 26 June 2014.
 (e) Mr Mottram resigned on 4 July 2014.

Share-Based Compensation

Issue of shares

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2015.

Harvest Minerals Limited - Directors' Report

Options

The terms and conditions of each grant of options affecting remuneration in the previous, this or future reporting periods are as follows:

	Grant date	Grant number	First exercise date	Expiry date / last exercise date	Value per option at grant date	Value of options	Exercise price	No. Vested
Mr Thompson	23/08/2013	6,000,000	-	31/12/2015	\$0.028	\$166,000	\$0.05	-

The share options issued to Mr Thompson were subject to the following performance hurdles in order to vest:

- 2,000,000 options vest when the Company's closing share price on the ASX reaches \$0.10 per share within the exercise period;
- 2,000,000 options vest when the Company's closing share price on the ASX reaches \$0.15 per share within the exercise period;
- 2,000,000 options vest when the Company's closing share price on the ASX reaches \$0.20 per share within the exercise period.

The options have been valued using the Black-Scholes option pricing model, which takes account of factors such as the option exercise price, the current level and volatility of the underlying share price and the time to maturity of the option, refer to note 22 for further details. Options granted under the plan carry no dividend or voting rights.

There were no alterations to the terms and conditions of options granted as remuneration since their grant date. There were no forfeitures during the period. No remuneration options were exercised for the year ended 30 June 2015 or for the year ended 30 June 2014.

Additional disclosures relating to key management personnel

Shareholdings

The number of shares in the Company held during the financial year by each Director of Harvest Minerals Limited, including their personally related parties, is set out below. There were no shares granted during the reporting period as compensation.

	Balance at the start of the year	On appointment to the Board during the year	Purchased during the year	On resignation from the Board during the year	Other changes during the year	Balance at the end of the year
Mr McMaster	4,900,000	-	10,908,334	-	-	15,808,334
Mr Azevedo	100,000	-	-	-	-	100,000
Mr Wood	7,695,000	-	14,240,000	-	-	21,935,000
Mr Reilly (a)	-	-	-	-	-	-
Mr Mottram (a)	-	-	-	-	-	-

(a) Mr Mottram resigned on 4 July 2014, Mr Reilly was appointed on that date.

All equity transactions with key management personnel other than arising from the exercise of remuneration options have been entered into under terms and conditions no more favourable than those the Group would have adopted if dealing at arm's length.

Harvest Minerals Limited - Directors' Report

Option holdings

The numbers of options over ordinary shares in the Company held during the financial year by each Director of Harvest Minerals Limited and specified executives of the group, including their personally related parties, are set out below:

	Balance at the start of the year	Granted during the year as compensation	Forfeited during the year	Expired during the year	Balance at the end of the year	Vested options	
						Exercisable	Non-exercisable
Mr McMaster	-	-	-	-	-	-	-
Mr Azevedo	1,000,000	-	-	(1,000,000)	-	-	-
Mr Wood	-	-	-	-	-	-	-
Mr Reilly (a)	-	-	-	-	-	-	-
Mr Mottram (a)	-	-	-	-	-	-	-

(a) Mr Mottram resigned on 4 July 2014, Mr Reilly was appointed on that date.

There were no other alterations to the terms and conditions of options granted as remuneration since their grant date. There were no forfeitures during the year ended 30 June 2015.

Options granted as part of remuneration have been valued using the Black-Scholes option pricing model, which takes account of factors such as the option exercise price, the current level and volatility of the underlying share price and the time to maturity of the option. Options granted under the plan carry no dividend or voting rights.

Other transactions with key management personnel

Vega Funds Pty Ltd, a company in which Mr McMaster is a director, has no balance (2014: \$2,500) outstanding at year end.

Gemstar Investments Limited, a company in which Mr McMaster is a director, has \$2,500 (2014: \$nil) outstanding at year end.

Styletown Investments Pty Ltd, a company in which Mr Reilly is a director, has \$2,500 (2014: \$nil) outstanding at year end.

FFA Legal Ltda, a company in which Mr Azevedo is a director, provided the Group with legal and accounting services in Brazil totalling \$125,236 (2014: \$143,118). \$10,399 (2014: \$nil) was outstanding at year end.

Garrison Capital Pty Ltd, a company in which Mr McMaster and Mr Wood are directors and shareholders, provided the Group with a fully serviced office including administration and information technology support totalling \$30,000 (2014: \$120,000), corporate advisory services totalling \$60,000 (2014: \$80,000) and reimbursement of payments for legal, accounting and other minor expenses, at cost totalling \$23,780 (2014: \$47,290). \$5,000 (2014: \$17,288) was outstanding at year end.

Garrison Capital Partners Ltd, a company in which Mr McMaster and Mr Wood are directors and shareholders, provided the Group with corporate consulting services totalling \$36,000 (2014: \$nil). No balance was outstanding at year end.

These transactions have been entered into on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

END OF REMUNERATION REPORT

INTERESTS IN THE SECURITIES OF THE COMPANY

As at the date of this report, the interests of the Directors in the securities of Harvest Minerals Limited are:

Director	Ordinary Shares
Brian McMaster	15,808,334
Luis Azevedo	100,000
Matthew Wood	21,935,000
Mark Reilly	-

RESULTS OF OPERATIONS

The Group's net loss after taxation attributable to the members of Harvest Minerals Limited for the year to 30 June 2015 was \$1,624,578 (2014: \$1,513,087) and the net assets of the Group at 30 June 2015 were \$2,295,023 (2014: \$1,263,314).

DIVIDENDS

No dividend was paid or declared by the Group in the year and up to the date of this report.

CORPORATE STRUCTURE

Harvest Minerals Limited is a company limited by shares, which is incorporated and domiciled in Australia.

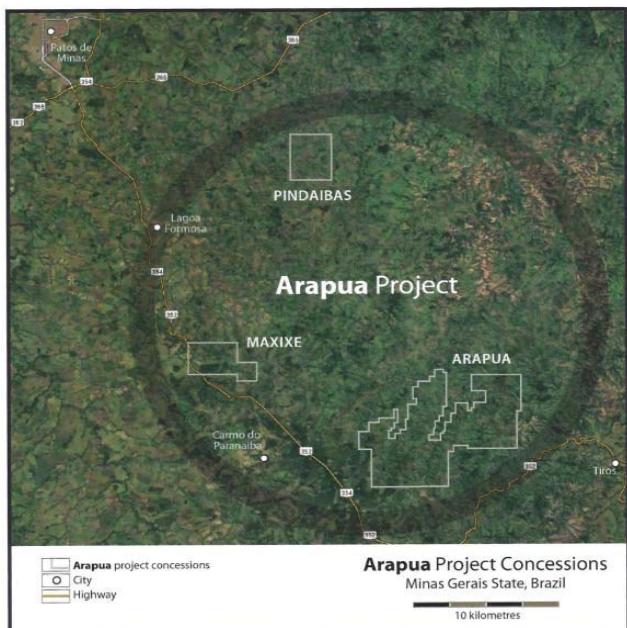
NATURE OF OPERATIONS AND PRINCIPAL ACTIVITIES

During the financial year, the principal activity was mineral exploration. The Group currently holds exploration projects in Brazil.

REVIEW OF OPERATIONS

Arapua Fertilizer Project

In September 2014, Harvest acquired 100% of the Arapua Fertilizer Project in Brazil. The Project is located in the State of Minas Gerais Brazil and is composed of three exploration blocks; Arapua, Pindaiba and Maxixe (see Figure 1 below). The Project is serviced by a number of population centres and is accessible by paved and country roads.



The Company has completed detailed geological mapping over the Arapua block of tenements which revealed a large surficial area covered by ultrapotasssic kamafugitic lava flows and dykes with significant P2O5 and K2O grades. Approximately 55% of the Arapua block of tenements (11,034 hectares) is covered by these lithologies with potential for the development of phosphate and potash fertilizer products. Flotation test work on weathered kamafugitic rocks from the Project delivered a mass recovery of 20.4% with an average grade of 25.2% P2O5 (refer to Table 1 below).

Figure 1: Arapua Fertilizer Concessions

Table 1: Flotation results from weathered kamafugite (KMA) – single stage float

KMA, DIRECT FLOTATION ROUGHER, 100# (Mesh)							
PRODUCT1	MASS RECOV. (%)	P2O5	CaO	K2O	SiO2	Fe2O3	Al2O3
FLOATED	20.4	25.2	21.8	1.5	22.5	12.2	8.1
TAILING	79.6	7.0	6.2	3.0	39.8	16.7	14.2
HEAD	100.0	8.5	7.7	2.8	37.8	16.4	13.5

The Company is continuing with its pre-development studies which are aimed at developing commercial operations. Ongoing studies will include further bulk samples, drilling and agronomical tests.

Capela Potash Project

In August 2014, Harvest acquired a 51% interest in the Capela Potash Project in the Sergipe Alagoas Basin on the east coast of Brazil (see Figure 2 below), with an option to acquire the remaining 49% within the three years following the purchase agreement. The Project is located in close vicinity and immediately adjoining to the north of Brazil's only producing potash mine which is scheduled to be decommissioned from 2017. Brazil is one of the world's largest consumers of potash and currently imports 90% of its considerably growing needs.

During the year, the Company advanced its preparation for a drilling programme at the Capela Potash Project. Pre-drilling site visits were completed as well as the progression of drilling quotes, landowner access permits and environmental licenses.



Figure 2: Location of the Capela Potash Project

Sergi Potash Project

In April 2015, Harvest acquired 100% of the Sergi Potash Project Comprised by DNPM tenements no. 878.111/2008, 878.045/2009 and 878.087/2015 which is strategically located next to Brazil's only producing potash mine.

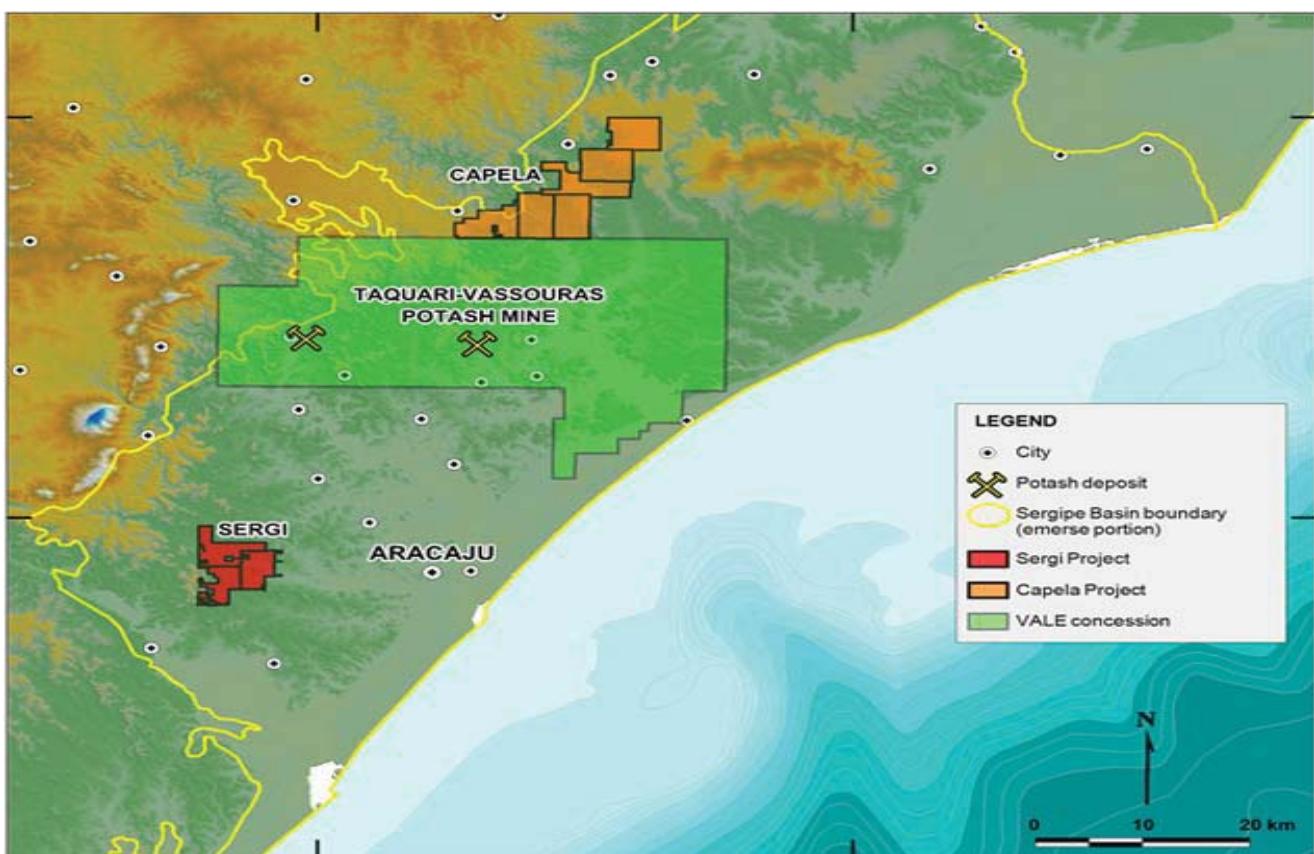


Figure 3: Location of the Sergi Potash Project

In July 2015, Harvest announced that an Independent Inferred Mineral Resource estimate had been completed for the Sergi Potash Project placing Harvest in the enviable position of having a high grade potash resource in close vicinity to an operating plant.

Coffey Consultoria e Serviços Ltda completed the Mineral Resource Estimate for the Sergi Potash Project using all available historical drilling data up to 2014 as well as other technical information which included geology / stratigraphy and 3D seismic data / interpretations. The Mineral Resources Estimate for the Sergi Potash Project is classified as an Inferred Mineral Resource, in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2012).

The total Inferred Mineral Resource is estimated at 105.3 Mt grading 21.3% KCl, including all the sylvinitic and carnallitite layers and using a cut-off grade of 13% KCl. The cut-off grade was estimated based on similar deposits located within the sedimentary basin.

The potash mineralization within Harvest's property is represented by two sylvinitic and two carnallitite sub-horizontal layers, with apparent thickness ranging from 5.56 to 8.46 metres intercepted on a historical drill hole SED-001-11.

Harvest Minerals Limited - Directors' Report

Table 2: Sergi Potash Project Mineral Resource Statement

Mineral Resources	Lithology	Mass(Mt)	KCl (%)	Contained K2O (%)
Inferred	Sylvinitite	62.0	25.0	15.8
	Carnallitite	43.3	15.9	10.0
Total Inferred		105.3	21.3	13.5

For further details in relation to the Mineral Resources Estimate, including governance arrangements and internal controls, refer to announcement "Inferred Mineral Resource Estimate – Sergi Potash Project" released on the ASX on 23 July 2015.

Azul Tin Project

On 17 September 2014, Harvest entered into an exclusive non-binding letter of intent with a Canadian company called 2433533 Ontario Inc. ("Ontario") for the divestment of the Azul Tin Project. This agreement was conditional on Ontario satisfying a raft of condition precedents, which Ontario has been unable to complete. Accordingly, Harvest and Ontario have mutually agreed to terminate their agreement. In July 2015 Harvest terminated the arrangements with the vendor of the Azul Tin Project and relinquished the properties back to the vendor. No further obligations arise as a result of this termination.

Corporate Activity

On 4 July 2014 Mr Simon Mottram resigned from his position as an Executive Director of Harvest and Mr Mark Reilly joined the Board as a Non-Executive Director.

On August 2014, the Company completed a rights issue through the allotment of 154,860,000 shares pursuant to the renounceable entitlement issue under the Prospectus dated 8 July 2014. The completed issue resulted in the raising of a total of \$1,548,600 before costs.

At the annual general meeting held on 25 November 2014, shareholders approved the change of name of the Company from Triumph Tin Limited to Harvest Minerals Limited.

In the first quarter of 2015, Harvest undertook two capital raising initiatives, being a \$600,000 placement to sophisticated investors and a non-renounceable 1:6 entitlements issue. Both of these capital raisings closed fully subscribed and oversubscriptions totalling \$150,000 were accepted. A total of approximately \$1,300,000 before costs has been raised.

On 27 May 2015, Harvest Minerals announced that it intends to pursue a listing on the AIM-Market of the London Stock Exchange. Harvest has appointed a suite of London based professional advisers to pursue this listing, namely Mirabaud Securities LLP as Lead Broker, Strand Hanson as Nominated and Financial Adviser, Charles Russell Speechlys as Legal Advisers and BDO as Independent Accountants.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no other significant changes in the state of affairs of the Company during the period.

SIGNIFICANT EVENTS AFTER THE BALANCE DATE

On 10 July 2015 the issue of 40,000,000 fully paid ordinary shares in the Company to Kmine Holdings Ltd as part consideration for the acquisition of the Capela Potash Project and the prior issue of 60,000,000 fully paid ordinary shares in the Company to sophisticated investors were approved by shareholders at a general meeting.

Harvest Minerals Limited - Directors' Report

As announced on 13 July 2015, the agreement to dispose of the Group's Azul Tin Project in Brazil was terminated due to a number of conditions precedent not being completed. In the Group's half-year financial report for the period ended 31 December 2014, this project was disclosed as an asset held for sale. As the criteria for classifying this asset as held for sale are no longer met, the asset has been ceased to be classified as held for sale and the asset has been fully impaired due to the Group relinquishing its rights in relation to this asset.

There were no other known significant events from the end of the financial year to the date of this report.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The Directors have excluded from this report any further information on the likely developments in the operations of the Company and the expected results of those operations in future financial years, as the Directors believe that it would be speculative and prejudicial to the interests of the Company.

ENVIRONMENTAL REGULATIONS AND PERFORMANCE

The Group carries out operations that are subject to environmental regulations under legislation in Brazil. The Group has formal procedures in place to ensure regulations are adhered to. The Group is not aware of any breaches in relation to environmental matters.

SHARES UNDER OPTIONS

As at the date of this report, there were 6,000,000 unissued ordinary shares under options (6,000,000 at the reporting date).

The details of the options at the date of this report are as follows:

Number	Exercise Price \$	Expiry Date
6,000,000	0.05	31 December 2015

No option holder has any right under the options to participate in any other share issue of the company or any other entity.

On 15 September 2014, 3,000,000 unlisted options with an exercise price of \$0.25 expired. On 31 March 2015, 2,000,000 unlisted options with an exercise price of \$0.25 expired. On 30 June 2014, 12,000,000 unlisted options with an exercise price of \$0.25 expired.

No options were exercised during or since the end of the financial year.

INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

The Company has made an agreement indemnifying all the Directors and officers of the Company against all losses or liabilities incurred by each Director or officer in their capacity as Directors or officers of the Company to the extent permitted by the *Corporations Act 2001*. The indemnification specifically excludes wilful acts of negligence. The Company paid insurance premiums in respect of Directors' and Officers' Liability Insurance contracts for current officers of the Company, including officers of the Company's controlled entities. The liabilities insured are damages and legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of entities in the Group. The total amount of insurance premiums paid has not been disclosed due to confidentiality reasons.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

INDEMNITY AND INSURANCE OF AUDITOR

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Harvest Minerals Limited support and have adhered to the principles of sound corporate governance. The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council, and considers that Harvest Minerals is in compliance with those guidelines to the extent possible, which are of importance to the commercial operation of a junior listed resources company. During the financial year, shareholders continued to receive the benefit of an efficient and cost-effective corporate governance policy for the Company. The Company's Corporate Governance Statement and disclosures are contained elsewhere in the annual report.

AUDITOR'S INDEPENDENCE DECLARATION

Section 307C of the *Corporations Act 2001* requires the Company's auditors to provide the Directors of Harvest Minerals Limited with an Independence Declaration in relation to the audit of the full year financial report. A copy of that declaration is included within this report.

NON-AUDIT SERVICES

The Company did not engage their auditors to perform any non-audit related services during the period. The Directors are satisfied that the provision of non-audit services is compatible with the general standards of independence for auditors imposed by the *Corporations Act 2001*.

Signed on behalf of the board in accordance with a resolution of the Directors.



Brian McMaster

Chairman

Perth

11 August 2015

Competent Person Statement

The Arapua Fertilizer Project:

The technical information in this report is based on compiled and reviewed data by Mr Paulo Brito. Mr Brito is a consulting geologist for Harvest Minerals Limited and is a Member of AusIMM – The Minerals Institute, as well as, a Member of Australian Institute of Geoscientists. Mr Brito has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Brito consents to the inclusion in the report of the matters based on their information in the form and context in which it appears. Mr Brito accepts responsibility for the accuracy of the statements disclosed in this release.

For full details and JORC Table 1 detailed information see ASX announcement "Arapua Fertilizer Project Update" dated 2 February 2015. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement 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.

The Sergi Potash Project:

The information in this report which relates to the Mineral Resource and Exploration Target is based on information compiled by Leonardo Soares who is a geologist and full time employee of Coffey Consultoria e Serviços Ltda and a Member of the Australian Institute of Geoscientists. Leonardo Soares has sufficient relevant experience to the style of mineralization and underground rooms and pillars mine projects under consideration and to the activity for which he is undertaking to qualify as a Competent Person as defined in the JORC Code 2012.

Mr Soares was supported and peer reviewed by the mining engineer Porfírio Rodriguez, who are consultant of Coffey Consultoria e Serviços Ltda and member of the Australian Institute of Geoscientists. Mr Rodriguez has sufficient relevant experience to the style of mineralization and deposit type under consideration and to the activity for which he is undertaking to qualify as a Competent Person as defined in the JORC Code 2012.

Mr Soares and Mr Rodriguez consent to the inclusion in the report of the matters based on the information in the form and context in which it appears.

For full details and JORC Table 1 detailed information see ASX announcement "Inferred Mineral Resource Estimate – Sergi Potash Project" dated 23 July 2015. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement 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.

Harvest Minerals Limited

Consolidated Statement of Comprehensive Income *for the year ended 30 June 2015*

	Notes	2015 \$	2014 \$	Consolidated
Revenue				
Interest income		14,882	37,824	
Other income		-	-	
Revenue		14,882	37,824	
Public company costs		(34,253)	(48,519)	
Accounting and audit fees		(82,145)	(85,126)	
Consultant and directors' fees		(389,450)	(579,675)	
Legal fees		(37,206)	(16,887)	
Share based payments	22	(71,142)	(59,285)	
Travel expenses		(152,493)	(100,279)	
Impairment of exploration expenditure	10	(769,584)	(61,291)	
Foreign exchange gain		136,934	-	
Loss on acquisition of subsidiary	24	-	(369,022)	
Other expenses	4	(240,121)	(230,827)	
Loss from continuing operations before income tax		(1,624,578)	(1,513,087)	
Income tax expense	5	-	-	
Loss from continuing operations after income tax		(1,624,578)	(1,513,087)	
Net loss for the year		(1,624,578)	(1,513,087)	
Other Comprehensive (loss)/income				
<i>Item that may be reclassified subsequently to operating result</i>				
Foreign currency translation		(106,601)	(10,519)	
Other comprehensive (loss)/income for the year		(1,731,179)	(1,523,606)	
Total comprehensive loss for the year		(1,731,179)	(1,523,606)	
Loss per share attributable to owners of Harvest Minerals Limited				
Basic and diluted loss per share (cents per share)	19	(0.64)	(2.04)	

Consolidated Statement of Financial Position as at 30 June 2015

	Notes	Consolidated	
		2015 \$	2014 \$
CURRENT ASSETS			
Cash and cash equivalents	6	1,537,960	499,601
Trade and other receivables	7	47,063	22,492
TOTAL CURRENT ASSETS		1,585,023	522,093
NON-CURRENT ASSETS			
Plant and equipment	9	16,503	12,755
Deferred exploration and evaluation expenditure	10	1,394,679	848,924
TOTAL NON-CURRENT ASSETS		1,411,182	861,679
TOTAL ASSETS		2,996,205	1,383,772
CURRENT LIABILITIES			
Trade and other payables	11	701,182	120,458
TOTAL CURRENT LIABILITIES		701,182	120,458
TOTAL LIABILITIES		701,182	120,458
NET ASSETS		2,295,023	1,263,314
EQUITY			
Issued capital	12	14,241,114	11,549,368
Reserves	13	2,665,540	2,700,999
Accumulated losses	14	(14,611,631)	(12,987,053)
TOTAL EQUITY		2,295,023	1,263,314

Consolidated Statement of Cash Flows for the year ended 30 June 2015

	Notes	2015 \$	2014 \$	Consolidated
CASH FLOWS FROM OPERATING ACTIVITIES				
Payments to suppliers and employees		(915,805)	(1,084,836)	
Payment of refundable security deposit		(17,248)	-	
Interest received		14,864	43,906	
NET CASH USED IN OPERATING ACTIVITIES	6	(918,189)	(1,040,930)	
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of plant and equipment		(12,875)	(630)	
Expenditure on exploration and evaluation expenditure		(604,524)	(586,963)	
Cash acquired on acquisition of subsidiary	24	-	651,712	
NET CASH (USED IN) / PROVIDED BY INVESTING ACTIVITIES		(617,399)	64,119	
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from rights issue		1,800,134	-	
Proceeds from placement		600,000	-	
Proceeds from shortfall applications received but not yet allotted		140,000	-	
Share issue costs		(103,121)	-	
NET CASH PROVIDED BY FINANCING ACTIVITIES		2,437,013	-	
Net increase / (decrease) in cash held		901,425	(976,811)	
Cash and cash equivalents at beginning of year		499,601	1,476,412	
Effect of exchange rate fluctuations on cash held		136,934	-	
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	6	1,537,960	499,601	

Consolidated Statement of Changes in Equity for the year ended 30 June 2015

Consolidated	Issued capital \$	Accumulated losses \$	Foreign currency translation reserve \$	Share based payment reserve \$	Total \$
At 1 July 2014	11,549,368	(12,987,053)	(15,873)	2,716,872	1,263,314
Loss for the year	-	(1,624,578)	-	-	(1,624,578)
Other comprehensive loss	-	-	(106,601)	-	(106,601)
Total comprehensive loss	-	(1,624,578)	(106,601)	-	(1,731,179)
 Transactions with owners in their capacity as owners					
Shares issued as consideration for acquisition	400,000	-	-	-	400,000
Shares issued as part of placement	600,000	-	-	-	600,000
Shares issued as part of rights issue	1,800,134	-	-	-	1,800,134
Share issue costs	(108,388)	-	-	-	(108,388)
Share based payments	-	-	71,142	-	71,142
At 30 June 2015	14,241,114	(14,611,631)	(122,474)	2,788,014	2,295,023
 At 1 July 2013	10,554,368	(11,473,966)	(5,354)	2,657,587	1,732,635
Loss for the year	-	(1,513,087)	-	-	(1,513,087)
Other comprehensive income	-	-	(10,519)	-	(10,519)
Total comprehensive (loss) / income	-	(1,513,087)	(10,519)	-	(1,523,606)
 Transactions with owners in their capacity as owners					
Shares issued on acquisition of subsidiary	900,000	-	-	-	900,000
Shares issued in lieu of debt	50,000	-	-	-	50,000
Shares issued to corporate advisors	45,000	-	-	-	45,000
Share based payments	-	-	59,285	-	59,285
At 30 June 2014	11,549,368	(12,987,053)	(15,873)	2,716,872	1,263,314

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

1. Corporate Information

The financial report of Harvest Minerals Limited ("Harvest Minerals" or "the Company") and its controlled entities ("the Group") for the year ended 30 June 2015 was authorised for issue in accordance with a resolution of the Directors on 11 August 2015.

Harvest Minerals Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange.

The nature of the operations and the principal activities of the Group are described in the Directors' Report.

2. Summary of Significant Accounting Policies

(a) Basis of Preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*. The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards.

The financial report has been prepared on an accrual basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. Material accounting policies adopted in preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The presentation currency is Australian dollars.

(b) Parent entity information

In accordance with the *Corporations Act 2001*, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 26.

(c) Compliance statement

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

(d) New accounting standards and interpretations issued but yet effective

The following applicable accounting standards and interpretations have been issued or amended but are not yet effective. These standards have not been adopted by the Group for the year ended 30 June 2015 and no change to the Group's accounting policy is required.

Reference	Title	Summary	Impact on Group's financial report	Application date for Group
AASB 9	Financial Instruments	<p>AASB 9 includes requirements for the classification and measurement of financial assets. It was further amended by AASB 2010-7 to reflect amendments to the accounting for financial liabilities.</p> <p>These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes are described below.</p> <p>(a) Financial assets that are debt instruments will be classified based on (1) the objective of the entity's business model for managing the financial assets; (2) the characteristics of the contractual cash flows.</p>	The Group has not yet determined the impact on the Group's financial statements.	1 Jan 2017

Reference	Title	Summary	Impact on Group's financial report	Application date for Group
		<p>(b) Allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.</p> <p>(c) Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.</p> <p>(d) Where the fair value option is used for financial liabilities the change in fair value is to be accounted for as follows:</p> <ul style="list-style-type: none"> ▶ The change attributable to changes in credit risk is presented in other comprehensive income (OCI) ▶ The remaining change is presented in profit or loss <p>If this approach creates or enlarges an accounting mismatch in the profit or loss, the effect of the changes in credit risk are also presented in profit or loss.</p> <p>Consequential amendments were also made to other standards as a result of AASB 9, introduced by AASB 2009-11 and superseded by AASB 2010-7 and 2010-10.</p>		

The Group has not elected to early adopt any new Standards or Interpretations.

(e) Changes in accounting policies and disclosures

In the year ended 30 June 2015, the Group has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for the current annual reporting period.

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

(f) Basis of Consolidation

The consolidated financial statements comprise the financial statements of Harvest Minerals Limited and its subsidiaries as at 30 June each year ('the Company').

Subsidiaries are all those entities (including special purpose entities) over which the Company has control. The Company controls an entity when the company 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 to direct the activities of the entity.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-company transactions have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is obtained by the Company and cease to be consolidated from the date on which control is transferred out of the Company.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves recognising at acquisition date, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree. The identifiable assets acquired and the liabilities assumed are measured at their acquisition date fair values.

The difference between the above items and the fair value of the consideration (including the fair value of any pre-existing investment in the acquiree) is goodwill or a discount on acquisition.

A change in the ownership interest of a subsidiary that does not result in a loss of control, is accounted for as an equity transaction.

(g) Foreign Currency Translation*(i) Functional and presentation currency*

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional and presentation currency of Harvest Minerals Limited is Australian dollars. The functional currency of the overseas subsidiaries is Brazilian Reals.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

(iii) Group entities

The results and financial position of all the Company entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are taken to foreign currency translation reserve.

When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in the statement of comprehensive income, as part of the gain or loss on sale where applicable.

(h) Plant and Equipment

Each class of plant and equipment is carried at cost less, where applicable, any accumulated depreciation and impairment losses.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance expenditure is charged to the statement of comprehensive income during the financial period in which it is incurred.

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight line basis over their useful lives to the Group commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable assets are:

<i>Class of Fixed Asset</i>	<i>Depreciation Rate</i>
Plant and equipment	33% – 50%
Furniture, Fixtures and Fittings	10%
Computer and software	20%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each statement of financial position date.

Derecognition

Additions of plant and equipment are derecognised upon disposal or when no further future economic benefits are expected from their use or disposal.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are recognised in the statement of comprehensive income.

(i) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Group and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in the statement of comprehensive income.

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been

determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(j) Exploration expenditure

Exploration and evaluation expenditure incurred by or on behalf of the Group is accumulated separately for each area of interest. Such expenditure comprises net direct costs and an appropriate portion of related overhead expenditure, but does not include general overheads or administrative expenditure not having a specific nexus with a particular area of interest.

Each area of interest is limited to a size related to a known or probable mineral resource capable of supporting a mining operation.

Exploration and evaluation expenditure for each area of interest is carried forward as an asset provided that one of the following conditions is met:

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

Expenditure which fails to meet the conditions outlined above is written off, furthermore, the directors regularly review the carrying value of exploration and evaluation expenditure and make write downs if the values are not expected to be recoverable.

Identifiable exploration assets acquired are recognised as assets at their cost of acquisition, as determined by the requirements of AASB 6 Exploration for and evaluation of mineral resources. Exploration assets acquired are reassessed on a regular basis and these costs are carried forward provided that at least one of the conditions referred to in AASB 6 is met.

Exploration and evaluation expenditure incurred subsequent to acquisition in respect of an exploration asset acquired is accounted for in accordance with the policy outlined above for exploration expenditure incurred by or on behalf of the entity.

Acquired exploration assets are not written down below acquisition cost until such time as the acquisition cost is not expected to be recovered.

When an area of interest is abandoned, any expenditure carried forward in respect of that area is written off.

Expenditure is not carried forward in respect of any area of interest/mineral resource unless the Group's rights of tenure to that area of interest are current.

(k) Trade and Other Receivables

Trade receivables, which generally have 30 – 90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts.

An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off when identified.

(l) Cash and Cash Equivalents

Cash and cash equivalent in the statement of financial position include cash on hand, deposits held at call with banks and other short term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown as current liabilities in the statement of financial position. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as described above and bank overdrafts.

(m) Provisions

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

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money, and where appropriate, the risks specific to the liability.

Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(n) Trade and other payables

Liabilities for trade creditors and other amounts are measured at amortised cost, which is the fair value of the consideration to be paid in the future for goods and services received that are unpaid, whether or not billed to the Group.

(o) Income Tax

Deferred income tax is provided for on all temporary differences at balance date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes.

No deferred income tax will be recognised from the initial recognition of goodwill or of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

No deferred income tax will be recognised in respect of temporary differences associated with investments in subsidiaries if the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary differences will not reverse in the near future.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is charged or credited in the statement of comprehensive income except where it relates to items that may be charged or credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward of unused tax assets and unused tax losses to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on tax rates (and tax laws) that have been enacted or substantially enacted at the balance date and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law. The carrying amount of deferred tax assets is reviewed at each balance date and only recognised to the extent that sufficient future assessable income is expected to be obtained.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the statement of comprehensive income.

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

(p) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(q) Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue is capable of being reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

Interest income

Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

(r) Earnings per share*Basic earnings per share*

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than dividends, by the weighted average number of ordinary shares, adjusted for any bonus elements.

Diluted earnings per share

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

- costs of servicing equity (other than dividends);
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;
- divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus elements.

(s) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of GST/sales tax, except where the amount of GST/sales tax incurred is not recoverable from the relevant Tax Authority. In these circumstances, the GST/sales tax is recognised as

part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST/sales tax.

The net amount of GST/sales tax recoverable from, or payable to, the Tax Authority is included as part of receivables or payables in the statement of financial position.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which is receivable from or payable to the ATO, are disclosed as operating cash flows.

(t) Share based payment transactions

The Group provides benefits to individuals acting as, and providing services similar to employees (including Directors) of the group in the form of share based payment transactions, whereby individuals render services in exchange for shares or rights over shares ('equity settled transactions').

There is currently an Employee Share Option Scheme (ESOS) in place, which provides benefits to Directors and individuals providing services similar to those provided by an employee.

The cost of these equity settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by using an option pricing formula taking into account the terms and conditions upon which the instruments were granted, as discussed in note 22.

In valuing equity settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Harvest Minerals Limited ('market conditions').

The cost of the equity settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ('vesting date').

The cumulative expense recognised for equity settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the Directors of the group, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of the market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The statement of comprehensive income charge or credit for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

Where the terms of an equity settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of the modification.

Where an equity settled award is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised for the award is recognised immediately. However if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The cost of equity-settled transactions with non-employees is measured by reference to the fair value of goods and services received unless this cannot be measured reliably, in which case the cost is measured by reference to the fair value of the equity instruments granted. The dilutive effect, if any, of outstanding options is reflected in the computation of loss per share (see note 19).

(u) Comparative figures

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

(v) Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

(w) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principle market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interest. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed each reporting date and transfers between levels are determined based on a reassessment of the lowest level input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

(x) Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Capitalised exploration and evaluation expenditure

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related lease itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors which could impact the future recoverability include the level of proved, probable and inferred mineral resources, future technological changes which could impact the cost of mining, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices and exchange rules.

To the extent that capitalised exploration and evaluation expenditure is determined not to be recoverable in the future, this will reduce profits and net assets in the period in which this determination is made.

In addition, exploration and evaluation expenditure is capitalised if activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves. To the extent that it is determined in the future that this capitalised expenditure should be written off, this will reduce profits and net assets in the period in which this determination is made.

Share based payment transactions

The Group measures the cost of equity settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black Scholes formula taking into account the terms and conditions upon which the instruments were granted, as discussed in note 22.

Functional currency translation reserve

Under the Accounting Standards, each entity within the Group is required to determine its functional currency, which is the currency of the primary economic environment in which the entity operates. Management considers the Brazilian subsidiaries to be foreign operations with Brazilian Reias as the functional currency. In arriving at this determination, management has given priority to the currency that influences the labour, materials and other costs of exploration activities as they consider this to be a primary indicator of the functional currency.

3. Segment Information

For management purposes, the Group is organised into one main operating segment, which involves mining exploration for tin. All of the Group's activities are interrelated, and discrete financial information is reported to the Board (Chief Operating Decision Makers) as a single segment.

Revenues of approximately Nil (2014 - Nil) are derived from a single external customer.

Accordingly, all significant operating decisions are based upon analysis of the Group as one segment. The financial results from this segment are equivalent to the financial statements of the Group as a whole. Total revenue earned by the Group is generated in Australia and all of the Group's non-current assets reside in Brazil.

	Consolidated	
	2015 \$	2014 \$
4. Other Expenses		
Insurance	8,317	9,251
Meetings expenses	1,908	11,649
Telephone and internet	3,026	7,723
Printing and stationery	6,617	10,237
Rent and outgoings	-	38,334
Serviced office	127,231	120,000
Depreciation	8,128	21,158
Other	84,894	12,475
Total other expenses	240,121	230,827

5. Income Tax

(a) Income tax expense

Major component of tax expense for the year:

Current tax	-	-
Deferred tax	-	-
	<hr/>	<hr/>

(b) Numerical reconciliation between aggregate tax expense recognised in the statement of comprehensive income and tax expense calculated per the statutory income tax rate.

A reconciliation between tax expense and the product of accounting loss before income tax multiplied by the Group's applicable tax rate is as follows:

Loss from continuing operations before income tax expense	(1,624,578)	(1,513,087)
Tax at the group rate of 30%	(487,373)	(453,926)
Expense of remuneration options	21,343	17,786
Non-deductible expenses	230,875	18,387
Income tax benefit not brought to account	235,155	417,753
Income tax expense	<hr/>	<hr/>

(c) Unused tax losses

Unused tax losses	4,835,774	3,071,354
Potential tax benefit not recognised at 30%	1,450,732	921,406

The benefit of the tax losses will only be obtained if:

- (i) the Group derives future assessable income in Australia of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised, and
- (ii) the Group continues to comply with the conditions for deductibility imposed by tax legislation in Australia and
- (iii) no changes in tax legislation in Australia adversely affect the Group in realising the benefit from the deductions for the losses.

	Consolidated	
	2015	2014
	\$	\$
6. Cash and Cash Equivalents		
Reconciliation of Cash and Cash Equivalents		
Cash comprises:		
Cash at bank	884,629	499,601
Short term deposits	653,331	-
	1,537,960	499,601
Reconciliation of operating loss after tax to the cash flows from operations		
Loss from ordinary activities after tax	(1,624,578)	(1,513,087)
Non cash items		
Share based payments (refer not 22)	71,142	59,285
Depreciation charges	8,128	21,158
Exploration expenditure written off (refer note 10)	769,584	61,291
Foreign exchange gain	(136,934)	-
Loss on acquisition of subsidiary (refer note 24)	-	369,022
Change in assets and liabilities		
(Increase) / Decrease in trade and other receivables	(20,038)	15,439
Increase / (Decrease) in trade and other payables	14,507	(54,038)
Net cash outflow from operating activities	(918,189)	(1,040,930)

Non-cash Investing and Financing Transactions

During the year ended 30 June 2015, the Company has issued shares to acquire assets. These transactions are described at note 22(c).

7. Trade and Other Receivables – Current

GST receivable	15,806	12,522
Refundable security deposit	17,248	-
Other	14,009	9,970
	47,063	22,492

Trade debtors, other debtors and goods and services tax are non-interest bearing and generally receivable on 30 day terms. They are neither past due nor impaired. The amount is fully collectible. Due to the short term nature of these receivables, their carrying value is assumed to approximate their fair value.

8. Investments in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2(f).

Name of Entity	Country of Incorporation	Equity Holding 2015	Equity Holding 2014
Triumph Tin Mining Limited	Australia	100%	100%
Lotus Mining Pty Limited	Australia	100%	100%
Auzfert Pty Ltd (formerly Avenue Resources Holdings Pty Ltd)	Australia	-	100%
Triunfo Mineracao do Brasil Ltda	Brazil	100%	100%

	Consolidated	
	2015	2014
	\$	\$
9. Plant and Equipment		
Plant and Equipment		
Cost	53,989	41,391
Accumulated depreciation and impairment	(41,707)	(34,385)
Net carrying amount	<u>12,282</u>	<u>7,006</u>
Computer Equipment and Software		
Cost	1,089	1,262
Accumulated depreciation and impairment	(597)	(439)
Net carrying amount	<u>492</u>	<u>823</u>
Furniture, Fixtures and Fittings		
Cost	5,251	6,081
Accumulated depreciation and impairment	(1,522)	(1,155)
Net carrying amount	<u>3,729</u>	<u>4,926</u>
Total Plant and Equipment	<u>16,503</u>	<u>12,755</u>
Movements in Plant and Equipment		
Plant and Equipment		
At beginning of the year	7,006	28,143
Effect of foreign exchange rate	(279)	-
Additions	12,875	-
Disposals	-	(836)
Depreciation charge for the year	(7,320)	(20,301)
	<u>12,282</u>	<u>7,006</u>
Computer Equipment and Software		
At beginning of the year	823	1,097
Effect of foreign exchange rate	(173)	(26)
Depreciation charge for the year	(158)	(248)
	<u>492</u>	<u>823</u>
Furniture, Fixtures and Fittings		
At beginning of the year	4,926	4,148
Effect of foreign exchange rate	(830)	(114)
Additions	-	1,495
Depreciation charge for the year	(367)	(603)
	<u>3,729</u>	<u>4,926</u>
Total Plant and Equipment	<u>16,503</u>	<u>12,755</u>

	Consolidated	
	2015	2014
	\$	\$
10. Deferred Exploration and Evaluation Expenditure		
At beginning of the year	848,924	276,393
Acquisition of Capela Potash Project ¹	920,000	-
Acquisition of Sergi Potash Project ²	100,000	-
Exploration expenditure during the year	402,505	634,939
Impairment loss ³	(769,584)	(61,291)
Net exchange differences on translation	(107,166)	(1,117)
Total exploration and evaluation	1,394,679	848,924

¹ As announced on the ASX on 28 August 2014 Harvest acquired a 51% interest in the Capela Potash Project in the Sergipe State, Brazil. The portion of consideration for this acquisition incurred during the period includes a payment of \$120,000 and the issue of 40,000,000 fully paid ordinary shares in the Company at a price of \$0.01 per share on execution of acquisition agreement and the issue of further shares in the Company to the value of \$400,000 prior to 31 December 2014 (this portion of the consideration has been recorded as a liability at 30 June 2015 and was settled subsequent to year-end. Refer to note 17). Refer to note 15 for details of further commitments under the Capela Potash Project acquisition agreement.

² As announced on the ASX on 20 April 2015 Harvest acquired a 100% interest in the Sergi Potash Project in the Sergipe State, Brazil. The portion of consideration for this acquisition incurred during the period include a payment of \$50,000 on execution of acquisition Heads of Agreement and a further payment of \$50,000 on execution of the acquisition Definitive Agreement. Refer to note 15 for details of further commitments under the Sergi Potash Project acquisition agreement.

³ As a result of the matter disclosed in note 17 in relation to the Azul Tin Project in Brazil, all carried forward expenditure in relation to the Azul Tin Project has been fully impaired at year-end.

The ultimate recoupment of costs carried forward for exploration expenditure is dependent on the successful development and commercial exploitation or sale of the respective mining areas.

11. Trade and Other Payables

Trade payables	141,182	56,356
Accruals ¹	420,000	63,800
Other ²	140,000	302
	701,182	120,458

¹ Accruals as at balance date include the shares to the value of \$400,000 to be issued under the Capela Potash Project Mineral Rights Purchase and Sale Agreement. Refer to note 10 for further details.

² Relates to shortfall application monies received where the shortfall shares are yet to be allotted as at 30 June 2015.

Trade creditors, other creditors and goods and services tax are non-interest bearing and generally payable on 60 day terms. Due to the short term nature of these payables, their carrying value is assumed to approximate their fair value.

	Consolidated	
	2015	2014
	\$	\$
12. Issued Capital		
(a) Issued capital		
Ordinary shares fully paid	14,241,114	11,549,368
	2015	2014
(b) Movements in shares on issue	Number of shares	\$
At beginning of the year	77,430,000	11,549,368
Shares issued as consideration for acquisition ¹	40,000,000	400,000
Shares issued on acquisition of subsidiary	-	-
Shares issued in lieu of debt	-	1,000,000
Shares issued to corporate advisors	-	1,000,000
Shares issued as part of rights issue ²	180,013,423	1,800,134
Shares issued as part of placement ³	60,000,000	600,000
Share issue costs	-	(108,388)
At 30 June	357,443,423	14,241,114
	77,430,000	11,549,368

¹ As announced on the ASX on 28 August 2014 40,000,000 shares were issued as part consideration to acquire the Capela Potash Project in the Sergipe State, Brazil.

² 154,860,000 shares at \$0.01 per share were issued under the Entitlement Issue Prospectus as disclosed on the ASX on 8 July 2014. A further 25,153,423 shares at \$0.01 per share were issued under the Entitlement Issue Prospectus as disclosed on the ASX on 29 May 2015.

³ 60,000,000 shares at \$0.01 per share were issued to sophisticated investors as disclosed on the ASX on 27 May 2015.

(c) Ordinary shares

The Company does not have authorised capital nor par value in respect of its issued capital. Ordinary shares have the right to receive dividends as declared and, in the event of a winding up of the Company, to participate in the proceeds from sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or proxy, at a meeting of the Company.

(d) Capital risk management

The Group's capital comprises share capital, reserves less accumulated losses amounting to \$2,295,023 at 30 June 2015 (2014: \$1,263,314). The Group manages its capital to ensure its ability to continue as a going concern and to optimise returns to its shareholders. The Group was ungeared at year end and not subject to any externally imposed capital requirements. Refer to note 20 for further information on the Group's financial risk management policies.

(e) Share options

As at the date of this report, there were 6,000,000 unissued ordinary shares under options (6,000,000 at the reporting date). The details of the options at the date of this report are as follows:

Number	Exercise Price \$	Expiry Date
6,000,000	0.05	31 December 2015

No option holder has any right under the options to participate in any other share issue of the company or any other entity.

On 15 September 2014, 3,000,000 unlisted options with an exercise price of \$0.25 expired. On 31 March 2015, 2,000,000 unlisted options with an exercise price of \$0.25 expired. On 30 June 2015, 12,000,000 unlisted options with an exercise price of \$0.25 expired.

No options were exercised during or since the end of the financial year.

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

	Consolidated	
	2015	2014
	\$	\$
13. Reserves		
Share based payment reserve	2,788,014	2,716,872
Foreign currency translation reserve	(122,474)	(15,873)
	2,665,540	2,700,999

Movements in Reserves

<i>Share based payment reserve</i>		
At beginning of the year	2,716,872	2,657,587
Share based payments during the year	71,142	59,285
At 30 June	2,788,014	2,716,872

The share based payment reserve is used to record the value of equity benefits provided to Directors and Executives as part of their remuneration and non-employees for their services. Refer to note 22 for further details of the options issued during the financial year.

<i>Foreign currency translation reserve</i>		
At beginning of the year	(15,873)	(5,354)
Foreign currency translation	(106,601)	(10,519)
At 30 June	(122,474)	(15,873)

The foreign exchange differences arising on translation of the foreign controlled entities are taken to the foreign currency translation reserve, as described in note 2(g). The reserve is recognised in the statement of comprehensive income when the net investment is disposed of.

14. Accumulated losses

Movements in accumulated losses were as follows:		
At beginning of the year	(12,987,053)	(11,473,966)
Loss for the year	(1,624,578)	(1,513,087)
At 30 June	(14,611,631)	(12,987,053)

15. Expenditure Commitments

(a) Rental and service agreements

The Group entered a service agreement for certain administrative services and office space for a term of three years starting in October 2014. The Group is required to give three months written notice to terminate the agreement.

Within one year	120,000	180,000
After one year but not longer than 5 years	150,000	105,000
	270,000	285,000

15. Expenditure Commitments continued**(b) Exploration commitments**

In order to maintain the current rights of tenure to mining tenements, the Group has certain committed exploration expenditure requirements and option payments. Elements of these obligations that are not provided for in the financial statements and are due as follows:

	Consolidated	
	2015	2014
	\$	\$
Within one year	2,783,595	212,337
After one year but not longer than five years	4,312,397	530,842
After five years	7,506,336	-
	14,602,328	743,179

These obligations have arisen as result from certain acquisitions that were undertaken during the year as summarised below.

As announced on the ASX on 28 August 2014 Harvest acquired a 51% interest in the Capela Potash Project in the Sergipe State, Brazil from Kmine Holdings Ltd. Consideration for this acquisition per the Mineral Rights Purchase and Sale Agreement comprises:

- a). Payment of \$120,000 on execution of the acquisition agreement;
- b). The issue of 40,000,000 fully paid ordinary shares in the Company at a price of \$0.01 per share (note 12);
- c). The issue of further shares in the Company to the value of \$400,000 prior to 31 December 2014 (this portion of the consideration has been recorded as a liability at 30 June 2015) and was settled with the issue of 40,000,000 fully paid ordinary shares in the Company on 10 July 2015;
- d). The issue of further shares in the Company to the value of \$400,000, not before 31 December 2014, on the identification of 10 million tonnes of carnallite or sylvite with a minimum grade of 10% KCl;
- e). The issue of further shares in the Company to the value of \$800,000, not before 31 July 2015, on the identification of a JORC inferred reserve with the minimum of 25 million tonnes with a minimum grade of more than 10% of KCl;
- f). The issue of further shares in the Company to the value of \$1,000,000, not before 31 December 2015, if the Company completes a scoping study, feasibility study or another study that confirms the economic feasibility under the JORC Code;
- g). Drill two (2) holes for a total of 700m.

The elements of the consideration noted at d). to g). have not been fulfilled as at 30 June 2015 and have therefore been recorded as commitments as appropriate. Harvest also has the option of acquiring the other 49% interest in the Project by the payment of \$5,000,000 within three years after execution of the agreement.

15. Expenditure Commitments continued

As announced on the ASX on 20 April 2015 Harvest acquired a 100% interest in the Sergi Potash Project in the Sergipe State, Brazil from Kmine Holdings Ltd. Consideration for this acquisition per the Heads of Agreement comprises:

- a). Payment of \$50,000 on execution of the acquisition agreement;
- b). Payment of \$50,000 on execution of Definitive Agreement, subject to due diligence;
- c). On 31 December 2015 and 2016 payment of \$100,000 and 60,000,000 fully paid ordinary shares in the Company;
- d). On 31 December 2017 to 2021 payment of \$100,000 to Kmine Holdings Ltd;
- e). On achieving minimum horizon of 10 meters of carnallite or sylvite with a minimum grade of 10%, payment of 60,000,000 fully paid ordinary shares in the Company;
- f). On achieving a JORC inferred reserve with the minimum of 25 million tonnes with a minimum grade of more than 10% of KCI, payment of 60,000,000 fully paid ordinary shares in the Company;
- g). On achieving a successful scope or feasibility study that confirms the economic feasibility under the JORC rules, payment of 60,000,000 fully paid ordinary shares in the Company; and
- h). On commencing of commercial production, payment of \$6,000,000 to Kmine Holdings Ltd.

The elements of the consideration noted at c). to h). have not been fulfilled as at 30 June 2015 and have therefore been recorded as commitments as appropriate.

As announced on the ASX on 5 September 2014 Harvest acquired a 100% interest in the Arapua Fertilizer Project in the State of Minas Gerais in Brazil. The salient terms of the acquisition are:

- a). A total payment of US\$1,000,000 at the commencement of commercial production; and
- b). A Net Smelter Return Royalty to the vendors of 2%.

The elements of the consideration have not been fulfilled as at 30 June 2015 and have therefore been recorded as commitments as appropriate.

If the Group decides to relinquish and/or does not meet the obligations, assets recognised in the Statement of Financial Position may require review to determine the appropriateness of carrying values. The sale, transfers or farm-out of exploration rights to third parties will reduce or extinguish the above obligations.

The exploration expenditure commitments from the previous financial year were in relation a definitive agreement in regards to the Azul Tin Project in Brazil. The Group is no longer required to meet agreed option payments and minimum expenditure commitments as it has divested the asset subsequent to year end and as such, the Azul Tin Project has been fully impaired at year-end (refer to note 10).

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

16. Auditor's Remuneration

The auditor of Harvest Minerals Limited is HLB Mann Judd, the auditors of the previous financial year were RSM Bird Cameron Partners.

	Consolidated	
	2015	2014
	\$	\$
Amounts received or due and receivable for:		
- Audit or review of the financial report of the entity and any other entity in the Consolidated group	23,000	29,000
	23,000	29,000

17. Events Subsequent to Balance Date

On 10 July 2015 the issue of 40,000,000 fully paid ordinary shares in the Company to Kmine Holdings Ltd as part consideration for the acquisition of the Capela Potash Project and the prior issue of 60,000,000 fully paid ordinary shares in the Company to sophisticated investors were approved by shareholders at a general meeting.

As announced on 13 July 2015, the agreement to dispose of the Group's Azul Tin Project in Brazil was terminated due to a number of conditions precedent not being completed. In the Group's half-year financial report for the period ended 31 December 2014, the disposal group relation to this project was disclosed as an asset held for sale. As the criteria for classifying this asset as held for sale are no longer met, the asset has been ceased to be classified as held for sale and the asset has been fully impaired due to the Group relinquishing its rights in relation to this asset.

There were no other known significant events from the end of the financial year to the date of this report.

18. Related Party Disclosures

The ultimate parent entity is Harvest Minerals Limited.

Refer to note 8 for a list of all subsidiaries within the group.

Vega Funds Pty Ltd, a company in which Mr McMaster is a director, has no balance (2014: \$2,500) outstanding at year end.

Gemstar Investments Limited, a company in which Mr McMaster is a director, has \$2,500 (2014: \$nil) outstanding at year end.

Styletown Investments Pty Ltd, a company in which Mr Reilly is a director, has \$2,500 (2014: \$nil) outstanding at year end.

FFA Legal Ltda, a company in which Mr Azevedo is a director, provided the Group with legal and accounting services in Brazil totalling \$125,236 (2014: \$143,118). \$10,399 (2014: \$nil) was outstanding at year end.

Garrison Capital Pty Ltd, a company in which Mr McMaster and Mr Wood are directors and shareholders, provided the Group with a fully serviced office including administration and information technology support totalling \$30,000 (2014: \$120,000), corporate advisory services totalling \$60,000 (2014: \$80,000) and reimbursement of payments for legal, accounting and other minor expenses, at cost totalling \$23,780 (2014: \$47,290). \$5,000 (2014: \$17,288) was outstanding at year end.

Garrison Capital Partners Ltd, a company in which Mr McMaster and Mr Wood are directors and shareholders, provided the Group with corporate consulting services totalling \$36,000 (2014: \$nil). No balance was outstanding at year end.

These transactions have been entered into on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

	Consolidated	
	2015	2014
	\$	\$
19. Loss per Share		
Loss used in calculating basic and dilutive EPS	(1,624,578)	(1,513,087)

	Number of Shares	
Weighted average number of ordinary shares used in calculating basic earnings / (loss) per share :	253,379,892	74,098,493

Effect of dilution:

Share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted loss per share:	253,379,892	74,098,493

There is no impact from 6,000,000 options outstanding at 30 June 2015 (2014: 24,200,000 options) on the loss per share calculation because they are considered anti-dilutive. These options could potentially dilute basic EPS in the future. There have been no transactions involving ordinary shares or potential ordinary shares that would significantly change the number of ordinary shares or potential ordinary shares outstanding between the reporting date and the date of completion of these financial statements.

20. Financial Risk Management

Exposure to interest rate, liquidity and credit risk arises in the normal course of the Group's business. The Group does not hold or issue derivative financial instruments.

The Group uses different methods as discussed below to manage risks that arise from these financial instruments. The objective is to support the delivery of the financial targets while protecting future financial security.

(a) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities.

The Group manages liquidity risk by maintaining sufficient cash facilities to meet the operating requirements of the business and investing excess funds in highly liquid short term investments. The responsibility for liquidity risk management rests with the Board of Directors.

Alternatives for sourcing the Group's future capital needs include the cash position and the issue of equity instruments. These alternatives are evaluated to determine the optimal mix of capital resources for our capital needs. We expect that, absent a material adverse change in a combination of our sources of liquidity, present levels of liquidity along with future capital raising will be adequate to meet our expected capital needs.

Maturity analysis for financial liabilities

Financial liabilities of the Group comprise trade and other payables. As at 30 June 2015 and 30 June 2014 all financial liabilities are contractually matured within 60 days.

20. Financial Risk Management continued**(b) Interest rate risk**

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair value of financial instruments.

The Group's exposure to market risk for changes to interest rate risk relates primarily to its earnings on cash and term deposits. The Group manages the risk by investing in short term deposits.

	Consolidated	
	2015	2014
	\$	\$
Cash and cash equivalents	1,537,960	499,601

Interest rate sensitivity

The following table demonstrates the sensitivity of the Group's statement of comprehensive income to a reasonably possible change in interest rates, with all other variables constant.

Consolidated

Judgements of reasonably possible movements	Effect on Post Tax Earnings		Effect on Equity	
	Increase/(Decrease)	including accumulated losses	Increase/(Decrease)	Increase/(Decrease)
	2015	2014	2015	2014
	\$	\$	\$	\$
Increase 100 basis points	15,380	4,996	15,380	4,996
Decrease 100 basis points	(15,380)	(4,996)	(15,380)	(4,996)

A sensitivity of 100 basis points has been used as this is considered reasonable given the current level of both short term and long term Australian Dollar interest rates. The change in basis points is derived from a review of historical movements and management's judgement of future trends. The analysis was performed on the same basis in 2014.

(c) Credit risk exposures

Credit risk represents the risk that the counterparty to the financial instrument will fail to discharge an obligation and cause the Group to incur a financial loss. The Group's maximum credit exposure is the carrying amounts on the statement of financial position. The Group holds financial instruments with credit worthy third parties.

At 30 June 2015, the Group held cash at bank. These were held with financial institutions with a rating from Standard & Poors of -AA or above (long term). The Group has no past due or impaired debtors as at 30 June 2015 (2014: nil).

(d) Fair value of financial instruments

The carrying amounts of financial instruments approximate their fair values.

(e) Capital management

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

There were no changes in the Group's approach to capital management during the year. The Group is not subject to externally imposed capital requirements.

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

21. Contingent Liabilities

There are no known contingent liabilities at as at 30 June 2015 and 30 June 2014.

22. Share Based Payments

(a) Recognised share based payment transactions

Share based payment transactions recognised either as operation expenses in the statement of comprehensive income, exploration expenditure on the statement of financial position or capital raising expenses in equity during the year were as follows:

	Consolidated	
	2015	2014
	\$	\$
<i>Operating expenses</i>		
Employee share based payment (refer 22(b) below)	71,142	59,285
<i>Acquisition of subsidiary</i>		
Share based payment to vendors (refer 22(c) below)	-	900,000
Share based payment to corporate advisor (refer 22(c) below)	-	45,000
	<hr/>	<hr/>
	-	945,000
<i>Exploration expenditure</i>		
Share based payment to vendor (refer 22(c) below)	400,000	50,000
<i>Capital raising expenses</i>		
Share based payments to supplier (refer 22(c) below)	-	-

(b) Employee share based payment scheme

The Group has established an employee share option scheme (ESOS). The objective of the ESOS is to assist in the recruitment, reward, retention and motivation of employees of Harvest Minerals Limited. Under the ESOS, the Directors may invite individuals acting in a manner similar to employees to participate in the ESOS and receive options. An individual may receive the options or nominate a relative or associate to receive the options. The plan is open to executive officers, nominated consultants and employees of Harvest Minerals Limited.

The fair value at grant date of options granted during a reporting period is determined using the Black Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share and the risk free interest rate for the term of the option. No options were granted during the current reporting period.

The tables below summarise options granted under the ESOS:

2015			Balance at		Exercised		Balance at	
Grant Date	Expiry date	Exercise price	start of the year	Granted during the year	during the year	Expired during the year	end of the year	Exercisable at end of the year
			Number	Number	Number	Number	Number	Number
17 Feb 2012	31 Mar 2015	\$0.25	2,000,000	-	-	(2,000,000)	-	-
23 Aug 2013	31 Dec 2015	\$0.05	6,000,000	-	-	-	6,000,000	-
			8,000,000	-	-	(2,000,000)	6,000,000	-
Weighted remaining contractual life (years)			1.3	-	-	-	0.5	-
Weighted average exercise price			\$0.10	-	-	-	\$0.05	-

22. Share Based Payments continued

2014 Grant Date	Exercise price	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Expired during the year Number	Balance at end of the year Number	Exercisable at end of the year Number
25 Jun 2010* 30 Jun 2014	\$0.25	1,500,000	-	-	(1,500,000)	-	-
17 Feb 2012 31 Mar 2015	\$0.25	2,000,000	-	-	-	2,000,000	2,000,000
23 Aug 2013 31 Dec 2015	\$0.05	-	6,000,000	-	-	6,000,000	-
		3,500,000	6,000,000	-	(1,500,000)	8,000,000	2,000,000
Weighted remaining contractual life (years)		1.4	1.5	-	-	1.3	0.8
Weighted average exercise price		\$0.25	\$0.05	-	-	\$0.10	\$0.25

*These options were issued to former directors not under the ESOS.

(c) Other share based payments

Acquisition of subsidiary

During the previous financial year 20,000,000 shares were issued to vendors of Lotus Mining Proprietary Limited. The fair value of the shares of \$900,000 was determined by reference to the market value on the Australian Securities Exchange on the date the transaction was approved by shareholders.

During the previous financial year 1,000,000 shares were issued to Garrison Capital Pty Ltd for their role as advisor to the acquisition of Lotus Mining Proprietary Limited. The fair value of the shares of \$45,000 was determined by reference to the market value on the Australian Securities Exchange on the date the transaction was approved by shareholders.

Exploration expenditure

During the financial year 40,000,000 shares were issued to Kmine Holdings Ltd as part of the agreed terms of acquisition in relation to the Capela Potash Project agreement. The fair value of the shares of \$400,000 was determined by reference to the market value on the Australian Securities Exchange on the date the transaction. Refer to note 12 for further details.

During the previous financial year 1,000,000 shares were issued to Lara Exploration as full and final satisfaction of the unpaid US\$250,000 due per the Grant Option to Acquire Sao Lourenco Tin Project agreement. The fair value of the shares of \$50,000 was determined by reference to the market value on the Australian Securities Exchange on the date the transaction was approved by shareholders.

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

22. Share Based Payments continued

Capital raising expenses

The table below summaries options granted to suppliers and vendors:

2015	Grant Date	Expiry date	Exercise price	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Expired during the year Number	Balance at end of the year Number	Exercisable at end of the year Number
15 Sep 2010	30 Jul 2014	\$0.35	1,200,000	-	-	-	(1,200,000)	-	-
15 Sep 2010	15 Sep 2014	\$0.25	3,000,000	-	-	-	(3,000,000)	-	-
30 Jan 2012	30 Jun 2015	\$0.25	12,000,000	-	-	-	(12,000,000)	-	-
			16,200,000	-	-	-	(16,200,000)	-	-
Weighted remaining contractual life (years)				0.8	-	-	-	-	-
Weighted average exercise price				\$0.26	-	-	-	-	-

2014	Grant Date	Expiry date	Exercise price	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Expired during the year Number	Balance at end of the year Number	Exercisable at end of the year Number
15 Sep 2010	30 Jul 2014	\$0.35	1,200,000	-	-	-	-	1,200,000	1,200,000
15 Sep 2010	15 Sep 2014	\$0.25	3,000,000	-	-	-	-	3,000,000	3,000,000
30 Jan 2012	30 Jun 2015	\$0.25	12,000,000	-	-	-	-	12,000,000	12,000,000
			16,200,000	-	-	-	-	16,200,000	16,200,000
Weighted remaining contractual life (years)				1.8	-	-	-	0.8	0.8
Weighted average exercise price				\$0.26	-	-	-	\$0.26	\$0.26

23. Dividends

No dividend was paid or declared by the Group in the period since the end of the financial year and up to the date of this report.

The Directors do not recommend that any amount be paid by way of dividend for the year ended 30 June 2015.

The balance of the franking account is Nil as at 30 June 2015 (2014: Nil).

24. Acquisition of Assets

There were no acquisitions of assets during the current financial year.

Acquisition – Lotus Mining Proprietary Limited in the previous period

During the previous financial year, the Company acquired 100% of the voting shares of Lotus Mining Pty Ltd.

The total cost of the acquisition was \$945,000 and comprised an issue of equity instruments. The Company issued securities as described in note 22(c) with an issue price based on the quoted price of ordinary shares at the acquisition date where all the conditions precedent are met. It is considered that the acquisition of Lotus Mining Pty Ltd is not a business combination, but rather an acquisition of assets.

The fair value of the identifiable assets and liabilities of Lotus Mining Proprietary Limited as at the date of acquisition are:

	Recognised on acquisition
	\$
Cash and cash equivalents	651,712
Trade and other payables	(75,734)
Fair value of identifiable net assets	575,978
Cost of the acquisition:	
Securities issued, at fair value	945,000
Total cost of the acquisition	945,000
Loss recognised on acquisition of subsidiary	(369,022)
Total	575,978

25. Key management personnel disclosure

Details of the nature and amount of each element of the emolument of each Director and Executive of the Group for the financial year are as follows:

	Consolidated	
	2015	2014
	\$	\$
Short term employee benefits	120,000	423,863
Post employment benefits	-	-
Share based payments	-	59,285
Total remuneration	120,000	483,148

Harvest Minerals Limited

Notes to the financial statements at and for the year ended 30 June 2015

26. Parent Entity Information

The following details information related to the parent entity, Harvest Minerals Limited, at 30 June 2015. The information presented here has been prepared using consistent accounting policies as presented in note 2.

	Parent	
	2015	2014
	\$	\$
Current assets	1,570,414	483,950
Non current assets	<u>1,383,770</u>	<u>873,495</u>
Total Assets	<u>2,954,184</u>	<u>1,357,445</u>
Current liabilities	<u>659,161</u>	<u>94,131</u>
Total Liabilities	<u>659,161</u>	<u>94,131</u>
Net Assets	<u>2,295,023</u>	<u>1,263,314</u>
Issued capital	14,241,114	11,549,368
Share based payment reserve	2,788,014	2,716,872
Accumulated losses	<u>(14,734,105)</u>	<u>(13,002,926)</u>
Total Equity	<u>2,295,023</u>	<u>1,263,314</u>
Loss for the year	(1,730,486)	(1,523,606)
Other comprehensive income for the year	-	-
Total comprehensive loss for the year	<u>(1,730,486)</u>	<u>(1,523,606)</u>

Guarantees

Harvest Minerals Limited has not entered into any guarantees in relation to the debts of its subsidiary.

Other Commitments and Contingencies

Harvest Minerals Limited has commitments which are disclosed in note 15(w). There are no commitments to acquire property, plant and equipment. The company has no contingent liabilities.

Directors' Declaration

In accordance with a resolution of the Directors of Harvest Minerals Limited, I state that:

1. In the opinion of the Directors:

- (a) the financial statements and notes of the Group are in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the financial position of the Group as at 30 June 2015 and of its performance, for the year ended on that date; and
 - (ii) complying with Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;
- (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;
- (c) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2(c);

2. This declaration has been made after receiving the declarations required to be made by the Directors in accordance with sections of 295A of the *Corporations Act 2001* for the financial year ended 30 June 2015.

On behalf of the Board



Brian McMaster

Chairman

Perth

11 August 2015

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Harvest Minerals Limited for the year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.



Perth, Western Australia
11 August 2015

L Di Giallonardo
Partner

INDEPENDENT AUDITOR'S REPORT

To the members of Harvest Minerals Limited

Report on the Financial Report

We have audited the accompanying financial report of Harvest Minerals Limited ("the company"), which comprises the consolidated statement of financial position as at 30 June 2015, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration for the consolidated entity. The consolidated entity comprises the company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In Note 2(c), the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

Auditor's responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

Independence

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

Auditor's opinion

In our opinion:

- (a) the financial report of Harvest Minerals Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2(c).

Report on the Remuneration Report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2015. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion the remuneration report of Harvest Minerals Limited for the year ended 30 June 2015 complies with section 300A of the *Corporations Act 2001*.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

Di Giallonardo

L Di Giallonardo
Partner

Perth, Western Australia
11 August 2015

Corporate Governance Statement 2015

This statement has been approved by the Board. It is current as at 31 July 2015.

Harvest Minerals' approach to Corporate Governance

This Statement addresses how Harvest Minerals implements the ASX Corporate Governance Council's, 'Corporate Governance Principles and Recommendations – 3rd Edition (referred to as either ASX Principles or Recommendations).

Principle 1: Lay solid foundations for management and oversight

Recommendation 1.1 – A listed entity should disclose:

- a) the respective roles and responsibilities of its board and management;
- b) those matters expressly reserved to the board and those delegated to management.

Role of the Harvest Minerals Board ('the Board')

The Board is responsible for the governance of Harvest Minerals. The role of the Board is to provide overall strategic guidance and effective oversight of management. The Board derives its authority to act from Harvest Minerals' Constitution.

The Board's responsibilities are set out in a formal Charter which the Board reviews every two years. The Charter was most recently reviewed in July 2015.

The major powers the Board has reserved to itself are:

- Appointment of the Chief Executive Officer and other senior executives and the determination of their terms and conditions including remuneration and termination;
- Driving the strategic direction of the Company, ensuring appropriate resources are available to meet objectives and monitoring management's performance;
- Reviewing and ratifying systems of risk management and internal compliance and control, codes of conduct and legal compliance;
- Approving and monitoring the progress of major capital expenditure, capital management and significant acquisitions and divestitures;
- Approving and monitoring the budget and the adequacy and integrity of financial and other reporting;
- Approving the annual, half yearly and quarterly accounts;
- Approving significant changes to the organisational structure;
- Approving the issue of any shares, options, equity instruments or other securities in the Company (subject to compliance with ASX Listing Rules);
- Ensuring a high standard of corporate governance practice and regulatory compliance and promoting ethical and responsible decision making;
- Recommending to shareholders the appointment of the external auditor as and when their appointment or re-appointment is required to be approved by them (in accordance with the ASX Listing Rules); and
- Meeting with the external auditor, at their request, without management being present.

Delegation to the CEO

The Board has delegated to the CEO responsibility for implementing Harvest Minerals' strategic direction and for managing Harvest Minerals' day-to-day operations.

Recommendation 1.2 – A listed entity should disclose:

- a) undertake appropriate checks before appointing a person or putting forward to security holders a candidate for election, as a director;
- b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.

The Group does not have a Nomination Committee. The role of the Nomination Committee has been assumed by the full Board operating under the Nomination Committee Charter adopted by the Board.

When considering the appointment of a new Director, the Board may engage the services of an executive recruitment firm to assist identify suitable candidates to be shortlisted for consideration for appointment to the Board and to carry out appropriate reference checks before the Board makes an offer to a preferred candidate.

Newly appointed directors must stand for reappointment at the next subsequent AGM. The Notice of Meeting for the AGM provides shareholders with information about each Director standing for election or re-election including details of relevant skills and experience.

Recommendation 1.3 – A listed entity should have a written agreement with each director and executive setting out the terms of their appointment.

New Directors consent to act as a Director and receive a formal letter of appointment which sets out duties and responsibilities, rights, and remuneration entitlements.

Corporate Governance Statement 2015

Recommendation 1.4 – *The company secretary of a listed entity should be accountable directly to the chair, on all matters to do with the proper functioning of the board.*

Harvest Minerals' Company Secretary fulfils a broad range of management responsibilities in addition to company secretarial duties. As a result, the formal reporting line of the Company Secretary is to the Chair. For any matter relevant to the company secretarial duties or conduct of the Board, the Company Secretary has an indirect reporting line, and is accountable, to the Chair of the Board.

Recommendation 1.5 – *A listed entity should:*

- a) *have a diversity policy which includes requirements for the board to or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;*
- b) *disclose that policy or a summary of it; and*
- c) *disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either:*
 1. *the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or*
 2. *if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.*

The Group has not disclosed its policy concerning diversity, its measurable objectives for achieving gender diversity and its progress towards achieving those objectives. The Board continues to monitor diversity across the organization however due to the size of the Group, the Board does not consider it appropriate at this time to formally set measurable objectives for gender diversity.

The Group is committed to workplace diversity and to ensuring a diverse mix of skills and talent exists amongst its directors, officers and employees, to enhance Group performance. The Board has adopted a Diversity Policy which addresses equal opportunities in the hiring, training and career advancement of directors, officers and employees.

In accordance with this policy, the Board discloses there were no women employed in the organization or on the Board of the Group as at the date of this report.

Recommendation 1.6 – *A listed entity should:*

- a) *have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors;*
- b) *disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.*

Evaluation of Board and individual Directors

The Board of Harvest Minerals conducts its performance review of itself on an ongoing basis throughout the year. The small size of the Group and hands on management style requires an increased level of interaction between Directors and Executives throughout the year. Board members meet amongst themselves both formally and informally. The Board considers that the current approach that it has adopted with regard to the review of its performance provides the best guidance and value to the Group given its size.

Recommendation 1.7 – *A listed entity should:*

- a) *have and disclose a process for periodically evaluating the performance of its senior executives; and*
- b) *disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.*

The Board of Harvest Minerals does not conduct performance reviews of senior executives given there are currently no such roles in the organisation.

Principle 2: Structure the Board to add value

Harvest Minerals' Constitution provides for a minimum of three directors and a maximum of nine.

The Directors of Harvest Minerals at any time during the financial year are listed with a brief description of their qualifications, appointment date, experience and special responsibilities on pages 2 and 3 of the Annual Report.

The Board met regularly throughout the course of the financial year to discuss the Company's operational and financial activities, however only one formal meetings was held.

Corporate Governance Statement 2015

Recommendation 2.1 – *The Board of a listed entity should:*

- a) *have a nomination committee which:*
 1. *Has at least three members, a majority of whom are independent directors; and*
 2. *Is chaired by an independent director;*
and disclose:
 3. *the charter of the committee;*
 4. *the members of the committee; and*
 5. *as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*
- b) *if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable to discharge its duties and responsibilities effectively.*

The Group does not have a Nomination committee. The role of the Nomination Committee has been assumed by the full Board operating under the Nomination Committee Charter adopted by the Board.

Recommendation 2.2 – *The listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.*

The Group does not have an established board skills matrix on the mix of skills and diversity for Board membership. The Board continues to monitor the mix of skills and diversity on the Board however, due to the size of the Group, the Board does not consider it appropriate at this time to formally set matrix on the mix of skills and diversity for Board membership.

Recommendation 2.3 – *A listed entity should disclose:*

- a) *the names of the directors considered by the board to be independent directors;*
- b) *if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion and*
- c) *the length of service of each director.*

The skills, experience and expertise relevant to the position of Director held by each Director in office at the date of the Annual Report is included in the Directors' Report. Directors of the Group are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, the exercise of their unfettered and independent judgement.

The Board has accepted the following definition of an Independent Director:

"An Independent Director is a Director who is not a member of management, is a Non-Executive Director and who:

- is not a substantial shareholder (under the meaning of Corporations Act 2001) of the Group or an officer of, or otherwise associated, directly or indirectly, with a substantial shareholder of the Group;
- has not within the last three years been employed in an executive capacity by the Group or another Group member, or been a Director after ceasing to hold any such employment;
- is not a principal of a professional adviser to the Group or another Group member;
- is not a significant consultant, supplier or customer of the Group or another Group member, or an officer of or otherwise associated, directly or indirectly, with a significant consultant, supplier or customer;
- has no significant contractual relationship with the Group or another Group member other than as a Director of the Group;
- is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group."

In accordance with the definition of independence above, one Director is considered independent. Accordingly, a majority of the Board is not independent. Given the size of the Group the current Board is deemed appropriate. There are procedures in place, as agreed by the Board, to enable Directors to seek independent professional advice on issues arising in the course of their duties at the Group's expense.

The term in office held by each Director in office at the date of this report is as follows:

Name	Term in office
Mr. Brian McMaster	1 year 4 months
Mr. Luis Azevedo	3 year 5 months
Mr. Matthew Wood	1 year 4 months
Mr. Mark Reilly	1 year 1 month

Corporate Governance Statement 2015

Recommendation 2.4 – *The majority of the Board of a listed entity should be independent Directors.*

As at 30 June 2015, the Board comprised one independent, non-executive Directors and three executive Directors. In accordance with the definition of independence above, only Mark Reilly is considered independent. Accordingly, a majority of the Board is not independent.

The Group does not have a majority of independent directors. The Directors consider that the current structure and composition of the Board is appropriate to the size and nature of operations of the Group.

Recommendation 2.5 – *The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.*

Under Harvest Minerals' Constitution, the Board elects a Chairman from amongst the Directors. If a Chairman ceases to be an independent Director then the Board will consider appointing a lead independent Director.

Harvest Minerals' Chairman, Brian McMaster is not considered an independent Director. The Directors consider that the current Chairman of the Board is appropriate to the size and nature of operations of the Group.

Recommendation 2.6 – *The listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.*

The formal letter of appointment and an induction pack provided to Directors contain sufficient information to allow the new Director to gain an understanding of:

- The rights, duties and responsibilities of Directors;
- The role of Board Committees;
- The Code of Conduct; and
- Harvest Minerals' financial, strategic, and operational risk management position.

Directors are encouraged to take appropriate professional development opportunities approved by the Board.

Principle 3: Promote ethical and responsible decision making

Recommendation 3.1 – *A listed entity should:*

- a) *have a code of conduct for its directors, senior executives and employees; and*
- b) disclose that code or a summary of it.*

Harvest Minerals has a Code of Conduct that applies to Harvest Minerals and its Directors, employees and contractors (all of which are referred to as "employees" in the Code).

The Code of Conduct sets out a number of overarching principles of ethical behaviour which cover:

- Personal and Professional Behaviour;
- Conflict of Interest;
- Public and Media Comment;
- Use of Company Resources;
- Security of Information;
- Intellectual Property/Copyright
- Discrimination and Harassment;
- Corrupt Conduct;
- Occupational Health and Safety;
- Legislation;
- Fair Dealing;
- Insider Trading;
- Responsibilities to Investors;
- Breaches of the Code of Conduct; and
- Reporting Matters of Concern.

Training about the Code of Conduct is part of the induction process for new Harvest Minerals Directors.

Harvest Minerals' Code of Conduct is available on Harvest Minerals' website.

Corporate Governance Statement 2015

Principle 4: Safeguard integrity in corporate reporting

Recommendation 4.1 – A board of a listed entity should:

- a) have an audit committee which:
 1. has at least three members, all of whom are non-executive directors and a majority of whom are independent; and
 2. is chaired by an independent director, who is not the chair of the board, and disclose:
 3. the charter of the committee;
 4. the relevant qualifications and experience of the members of the committee; and
 5. in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard that integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.

The Group does not have an Audit and Risk Management Committee. The role of the Audit and Risk Management Committee has been assumed by the full Board operating under the Audit and Risk Management Committee Charter adopted by the Board. The Directors consider this as appropriate to the size and nature of operations of the Group.

Charter of the Audit and Risk Management Committee

The Board has formally adopted an Audit and Risk Management Committee Charter but given the present size of the Group, has not formed a separate Committee. Instead the function of the Committee will be undertaken by the full Board in accordance with the policies and procedures outlined in the Audit and Risk Management Committee Charter. At such time when the Group is of sufficient size a separate Audit and Risk Management Committee will be formed.

It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes both internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial and non-financial information. It is the Board's responsibility for the establishment and maintenance of a framework of internal control of the Group.

Recommendation 4.2 – The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

The officers of the Company assuming the roles of CEO and CFO have provided the Board with written assurances that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal compliance and control and that the system is operating effectively in all material respects in relation to financial reporting risks.

Recommendation 4.3 – A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.

The external auditor attends Harvest Minerals' Annual General Meeting. Shareholders may submit written questions to the auditor to be considered at the meeting in relation to the conduct of the audit and the preparation and content of the Independent Audit Report by providing the questions to Harvest Minerals at least five business days before the day of the meeting. No questions were sent to the auditor in advance of the 2014 Annual General Meeting. Shareholders are also given a reasonable opportunity at the meeting to ask the auditor questions relevant to the conduct of the audit, the Independent Audit Report, the accounting policies adopted by Harvest Minerals and the independence of the auditor.

Principle 5: Make timely and balanced disclosure

Recommendation 5.1 – A listed entity should:

- a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and
- b) disclose that policy or a summary of it.

Disclosure

Harvest Minerals' Disclosure Policy describes Harvest Minerals' continuous disclosure obligations and how they are managed by Harvest Minerals. The Policy is reviewed bi-annually and is published on Harvest Minerals' website. It was most recently reviewed in July 2015.

Accountability

The Company Secretary reports to the Board quarterly on matters that were either notified or not notified to the ASX. Directors receive copies of all announcements immediately after notification to the ASX. All ASX announcements are available on the Harvest Minerals website.

Corporate Governance Statement 2015

Financial market communications

Communication with the financial market is the responsibility of the full Board. Communication with the media is the responsibility of the Chairman. The Disclosure Policy covers briefings to institutional investors and stockbroking analysts, general briefings, one-on-one briefings, blackout periods, compliance and review as well as media briefings.

The substantive content of all market presentations about the half year and full year financial results and all statements relating to Harvest Minerals' future earnings performance must be referred to, and approved by, the Board before they are disclosed to the market.

Principle 6: Respect the rights of shareholders

Recommendation 6.1 – *A listed entity should provide information about itself and its governance to investors via its website.*

Harvest Minerals' website at www.harvestminerals.net provides detailed information about its business and operations. Details of Harvest Minerals' Board Members can be found on the website.

The Investor Relations link on Harvest Minerals' website provides helpful information to shareholder. It allows shareholders to view all ASX and media releases for the last year; various investor presentations; a copy of the most recent Annual Report and Annual Reports for at least the two previous financial years; and the notice of meeting and accompanying explanatory material for the most recent Annual General Meeting and the Annual General Meetings for at least the two previous financial years.

Shareholders can find information about Harvest Minerals' corporate governance on its website at under the 'Corporate' link. This includes Harvest Minerals' Corporate Governance Plan.

The Corporate Governance Plan includes:

- Board Charter
- Corporate Code of Conduct
- Committee Charters
- Performance evaluation processes
- Continuous disclosure processes
- Risk management processes
- Trading policy
- Diversity policy
- Shareholder communications strategy

Recommendation 6.2 – *A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.*

Harvest Minerals is committed to communicating effectively with its shareholders and making it easier for shareholders to communicate with the Group.

Harvest Minerals promotes effective communication with shareholders and encourages effective participation at general meetings, information is communicated to shareholders:

- Through the release of information to the market via the ASX;
- Through the Annual Report, half yearly report and quarterly reports;
- Through the distribution of the annual report and notices of annual general meeting;
- Through shareholder meetings and investor relations presentations; and
- The external auditors are required to attend the annual general meeting and are available to answer any shareholder questions about the conduct of the audit and preparation of the audit report.

Recommendation 6.3 – *A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.*

Notices of meeting sent to Harvest Minerals' shareholders comply with the "Guidelines for notices of meeting" issued by the ASX in August 2007. Shareholders are invited to submit questions before the meeting and, at the meeting, the Chairman attempts to answer as many of these as is practical.

The Chairman also encourages shareholders at the meeting to ask questions and make comments about Harvest Minerals' operations and the performance of the Board and senior management. The Chairman may respond directly to questions or, at his discretion, may refer a question to another Director.

New Directors or Directors seeking re-election are given the opportunity to address the meeting and to answer questions from shareholders.

Corporate Governance Statement 2015

Recommendation 6.4 – A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.

Shareholders have the option of electing to receive all shareholder communications by e-mail. Harvest Minerals provides a printed copy of the Annual Report to only those shareholders who have specifically elected to receive a printed copy. Other shareholders are advised that the Annual Report is available on the Harvest Minerals website.

All announcements made to the ASX are available to shareholders by email notification when a shareholder provides the Harvest Minerals Share Registry with an email address and elects to be notified of all Harvest Minerals ASX announcements.

The Harvest Minerals Share Register is managed and maintained by Automic Share Registry Services Pty Ltd. Shareholders can access their shareholding details or make enquiries about their current shareholding electronically by quoting their Shareholder Reference Number (SRN) or Holder Identification Number (HIN), via the Automic Share Registry Investor Online Login or by emailing info@automic.com.

Principle 7: Recognise and manage risk

Recommendation 7.1 – A board of a listed entity should:

- a) have a committee or committees to oversee risk, each of which:
 1. has at least three members, all of whom are non-executive directors and a majority of whom are independent; and
 2. is chaired by an independent director, who is not the chair of the board, and disclose:
 3. the charter of the committee;
 4. the members of the committee; and
 5. as at the end of each reporting period the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.

The Group does not have an Audit and Risk Management Committee. The role of the Audit and Risk Management Committee has been assumed by the full Board operating under the Audit and Risk Management Committee Charter adopted by the Board.

Details of the structure and Charter of the Audit and Risk Management Committee are set out in Recommendation 4.1.

Recommendation 7.2 – The board or a committee of the board should:

- a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and
- b) disclose, in relation to each reporting period, whether such a review has taken place.

Risk Management Policies

Harvest Minerals has a number of other policies that directly or indirectly serve to reduce and/or manage risk. These include, but are not limited to:

- Directors and Executive Offices' Code of Conduct
- Code of Business Conduct
- Dealing in Company Securities
- Communications Strategy
- Disclosure Policy
- Risk Management and Internal Control Policy

Roles and responsibilities

The Risk Management Policy, and the other policies listed above, describes the roles and responsibilities for managing risk. This includes, as appropriate, details of responsibilities allocated to the Board.

The Board is responsible for reviewing and approving changes to the Risk Management Policy and for satisfying itself that Harvest Minerals has a sound system of risk management and internal control that is operating effectively. The Board annually reviews and approves Harvest Minerals' main risk exposures and the mitigating actions.

Recommendation 7.3 – A listed entity should disclose:

- a) If it has an internal audit function, how the function is structured and what role it performs; or
- b) If it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.

The Group does not have an established internal audit function given the size of its current operations. The risk management functions of the board are summarised under recommendations 7.1 and 7.2.

Corporate Governance Statement 2015

Recommendation 7.4 – A listed entity should disclose whether it has any material exposure to economic and social sustainability risks and, if it does, how it manages or intends to manage those risks.

The Board of Harvest Minerals informally monitors and manages the Groups exposure to economic, environment and social responsibility risks. The Board considers that the current approach that it has adopted with regard to the sustainability risk management process is appropriate to the size and nature of operations of the Group.

Principle 8: Remunerate fairly and responsibly

Recommendation 8.1 – A board of a listed entity should:

- a) have a remuneration committee which:
 1. has at least three members, all of whom are non-executive directors and a majority of whom are independent; and
 2. is chaired by an independent director, and disclose:
 3. the charter of the committee;
 4. the members of the committee; and
 5. as at the end of each reporting period the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.

The Board is responsible for determining and reviewing compensation arrangements for executive directors. The Board has formally adopted a Remuneration Committee Charter however given the present size of the Group, has not formed a separate Committee. Instead the function will be undertaken by the full Board in accordance with the policies and procedures outlined in the Remuneration Committee Charter. At such time when the Group is of sufficient size a separate Remuneration Committee will be formed.

There is no scheme to provide retirement benefits, other than statutory superannuation, to non-executive Directors.

Recommendation 8.2 – A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.

Harvest Minerals' remuneration structure distinguishes between Executive and Non-Executive Directors. A Remuneration Report required under Section 300A(1) of the Corporations Act is provided in the Directors' Report on pages **2 to 13** of the Annual Report.

Recommendation 8.3 – A listed entity which has an equity-based remuneration scheme should:

- a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and
- b) disclose that policy or a summary of it.

Harvest Minerals does not have a policy on whether participants in equity based remuneration schemes are able to enter into transactions which limit the economic risk of participating in those schemes as the Group does not have an equity based remuneration scheme.

ASX Additional Information

ASX Additional Information

Additional information required by the Australian Stock Exchange Ltd and not shown elsewhere in this report is as follows.

The information is current at 29 July 2015.

Substantial Share Holders

The names of shareholders who have notified the Company in accordance with Section 671B of the *Corporations Act 2001* are:

Shareholder Name	No. of Ordinary Shares	Percentage %
America Investments & Participation Limited	40,000,000	9.04
Kmine Holdings Limited	40,000,000	9.04
Jason Peterson	23,965,000	6.70

Distribution of Share Holders

	Ordinary Shares	
	Number of Holders	Number of Shares
1 - 1000	2	510
1001 - 5000	-	-
5001 - 10,000	-	-
10,001 - 100,000	103	6,705,707
100,001 and above	243	435,965,449
TOTAL	348	442,671,666

There was 1 holder of ordinary shares holding less than a marketable parcel.

Voting Rights

All ordinary shares carry one vote per share without restriction.

Restricted Securities

There are no restricted securities.

On-Market Buy Back

There is no current on-market buy back.

ASX Additional Information

Top Twenty Share Holders

Name	Number of Ordinary Shares Held	%
KMINE HOLDING LTD	40,000,000	9.04
AMERICAS INVESTMENTS & PARTICIPATION LIMITED	40,000,000	9.04
MR JASON PETERSON & MRS LISA PETERSON <J & L PETERSON S/F A/C>	22,315,000	5.04
MS BYAMBAA ZOLZAYA	21,500,000	4.86
JDK NOMINEES PTY LTD <KENNY CAPITAL A/C>	20,000,000	4.52
NEFCO NOMINEES PTY LTD	17,285,000	3.90
VEGA FUNDS PTY LTD <THE VIVA A/C>	14,933,334	3.37
MARIGOT BAY PTY LTD <REILLY FAMILY A/C>	10,100,000	2.28
AGENS PTY LIMITED <THE MARK COLLINS FAMILY A/C>	6,550,000	1.48
MR JONATHAN HART <J HART FAMILY A/C>	6,000,000	1.36
STEV SAND INVESTMENTS PTY LTD <STEVEN FORMICA FAMILY A/C>	5,833,334	1.32
LANTECH DEVELOPMENTS PTY LTD <CLAI RE FAMILY A/C>	5,833,334	1.32
CELTIC CAPITAL PTY LTD <CELTIC CAPITAL NO 2 A/C>	5,000,000	1.13
CHOWDER BAY PTY LTD <MENEGHELLO SUPER FUND A/C>	5,000,000	1.13
PATICOA NOMINEES PTY LTD	4,567,131	1.03
MITCHELL GRASS HOLDING SINGAPORE PTE LTD	4,190,000	0.95
VAGABOND RESOURCES PTY LTD	4,079,180	0.92
JULIETTE D & GERALD DV SHEAHAN <JULIETTE SHEAHAN S/FUND A/C>	4,000,000	0.90
NATIONAL NOMINEES LIMITED	4,000,000	0.90
CRESSY STREET PTY LTD <THE A K BOSTOCK S/FUND A/C>	3,750,000	0.85
Total ordinary shares	244,936,313	55.33

Tenement Table

Project	Tenure Title Holder	Area Ha	DNPM No of Area	Percentage of Holding
Capela Potash Project	TMDB	11,212	878.103/2008 878.104/2008 878.105/2008 878.106/2008 878.107/2008 878.108/2008	51%*
Arapua Fertilizer Project	TMDB	14,946	831.787/2007 832.447/2009 832.448/2009 832.451/2009 831.144/2010 831.145/2010 831.146/2010 831.275/2010	100%
Sergi Potash Project	TMDB	5,130	878.087/2015 878.111/2008 878.045/2009	100%

TMDB = Triunfo Mineracao do Brasil Ltda a wholly owned subsidiary of Harvest Minerals Limited.

* Currently hold 51% with an option to acquire the remaining 49% by paying \$5,000,000 within 3 years of agreement execution.