ABN 44 079 902 499

FINANCIAL REPORT

FOR THE YEAR ENDED
30 JUNE 2017

COMPANY INFORMATION

Directors

Mr G East	Non-Executive Director, appointed Non-Executive Chairman 12 May 2017, resigned as Non-Executive Chairman 10 November 2017
Mr B Garlick	Executive Director, Chief Financial Officer
Ms L Da' Silva	Non-Executive Director, appointed 12 May 2017, resigned 10 November 2017
Mr D Cooper	Appointed Non-Executive Chairman 10 April 2017, resigned 11 May 2017
Mr T Streeter	Non-Executive Chairman – resigned 10 April 2017, reappointed 10 November 2017

Chief Executive Officer
B Garlick

Company Secretary
B Garlick

Registered Office
10 Abbotsford Street
West Leederville
Western Australia 6007
Telephone: +61 (0) 8 9318 5600
Facsimile: +61 (0) 8 9238 1380
ABN: 44 079 902 499

Share Registry
Advanced Share Registry Ltd
110 Stirling Highway
Nedlands
Western Australia 6009

Website Address
www.foxresources.com.au

Bankers
Bank West
300 Murray Street
Perth
Western Australia 6000

Auditors
Grant Thornton Audit Pty Ltd
Central Park
Level 43, 152-158 St Georges Terrace
Perth, Western Australia 6000

Lawyers
Armeli & Malony
Level 3
1008 Hay St
Perth
Western Australia 600

Gilbert & Tobin
Level 16, Brookfield Place
Tower 2
123 St Georges Terrace
Perth
Western Australia 6000

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DIRECTORS' REPORT

The Directors of Fox Resources Ltd ("the Company" or "Fox") present their report together with the financial statements of the consolidated entity, being Fox Resources Pty Ltd ("the Company") and its Controlled Entities ('the Group") for the year ended 30 June 2017.

DIRECTORS

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

Mr G East	Non-Executive Director, appointed Non-Executive Chairman 12 May 2017, resigned as Non-Executive Chairman 10 November 2017
Mr B Garlick	Executive Director, Chief Financial Officer
Ms L Da' Silva	Non-Executive Director, appointed 12 May 2017, resigned 10 November 2017
Mr D Cooper	Appointed Non-Executive Chairman 10 April 2017, resigned 11 May 2017
Mr T Streeter	Non-Executive Chairman – resigned 10 April 2017, reappointed 10 November 2017

PRINCIPAL ACTIVITIES

The principal activities of the consolidated entity during the year ended 30 June 2017 was the exploration for base metals, gold, iron ore and coal.

FINANCIAL RESULTS

The loss of the consolidated entity after providing for income tax amounted to $228,518 (2016: loss of $1,569,723).

DIVIDENDS

No dividends were declared for the 2017 financial year (2016: nil).

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Other than disclosed elsewhere in the financial report, there were no significant changes in the state of affairs during the period.

OPERATIONS REVIEW

Mining Activities

The Radio Hill underground mine was under care and maintenance during the financial year until it was sold to Artemis Resources Ltd on 12 May 2017. No other mining activities were undertaken.

Processing Activities

During the 30 June 2017 financial year and up until it was sold to Artemis Resources Ltd on 31 March 2017 processing activities at Radio Hill remained suspended.

Exploration

Exploration activities are focused on tenement maintenance with all exploration assets classified as held for sale.

FINANCIAL REVIEW

The Group had all of its remaining exploration and tangible assets for sale in the 30 June 2017 financial year. The net deficit position as at 30 June 2017 of $6,555,236 continues to be financially supported by the Directors up until the date of this report.

Notes to and Forming Part of the Financial Statements for the year ended 30 June 2017

1 Corporate Information

The financial report of Fox Resources Ltd for the year ended 30 June 2017 was authorised for issue in accordance with a resolution of the directors on 30 June 2018.

The financial statements cover the Group of Fox Resources Limited and its controlled entities. Fox Resources Ltd is a company limited by shares incorporated in Australia and whose shares are publicly traded on the Australian Securities Exchange Fox Resources Ltd is a for-profit entity for the purposes of preparing the financial statements.

The nature of the operations and principal activities of Fox Resources Ltd is the exploration for minerals.

2 Summary of Significant Accounting Policies

(a) Basis of accounting

The consolidated general purpose financial statements of the Company have 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.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The financial report has been prepared on an accrual basis, except for cash flow information, and is based on historical costs with the exception of available for sale investments measured at fair value. This financial report has been presented in Australian dollars.

Fox Resources Ltd is the Group's Ultimate Parent Company. Fox Resources Ltd is a Public Company incorporated and domiciled in Australia. The address of its registered office and its principal place of business is 10 Abbotsford Street, West Leederville, Western Australia.

The consolidated financial statements for the year ended 30 June 2017 were approved and authorised for issue by the Board of Directors on 29 June 2018.

(b) New and amended standards and interpretations

There are no new standards or interpretations effective for the first time for periods beginning on or after 1 July 2017 that had a significant effect on the Group's financial statements.

There are a number of standards and interpretations which have been issued by the International Accounting Standards Board that are effective in future accounting periods that the Group has decided not to adopt early.

At the date of authorisation of the financial statements, the Group has not applied the following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective:

Standard/amendment	**Effective for annual reporting periods beginning on or after**
AASB 9 *Financial Instruments*	1 January 2018
AASB 15 Revenue from Contracts with Customers, 2014-5 *Amendments to Australian Accounting Standards arising from AASB 15,* 2015-8 *Amendments to Australian Accounting Standards – Effective date of AASB 15,* 2016-3 *Amendments to Australian Accounting Standards – Clarifications to AASB 15*	1 January 2018
AASB 16 *Leases*	1 January 2019
AASB 2015-*10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128*	1 January 2018

Former directorships in last 3 years
None.

Interests in shares and options
Mr East and related entities held 47,542,266 ordinary shares at the date of this report.

David Cooper, Chairman – Non Executive (Appointed 10 April 2017. Resigned 11 May 2017)

Experience and expertise
Mr Cooper is a retired Public Accountant with 45 years' experience, including 25 years as a Practice Manager at T A Mairs and Company. He was an associate member of the AACPA and a Fellow of the Taxation Institute of Australia until retirement in 2009. Mr Cooper was also a founding Non-Executive Director of Western Area Ltd from incorporation in 1999 to his retirement from the Board in 2011.

Other current directorships
None.

Former directorships in last 3 years
None.

Interests in shares and options
Mr Cooper and related entities held 700,000 ordinary shares at the date of this report.

Bruce Garlick, Executive Director, CFO & Company Secretary

Experience and expertise
Mr Garlick has more than 20 years' experience in the mining and engineering industries, both internationally and locally. He is a member of CPA Australia. He has held senior positions in companies in Australia, South and Western Africa, Europe and the USA including Normandy Mining (now Newmont Mining), Platinum Australia and MI Energy. Mr Garlick has extensive experience with corporate governance, financial regulations and has secured complex funding deals for large projects.

Other current directorships
None.

Former directorships in last 3 years
None.

Interests in shares and options
Mr Garlick and related entities hold no shares or options at the date of this report.

Luciana Da' Silva, Non Executive Director (Appointed 12 May 2017, resigned 10 November 2017)

Experience and expertise
Ms Da' Silva is a founding director of Riverbank Resources Pty Ltd, an exploration company with resources in Titanium – Iron – Vanadium – Phosphate situated in north eastern Brazil. She is responsible for corporate affairs, and new business development.

Other current directorships
None.

Former directorships in last 3 years
None.

Interests in shares and options
Ms Da' Silva and related entities hold 4,000,000 shares or options at the date of this report.

EXECUTIVES

Bruce Garlick, CEO

COMPANY SECRETARY INFORMATION

Bruce Garlick, Company Secretary

Directors' Meetings

The following table sets out the number of meetings of the Company's Directors held during the year ended 30 June 2017 and the number of meetings attended by each Director.

Name of Director	Director Meetings Eligible To Attend	Number Attended
T Streeter	13	13
G East	19	19
B Garlick	19	19
D Cooper	3	3
L Da' Silva	3	3

Unissued shares under option

There are no unissued ordinary shares of the Company under option at the date of this report.

Shares issued during or since the end of the year as a result of exercise

No shares have been issued during or since the end of the year as a result of the exercise of options.

Directors and Officers Insurance

Indemnity agreements have been entered into between the Company and each of the Directors and Officers of the Company. Under the agreements, the Company has agreed to indemnify those officers, to the extent permitted under the *Corporations Act 2001*, against any claim or for any expenses or costs which may arise as a result of work performed in their respective capacities as officers of the Company. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the policy as such disclosure is prohibited under the terms of the contract of insurance.

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.

No proceeds have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001.*

Environmental Regulation

The Company's operations are subject to various environmental regulations under both Commonwealth and State Government legislation. The Directors are not aware of any breaches of the legislation during the current financial year which are material in nature.

<u>Greenhouse gas and energy data reporting requirements</u>
The Directors have considered compliance with both the Energy Efficiency Opportunity Act 2006 and the National Greenhouse and Energy Reporting Act 2007 which requires entities to report annual greenhouse gas emissions and energy use. The Directors have assessed that there are no current reporting requirements for the period ended 30 June 2017.

Non-Audit Services

The Company from time to time may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company is important.

The Board of Directors has considered the position and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the provision of non-audit services by the auditor as set out below did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed by the Board to ensure they do no impact on the impartiality and objectivity of the auditor
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of *Ethics for Professional Accountants*.

During the year ended 30 June 2016 and in the previous financial year there were no fees paid or payable for non-audit services provided by the auditor of the consolidated entity.

Auditor's Independence Declaration

Section 307C of the Corporations Act 2001 requires the lead auditor from Company's auditors, Grant Thornton Audit Pty Ltd, to provide the directors with a written Independence Declaration in relation to their audit of the financial report for the year ended 30 June 2017. This written Auditor's Independence Declaration is set out on page 42.

This report which includes the accompanying Corporate Governance Statement is signed in accordance with a resolution of Directors.

29 June 2018 at Perth, Western Australia.

TERRY STREETER
NON-EXECUTIVE CHAIRMAN

Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2017

	Notes	Consolidated 2017 $	2016 $
Other Income	3(a)	1,174	129,742
Gain on settlement of debt	3(d)	165,000	-
Staffing costs		(255,694)	(199,881)
Consultancy expenses		(254,057)	(196,952)
Rental expenses		(65,048)	(125,792)
Insurance expense		(55,531)	(76,331)
Legal expenses		(123,951)	(40,028)
Accountancy and audit fees		(55,995)	(15,835)
Printing, stationary and postage		(233)	(5,321)
Share registry and exchange expenses		-	(45,163)
Other expenses		(24,074)	(23,519)
Finance costs	3(b)	(505,089)	(522,595)
Loss before income tax		**(1,173,498)**	(1,121,675)
Income tax benefit	4	-	-
Loss from continuing operations		**(1,173,498)**	(1,121,675)

Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2017 continued

Profit/ (loss) on discontinued operation, net of tax	3(c)	**944,980**	(448,048)
Loss		**(228,518)**	(1,569,723)
Other Comprehensive Income			
Other comprehensive income		-	-
Income tax relating to comprehensive income		-	-
Total Other Comprehensive Income, after tax		-	-
Total Comprehensive Profit/ (Loss) attributable to members of the parent		**(228,518)**	**(1,569,723)**
Basic and diluted loss per share for the year attributable to the consolidated entity (cents)	16	**(0.03)**	(0.19)
Basic and diluted loss per share for the year attributable to continued operations (cents)	16	**(0.14)**	(0.13)
Basic and diluted loss per share for the year attributable to discontinued operations (cents)	16	**0.11**	(0.05)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position
as at 30 June 2017

	Notes	Consolidated	
		2017	2016
		$	$
CURRENT ASSETS			
Cash and cash equivalents		**519,082**	-
Other financial assets	5	**24,060**	58,435
		543,142	58,435
Assets classified as held for sale	22	**2,200,000**	5,608,731
TOTAL CURRENT ASSETS		**2,743,142**	5,667,166
NON-CURRENT ASSETS			
Other financial assets	5	**897,000**	40,000
TOTAL NON CURRENT ASSETS		**897,000**	40,000
TOTAL ASSETS		**3,640,142**	5,707,166
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	7	**2,158,978**	2,934,163
Other liabilities		**500,000**	-
Liabilities directly associated with assets classified as held for resale	22	-	920,731
Interest bearing liabilities	8	**2,456,554**	2,332,293
Provisions	9	**21,912**	17,512
TOTAL CURRENT LIABILITIES		**5,137,444**	6,204,699
NON-CURRENT LIABILITIES			
Interest bearing liabilities	8	**5,057,934**	5,829,185
TOTAL NON-CURRENT LIABILITIES		**5,057,934**	5,829,185
TOTAL LIABILITIES		**10,195,378**	12,033,884
NET ASSETS/ (DEFICIT)		**(6,555,236)**	(6,326,718)
EQUITY			
Issued capital	10(a)	**125,976,992**	125,976,992
Other reserves	11	-	150,346
Accumulated losses	11	**(132,532,228)**	(132,454,056)
TOTAL EQUITY		**(6,555,236)**	(6,326,718)

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

Consolidated Statement of Cash Flows
for the year ended 30 June 2017

	Note	Consolidated 2017 $	2016 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Artemis Fox Radio Hill Payments		**700,000**	
Sundry Income		**1,174**	369,425
Payments to suppliers and employees		**(1,132,092)**	(569,571)
Interest paid		**-**	(24,770)
NET CASH (USED IN) OPERATING ACTIVITIES	18(a)	**(430,918)**	(224,916)
CASHFLOWS FROM INVESTING ACTIVITIES			
Exploration and Evaluation expenditure		**-**	(485,784)
Proceeds from sale of exploration expenditure		**1,000,000**	-
Proceeds from sale of fixed assets		**200,000**	206,301
NET CASH (USED IN) INVESTING ACTIVITIES		**1,200,000**	(279,483)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of borrowings and hire purchase		**(250,000)**	-
Proceeds from borrowings		**-**	504,399
NET CASH INFLOW FROM FINANCING ACTIVITIES		**(250,000)**	504,399
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		**519,082**	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**-**	-
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		**519,082**	-

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

Statement of Changes in Equity
for the year ended 30 June 2017

CONSOLIDATED	*Issued Capital* $	*Accumulated Losses* $	*Other Reserves* $	*Total Equity* $
At 1 July 2015	125,976,992	(130,884,333)	150,346	(4,756,995)
Loss for the period	-	(1,569,723)	-	(1,569,723)
At 30 June 2016	125,976,992	(132,454,056)	150,346	(6,326,718)
At 1 July 2016	125,976,992	(132,454,056)	150,346	(6,326,718)
Loss for the period	-	(228,518)	-	(228,518)
Expiry of options not exercised	-	150,346	(150,346)	-
At 30 June 2017	125,976,992	(132,532,228)	-	(6,555,236)

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Notes to and Forming Part of the Financial Statements for the year ended 30 June 2017

1 Corporate Information

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The financial statements cover the Group of Fox Resources Limited and its controlled entities. Fox Resources Ltd is a company limited by shares incorporated in Australia and whose shares are publicly traded on the Australian Securities Exchange Fox Resources Ltd is a for-profit entity for the purposes of preparing the financial statements.

The nature of the operations and principal activities of Fox Resources Ltd is the exploration for minerals.

2 Summary of Significant Accounting Policies

(a) Basis of accounting

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Fox Resources Ltd is the Group's Ultimate Parent Company. Fox Resources Ltd is a Public Company incorporated and domiciled in Australia. The address of its registered office and its principal place of business is 10 Abbotsford Street, West Leederville, Western Australia.

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(b) New and amended standards and interpretations

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There are a number of standards and interpretations which have been issued by the International Accounting Standards Board that are effective in future accounting periods that the Group has decided not to adopt early.

At the date of authorisation of the financial statements, the Group has not applied the following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective:

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AASB 9 *Financial Instruments*	1 January 2018
AASB 15 Revenue from Contracts with Customers, 2014-5 *Amendments to Australian Accounting Standards arising from AASB 15,* 2015-8 *Amendments to Australian Accounting Standards – Effective date of AASB 15,* 2016-3 *Amendments to Australian Accounting Standards – Clarifications to AASB 15*	1 January 2018
AASB 16 *Leases*	1 January 2019
AASB 2015-*10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128*	1 January 2018

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

(c) Basis of consolidation

The Group financial statements consolidate those of the Parent Company and all of its subsidiaries as of 30 June 2016. The Parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. All subsidiaries have a reporting date of 30 June.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that are not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.

(d) Foreign currency translation

Both the functional and presentational currency of Fox Resources Limited and its Australian subsidiaries is Australian dollars.

Transactions in foreign currencies are initially recorded in the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date.

All exchange differences in the consolidated financial report are taken to profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

(e) Property, plant and equipment

Plant and equipment is stated at cost less accumulated depreciation and any impairment in value.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:

Plant and equipment	over 3 to 5 years
Motor Vehicles	over 3 to 5 years
Furniture and fittings	over 3 to 15 years
Computer equipment	over 2 to 3 years
Building	over 5 to 15 years

Impairment

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

If any indication of impairment exists and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amount. Any impairment loss is recognised in profit or loss.

De-recognition and disposal
An item of property, plant and equipment is derecognised on disposal or when no further future economic benefits are expected from its use or disposal. Any gain or loss arising on the de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

(f) Borrowing costs

Borrowing costs are expensed as incurred. Borrowing costs directly associated with qualifying assets are capitalised.

(g) Impairment of non-financial assets

At each reporting date, the Group assesses whether there is any indication that a non-financial asset may be impaired. Where an indicator of impairment exists, the Group makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs to sell and value in use. It is determined for an individual asset, unless the asset value in use cannot be estimated to be close to its fair value less costs to sell and it does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset.

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.

(h) Investments and other financial assets

Financial Instruments

Initial recognition and measurement

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

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

Classification and subsequent measurement

Finance instruments are subsequently measured at either of fair value, amortised costs using the effective interest rate method or costs. Fair value represents the amount 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. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

Amortised cost is calculated as:

a. the amount at which the financial asset or financial liability is measured at initial recognition;

b. less principal repayments;

c. plus or minus the cumulative amortisation of the difference, if any, between the amount initially recognised and the maturity amount calculated using the effective interest method; and

d. less any reduction for impairment.

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

(i) *Financial assets at fair value through profit or loss*

Financial assets are classified at 'fair value through profit or loss' when they are either held for trading for the purpose of short-term profit taking, derivatives not held for hedging purposes, or when they are designated as such to avoid an accounting mismatch or enable performance evaluation where a Group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Such assets are subsequently measured at fair value with changes in carrying value being included in profit or loss.

(ii) *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost.

Loans and receivables are included in current assets, except for those which are not expected to mature within 12 months after the end of the reporting period. (All other loans and receivables are classified as non-current assets.)

(iii) *Held-to-maturity investments*

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Group's intention to hold these investments to maturity. They are subsequently measured at amortised cost.

Held-to-maturity investments are included in non-current assets, except for those which are expected to mature within 12 months after the end of the reporting period. (All other investments are classified as current assets).

If during this period the Group sold or reclassified more than an insignificant amount of the held-to-maturity investments before maturity, the entire held-to-maturity investments category would be tainted and reclassified as available-for-sale.

(iv) *Available-for-sale financial assets*

Available-for-sale financial assets are non-derivative financial assets that are either not suitable to be classified into other categories of financial assets due to their nature, or they are designated as such by management. They comprise of investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

Available-for-sale financial assets are included in non-current assets, except for those which are expected to mature within 12 months after the end of the reporting period. (All other financial assets are classified as current assets).

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

(v) *Financial liabilities*

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

(vi) *Fair value*

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

(vii) *Impairment*

At each reporting date, the Group assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether impairment has arisen. Impairment losses are recognised in profit or loss.

(i) Trade and other receivables

Trade receivables 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.

(j) Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

For the purpose of the Consolidated Statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

(k) 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.

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.

(l) Share-based payment transactions

The Group provides benefits to employees (including directors) of the Group in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ("equity-settled transactions").

There is currently one plan in place to provide these benefits being the Employee Share Option Plan (ESOP), which provides benefits to directors and senior executives.

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 an external valuer using a binomial model.

In valuing equity-settled transactions no account is taken of any performance conditions, other than conditions linked to the price of the shares of Fox Resources Limited.

The cost of 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").

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

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 market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The profit or loss charge or credit for a period recognises the movement in cumulative expense recognised as at the beginning and end of the period.

No expense is recognised for awards that do not ultimately vest, except when vesting is conditional only on market performance conditions.

If the terms of equity-settled contract 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 modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date on 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 award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options, is reflected as additional share dilution in the computation of earnings per share.

(m) Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments.

Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor retains substantially all the risks and benefits of ownership of the asset, are classified as operating leases.

Operating lease payments are recognised as an expense in the profit or loss on a straight-line basis over the lease term. Lease incentives are recognised in the profit or loss as an integral part of the lease.

(n) Revenue

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

Interest Revenue
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.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

Rental Revenue
Revenue is recognised from the leasing of rooms of the accommodation camp in arrears and when it can be measured reliably.

(o) Income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

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

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

1. except when the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
2. in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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 taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised:

1. except where the deferred income tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

2. in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

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

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

Rebates received for research and development tax concessions are recognised in the profit or loss.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

(p) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- receivables and payables are stated with the amount of GST included.

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

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

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

(q) Areas in Exploration and Evaluation

Exploration and evaluation costs related to an area of interest are carried forward only when rights of tenure to the area of interest are current and 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/or evaluation activities in the area of interest have not yet reached a state which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area are continuing.

Costs carried forward in respect of an area of interest that is abandoned are written off in the year in which the decision to abandon is made.

Refer to Note 21 for assessment of impairment.

(r) Provisions for Site Restoration

The Group records the present value of the estimated cost of legal and constructive obligations (such as those under the Group's Environmental Policy) to restore operating locations in the period in which the obligation is incurred. The nature of restoration activities includes dismantling and removing structures, rehabilitating mines, dismantling operating facilities, closure of plant and waste sites and restoration, reclamation and revegetation of affected areas.

Typically the obligation arises when the asset is installed at the production location. When the liability is initially recorded, the estimated cost is capitalised by increasing the carrying amount of the related mining assets. Additional disturbances or changes in rehabilitation costs will be recognised as additions or changes to the corresponding asset and rehabilitation liability when incurred.

(s) Trade and other payables

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

(t) Interest-Bearing Loans and Borrowings

All loans and borrowings are initially recognised at cost, being the fair value of the consideration received net of transaction costs.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Amortised cost is calculated by taking into account any issue costs, and any discount or premium on settlement.

Gains and losses are recognised in the profit or loss when the liabilities are derecognised and as well as through the amortisation process.

(u) Earnings Per Share ("EPS")

Basic EPS is calculated as net profit attributable to members, adjusted to exclude costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted EPS is calculated as the net profit attributable to members, 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 element.

(v) Contributed equity

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.

(w) Interests in Joint Arrangements

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement.

Where the Group's activities are conducted through joint operations, the Group recognises its assets (including its share of any assets held jointly), its liabilities (including its share of any liabilities incurred jointly), its share of the revenue from the sale of the output by the joint operation and its expenses (including its share of any expenses incurred jointly).

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

Where the Group's activities are conducted through a joint venture, the Group recognises its interests in the joint venture using the equity method.

Under the equity method, the investment in the joint venture is carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the joint venture. Goodwill relating to the joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

The profit or loss reflects the Group's share of the results of operations of the joint venture. Where there has been a change recognised directly in other comprehensive income or equity of the joint venture, the Group recognises its share of any changes and discloses this, when applicable, in the statement of profit or loss and other comprehensive income or the statement of changes in equity, as appropriate. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

The share of the joint venture's net profit / (loss) is shown on the face of profit or loss. This is the profit / (loss) attributable to venturers in the joint venture.

The financial statements of the joint venture are prepared for the same reporting period as the venturer. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Details of interests in joint arrangements are shown at Note 13.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
For the year ended 30 June 2017 (continued)

(y) Employee benefits

(i) Wages and salaries, superannuation, sick leave
Liabilities for wages, salaries and superannuation, including non-monetary benefits and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables.

(ii) Annual leave
Liabilities for annual leave are recognised as a current provision.

(iii) Long Service Leave
Liabilities for long service leave are recognised as a current provision.

(iv) Employee benefit on-costs
Employee benefit on costs, including payroll tax, are recognised and included in other payables.

3 Revenue, Other Income and Finance Costs

	Consolidated	
	2017 **$**	2016 $
(a) Other Income		
Sundry income	**1,174**	129,742
(b) Finance costs		
Interest on loan from director-related and other entities	**505,089**	522,595
(c) Profit/ (loss) on discontinued operations		
Exploration and evaluation write off	-	(485,784)
Supplies and services	-	(127,803)
Gain on deconsolidation of Fox Radio Hill	**363,160**	-
Costs in maintaining Fox Radio Hill	**(118,180)**	-
Service revenues – Artemis Resources Ltd	**700,000**	-
Sundry income	-	225,970
Other expenses	-	(60,431)
	944,980	(448,048)
(d) Gain on settlement of interest bearing liabilities	**165,000**	-

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

4 Income Tax

	Consolidated	
	2017	2016
	$	$
Reconciliation to income tax expense on accounting profit		
Accounting profit/ (loss) before income tax	**(228,518)**	(1,569,723)
Tax payable at the statutory income tax rate	**(68,555)**	(470,917)
Expenditure not allowable for income tax purposes:		
Non-deductible expenses	-	-
Tax losses (recognised)/ not recognised	**68,555**	470,917
	-	-
Net Deferred Tax recognised arising on:		
Deferred tax assets		
Tax losses	**510,000**	1,622,619
	510,000	1,622,619
Deferred tax liabilities		
Exploration and evaluation assets	**(510,000)**	(1,622,619)
	(510,000)	(1,622,619)
Net deferred tax	-	-
Deferred Tax Asset not recognised arising on:		
Tax losses	**36,084,266**	35,952,591
Capital losses	**1,455,491**	9,030
	37,539,757	35,961,621

The Group has tax losses arising in Australia of $120,280,887 (2016: $119,841,971) that are available for offset against future taxable profits of the companies in which the losses arose. These losses are only available if the Group satisfies specific requirements in the tax year in which they were recouped.

Tax consolidation

For the purposes of income taxation, Fox Resources Limited and its 100% owned subsidiaries have formed a tax consolidated group in 2004. Fox Resources Limited is the head entity of the tax consolidated group. Members of the group have entered into a tax sharing arrangement in order to allocate income tax expense to the wholly-owned subsidiaries. In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. At the balance date, the possibility of default is remote.

Tax effect accounting by members of the tax consolidated group

Tax expense / income, deferred tax liabilities and deferred tax assets arising from temporary differences are recognised in the separate financial statements of the members of the tax consolidated group using the group allocation method. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax consolidated group are recognised by the Company (as head entity in the tax consolidated group).

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

Members of the tax consolidated group have entered into a tax funding agreement. Under the terms of the tax funding agreement, each member of the tax consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity. Such amounts are reflected in amounts receivable from or payable to other members of the tax consolidated group.

5 Other Assets

	Consolidated	
	2017	2016
	$	$
Current		
Prepayments	**17,107**	29,224
Other financial assets	**6,953**	29,211
	24,060	58,435

Current other financial assets represent bonds for office premises and credit cards.

Non-Current		
Other financial assets	**897,000**	40,000
	897,000	40,000

Other financial assets as at 30 June 2017 of $897,000 (2016: nil) relates to shares in Artemis Resources Limited. Other financial assets as at 30 June 2016 relates to credit card guarantees.

6 Investment in Controlled Entities

Name of Entity	Percentage Owned		Class of Share	Principal activity
	2017	2016		
	%	%		
Parent				
Fox Resources Limited				
Controlled Entities				
Fox Radio Hill Pty Ltd	**-**	100	Ordinary	Mining & Exploration
Newcity Corporation Pty Ltd	**100**	100	Ordinary	Mining & Exploration
Gascoyne Mines Pty Ltd	**100**	100	Ordinary	Mining & Exploration
Fox Energy Pty Ltd	**100**	100	Ordinary	Mining & Exploration
Waterford Coal Pty Ltd	**100**	100	Ordinary	Mining & Exploration

All companies are incorporated in Australia.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

7 Trade and other payables

	Consolidated	
	2017	2016
	$	$
Current		
Trade creditors	**489,040**	528,406
Other creditors	**1,669,938**	2,405,757
Total Trade and other payables	**2,158,978**	2,934,163
Aggregate amounts payable to related parties (included above)		
Other related parties. (Refer to Note 19)	**1,464,584**	1,066,109

All amounts are short-term. The carrying values of trade payables and other payables are considered to be a reasonable approximation of fair value

8 Interest Bearing Liabilities

		Consolidated	
		2017	2016
		$	$
Current			
Related party loans	(a)	**2,456,554**	2,332,293
Non-Current			
Related party loans	(a)	**5,057,934**	5,829,185

(a) Related and Third Party Loans
This relates to loans from Jungle Creek Gold Mines Pty Ltd, Zashvin Pty Ltd, R & D White, G East and B Garlick. Refer to full details at Note 19.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

9 Provisions

	Consolidated	
	2017	2016
Current	**$**	$
Employee entitlements	**21,912**	17,512
Movements in provisions		
At 1 July	**17,512**	20, 139
Entitlements incurred / (paid out)	**4,400**	(2,627)
	21,912	17,512

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

10 Contributed Equity

	Consolidated	
	2017	2016
(a) Issued and paid up capital	**$**	$
Ordinary shares fully paid	**125,976,992**	125,976,992

(b) Movement in shares on issue	**2017**	
	Shares	$
Balance at beginning of year	**847,804,893**	125,976,992
Total issued and paid up capital	**847,804,893**	125,976,992

(c) Share options

At the end of the year there were nil (2016: nil) unissued ordinary shares in respect of which listed options were outstanding.

At the end of the year there were nil (2016: 4,000,000) unissued ordinary shares in respect of which unlisted options were outstanding.

Listed options to subscribe to ordinary shares

	2017	**2016**
	No.	**No.**
Balance at beginning of year	-	282,351,520
Cancelled / Forfeited	-	(282,351,520)
Balance at end of year	-	-

Unlisted options to subscribe to ordinary shares

	2017	**2016**
	No.	**No.**
Balance at beginning of year	**4,000,000**	15,935,897
Cancelled / Forfeited	**(4,000,000)**	(11,935,897)
Balance at end of year	-	4,000,000

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

(d) Detail of Share option issues

No options were issued in the 2017 financial year.

(e) Terms and conditions of contributed equity

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from the 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 by proxy, at a meeting of the Company.

(f) Capital Management Policy

Management controls the capital of the Group in order to maintain a good debt to equity ratio, provide the shareholders with adequate returns and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital includes share capital and financial liabilities, supported by financial assets.

There are no externally imposed capital requirements.

Management effectively manages the Groups capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels and share issues. As at 30 June 2017 working capital deficit was $560,294 (2016: $647,583). This is mainly caused by the level of short-term interest bearing liabilities.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

11 Other Reserves and Accumulated Losses

	Consolidated	
	2017	2016
	$	$
Employee/Director equity benefit reserve (a)	-	150,346
Accumulated losses (b)	**(132,532,228)**	(132,314,056)

(a) Employee/Director equity benefits reserve		
Balance at beginning of year	**150,346**	150,346
Expiry of options not exercised	**(150,346)**	-
Balance at end of year	-	150,346

This reserve is used to record the value of equity benefits provided to employees and directors as part of their remuneration under the Company's Employee Share Option Plan. Further information about the share based payments is made in Note 23.

(b) Accumulated losses

	Consolidated	
	2017	2016
	$	$
Balance at beginning of year	**(132,454,056)**	(130,884,333)
Share based payments	**150,346**	-
Net loss for the period	**(228,518)**	(1,569,723)
Balance at end of year	**(132,532,228)**	(132,454,056)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

12 Segment Reporting

The Company has identified its operating segments based on the internal reports that are reviewed and used by the Board of Directors (Chief Operating decision makers) in assessing performance and determining the allocation of resources. The Company is managed on the basis it is a mineral exploration company operating in the geographical region of Australia, mainly in Western Australia with additional tenements held in Queensland. The mineral assets held via outright ownership or joint venture are considered one business. Decisions are made on a prospectivity basis, not a geographical or commodity basis.

13 Interests in Joint Operations

All Joint Operations were sold during the current financial year. Fox has no interests in Joint Operations as at 30 June 2017.

14 Going Concern

This financial report has been prepared on the basis of going concern, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. As at 30 June 2017 the Group has reported a loss after tax for the period of only $228,518, net cash outflows from operations of $430,918 and a net deficit position of $6,555,236.

Directors and any associated director-related entities have continued to financially support the Group from the reporting date until the date of signing this financial report. Fox's major director-related creditor is Jungle Creek Gold Mines Pty Ltd ("Jungle Creek"), which was owed $6,257,931 as at 30 June 2017. Jungle Creek was placed into administration early 2017, however Fox obtained a Deed of Forbearance ("DOF") from the administrators of Jungle Creek. Under the DOF the administrators agreed to provide Fox a forbearance period of 12 months until 12 May 2018 in exchange for $1.2 million in Artemis shares from the Artemis sale agreement plus $250,000. This was subsequently settled in 2017 with the administrators of Jungle Creek, Jungle Creek was released from administration and Mr Streeter was re-elected Non-Executive Chairman of Fox Resources Ltd on 10 November 2017.

As at 30 June 2017 the Group holds $519,082 cash on hand. The Group is committed to payments to maintain its rights over its exploration assets. As a result the Group has and expects further cash outflows from operating and investing activities in the next financial period. The ability of the Group to be able to continue as a going concern is thus dependent upon the Group being able to secure additional working capital as and when required. The Directors are satisfied that additional working capital has and will be secured as required and that it is appropriate to prepare the financial statements on a going concern basis based on the following:

- Fox entered into an agreement with Artemis Resources Ltd, which provided $1,000,000 in service revenue which was paid between May and November 2017;
- Fox signed a Share Sale Agreement ("SSA") on 28 November 2017 to sell all of the shares in a new subsidiary of Fox, which is to hold the remaining 50% interest in Bundaberg EPC 1523 coking coal tenements after the Zimprops sale, to Bundaberg Coal Pty Ltd. Fox will receive $1,775,000 in cash or 8,875,000 shares at 20 cents per share in a new listed entity (which effectively owns all of EPC 1523, amongst other tenements), or a combination of cash and shares at Fox's election;
- Fox has sold a stacker for $500,000 in April 2018;
- Forecast cash flows through to 31 July 2019 support Fox being able to meet its third party debts as and when they fall due on the basis on the agreements outlined above; and
- The Group's historical track record of being able to secure additional working capital as and when required.

Mr Streeter and Jungle Creek are also owed $7,177,958 for director related services and loans at date of signing. Mr Streeter will continue to financially support the Group, and will not require repayment of this amount at the prejudice of creditors and then only if the Group has sufficient surplus cash available. Further, at the date of signing this report, there is an amount of $1,987,505 included in current liabilities which is payable to other directors. These directors have confirmed that repayment of these amounts is only required when the Group has sufficient surplus cash available. Further, the Board has agreed to repay several directors' loans of $250,000 only if the share price of the Company's investment shares (note 5) reaches agreed market values.

In the event that the Group is unable to raise additional working capital, if required, there is significant uncertainty as to whether the Group will be able to meet its debts as and when they fall due and thus continue as a going concern. The financial statements do not include adjustments relating to the recoverability and classification of the recorded asset

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

amounts, nor to the amounts or classification of liabilities that might be necessary should the Group not be able to continue as a going concern.

15 Commitments for Expenditure

Mineral Tenement Commitments

In accordance with the Western Australian Department of Mines and Petroleum, the consolidated entity has obligations to pay tenement rentals and to perform minimum work on mineral tenements held. These obligations vary from time to time in accordance with the tenements held and are expected to be fulfilled in the normal course of operations of the consolidated entity so as to avoid forfeiture of any tenement.

	Consolidated	
	2017	2016
	$	$
Minimum expenditure requirements		
Not later than one year	**280,000**	1,562,941
Later than one year but not later than five years	**430,000**	2,120,685
Later than five years	**-**	1,190,149
	710,000	4,873,775

Exploration commitments for 2017 relate to Bundaberg exploration assets. Exploration commitments for 2016 relate to Fox Radio Hill and Bundaberg exploration assets. The Fox Radio Hill and 50% of the Bundaberg exploration assets were sold during the current financial year, with the Fox Radio Hill sale completed in the current financial year but Bundaberg sale not yet completed and therefore commitments for these assets have been recognised.

16 Profit/ (loss) per Share

The following reflects the income and share data used in the calculation of basic and diluted loss per share.

	Consolidated	
	2017	2016
	$	$
Net loss attributable to the consolidated entity used in calculating basic and diluted loss per share:	**(228,518)**	(1,569,723)
Net loss attributable to continuing operations used in calculating basic and diluted loss per share:	**(1,173,498)**	(1,121,675)
	Number of shares	Number of shares
Weighted average number of ordinary shares used in calculating basic and diluted loss per share	**847,804,893**	847,804,893

Options on issue are not considered to be dilutive as the impact of including them would be to decrease the loss per share.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

17 Remuneration of Auditors

	Consolidated 2017 $	2016 $
The auditor of Fox Resources Limited in 2016 is Grant Thornton Audit Pty Ltd		
Amounts received or due and receivable by Grant Thornton Audit Pty Ltd for:		
- an audit or review of the financial report of the entity and any other entity in the consolidated group	**12,000**	15,000
	12,000	15,000

18 Cash Flow Information

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

	Consolidated 2017 $	2016 $
Net profit/ (loss)	**(228,518)**	(1,569,723)
Non-Cash and investment Items		
Finance costs	**505,089**	522,595
Loss/ (profit) on sale of fixed assets	-	(209,514)
Exploration expenditure written off	-	485,784
Reversal of impairment of exploration and evaluation assets	**(1,300,000)**	-
Changes in Assets and Liabilities		
(Increase)/ Decrease in accounts receivable	-	12,312
(Increase)/Decrease in prepayments	-	1,871
(Increase)/Decrease in Other financial assets	**(1,892,000)**	9,270
(Increase)/Decrease in Assets and Liabilities Classified as Held for Sale	**2,688,000**	-
Increase/(Decrease) in accounts payable	**(207,889)**	525,116
Increase/(Decrease) in provisions	**4,400**	(2,627)
Net cash flows used in operating activities	**(430,918)**	(224,916)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

19 Related Party Transactions

Details of Fox Resources Limited's wholly-owned subsidiaries are included in Note 6.

Wholly-owned group transactions
Controlled entities made payments and received funds on behalf of Fox Resources Limited and other controlled entities by way of inter-company loan accounts with each controlled entity. These loans are unsecured, bear no interest and are repayable on demand; however, demand for repayment is not expected in the next twelve months.

Transactions with related parties

All transactions with related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. During the year the following transactions were entered into with related parties:

As at 30 June 2017, the Company owed Jungle Creek Gold Mines Pty Ltd, of which TEJ Streeter is a Director of the Company, $6,257,931. The terms of the loans are that interest is accrued at a rate of 8% per annum with the loan (including accrued interest) repayable as per the individual loan agreements and each loan is for twelve months. The total interest accrued to Jungle Creek Pty Ltd as at 30 June 2017 is $2,091,696. Under the terms of the agreement, Jungle Creek Gold Mines Pty Ltd may elect for the loan (including accrued interest) to be repaid, subject to shareholder approval, by the issue of shares. Jungle Creek Gold Mines Pty Ltd also has a security interest registered over the consolidated entity's Queensland coal tenements, this was waived in November 2018. Jungle Creek Gold Mines Pty Ltd agreed to extend the loans outstanding at year-end ($6,257,931) and to continue to financially support the company until the earlier of the sale of the Queensland Coal tenements or 30 June 2018 provided funds are available to repay the loans.

The company has entered into an agreement with Zashvin Pty Ltd in March 2013 to which Zashvin made advances totalling $360,000 of which $140,000 was repaid. The terms of the loans are that interest is accrued at a rate of 8% per annum with the loan (including any accrued interest) repayable within one month. The loans remain unpaid at the date of this report. Zashvin Pty Ltd is a major shareholder of Fox Resources Limited. The total balance at 30 June 2017 including interest is $297,712. The loan was subsequently settled in full for $220,000 in September 2018.

The company entered into an agreement with R & D White & Associates Pty Ltd in July 2012 to which R & D White loaned a total of $25,000. The term of the loan is that interest is accrued at a rate of 8% per annum with the loan (including any accrued interest) repayable within one month. The loans remain unpaid at the date of this report, with the total balance at 30 June 2017 including interest being $24,834.

The company entered into an agreement with Garry East in August 2014 to which G East loaned a total of $150,000. The company entered into various agreements with Mr East, pursuant to which G East loaned an additional total of $93,146 (2015), $261,739 (2016) and $35,000 (2017). The term of the loan is that interest is accrued at a rate of 8% per annum with the loan (including any accrued interest) repayable within one month. The loans remain unpaid at the date of this report, with the total balance at 30 June 2017 including interest being $645,132. Mr East may elect for the loan (including accrued interest) to be repaid, subject to shareholder approval, by the issue of shares.

The company entered into an agreement with Bruce Garlick in July 2015 to which B Garlick loaned a total of $250,000. The term of the loan is that interest is accrued at a rate of 8% per annum with the loan (including any accrued interest) repayable within one month. The loans remain unpaid at the date of this report, with the total balance at 30 June 2017 including interest being $288,877.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

Key management personnel remuneration

	2017	2016
	$	$
Short-term benefits	**435,287**	448,950
Post-employment benefits	-	-
Share based payments	-	-
Total remuneration	**435,287**	448,950

20 Financial Instruments

(a) Financial risk management policies and objectives

The Group's principal financial instruments comprise of hire purchase contracts, related party loans and cash and short-term deposits. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. It is and has been throughout the period under review, the Group's policy that no trading in derivatives shall be undertaken. The main risks arising from the Group's financial instruments are cash flow, interest rate risk and liquidity risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rate and foreign exchange risk and assessment of market forecasts for interest rate and foreign exchange. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. Details of the significant accounting policies and methods adopted, including criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 of the financial statements.

(b) Interest rate risk exposure

The consolidated entity's exposure to Interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates on classes of financial assets and financial liabilities is constantly analysed. Within this analysis consideration is given to potential renewals of existing positions and alternative financing. Financial assets and liabilities which are non-interest bearing have not been included in the analysis below. A sensitivity analysis table in relation to interest rate risk has been included at (f).

(c) Liquidity Risk

The responsibility of liquidity risk management rests with the Board of Directors. The Board manages liquidity risk by maintaining sufficient cash or credit facilities to meet the operating requirements of the business and investing excess funds in highly liquid short-term investments. The Group's liquidity needs can be met through a variety of sources including: cash generated from operations, short and long-term borrowings and issue of equity instruments. The Group's committed standby facilities contain no financial undertakings relating to interest cover and are not affected by a reduction in the Group's credit rating. Details of the Group and Company's non-derivative financial instruments according to their contractual maturities are in the table below. The amounts below included the principal and interest components of the interest-bearing liabilities which were determined based on the existing conditions at year end.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

30 June 17	Maturing						Total
CONSOLIDATED	< 1 year $	>1 to <2 Years $	>2 to <3 Years $	>3 to <4 Years $	>4 to <5 Years $	>5 Years $	$
Financial Assets							
Cash and cash equivalents	519,082	-	-	-	-	-	519,082
Trade and other receivables	-	-	-	-	-	-	-
Other financial assets	24,060	897,000	-	-	-	-	921,060
Total Financial Assets	543,142	897,000	-	-	-	-	1,440,142
Financial Liabilities at Amortised Cost							
Trade and other payables	2,158,978	-	-	-	-	-	2,158,978
Related party loan	2,456,554	5,057,934	-	-	-	-	7,514,488
Total Financial Liabilities	4,615,532	5,057,934	-	-	-	-	9,673,466

30 June 16	Maturing						Total
CONSOLIDATED	< 1 year $	>1 to <2 Years $	>2 to <3 Years $	>3 to <4 Years $	>4 to <5 Years $	>5 Years $	$
Financial Assets							
Cash and cash equivalents	-	-	-	-	-	-	-
Trade and other receivables	-	-	-	-	-	-	-
Other financial assets	58,435	40,000	-	-	-	-	98,435
Total Financial Assets	58,435	40,000	-	-	-	-	98,435
Financial Liabilities at Amortised Cost							
Fixed Rate							
Trade and other payables	2,934,163	-	-	-	-	-	2,934,163
Related party loan	2,332,293	5,829,185	-	-	-	-	8,161,478
Total Financial Liabilities	5,266,456	5,829,185	-	-	-	-	11,095,641

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

(d) Net Fair Values

The fair value of all the Group's financial instruments recognised in the financial statements approximates or equals their carrying amounts.

The net fair values of other loans and amounts due are determined by discounting the cash flows, at market interest rates of similar borrowings, to their present value.

For other assets and other liabilities the net fair value approximates their carrying value except for investments in controlled entities held at cost.

No financial assets and financial liabilities are readily traded on organised markets in standardised form other than listed investments.

The business purpose of the financial assets is to provide working capital. The business purpose of the financial liabilities is to provide operational finance.

(e) Credit Risk

The consolidated entity's maximum exposure to credit risk at balance date is the carrying amount of the recognised financial assets net of any provision for doubtful debts.

Credit risk arises from potential failure of counterparties to meet their obligations under the respective contracts at maturity. The Group is exposed to credit risk from its operating activities, financing activities including deposits with banks and foreign exchange transactions.

At balance sheet date the consolidated entity has an exposure to loss in the event counterparties fail to settle on contracts which are favourable to the consolidated entity. This exposure to loss is minimised as counterparties are recognised financial intermediaries with acceptable credit ratings determined by a recognised rating agency.

Trade receivables are non-interest bearing and are settled within 14 - 30 days. A provision for impairment loss is recognised when there is objective evidence that an individual trade receivable is impaired. There are no receivables that are considered impaired and therefore no impairment loss has been recognised by the Group in the current year (2016: nil).

(f) Sensitivity Analysis

The following tables summarise the sensitivity of the Group's financial assets and liabilities to interest rate risk. Had the relevant variables, as illustrated in the tables, moved, with all other variables held constant, post-tax profit and equity including retained earnings would have been affected as shown. The analysis has been performed on the same basis for 2017 and 2016. The following assumptions in relation to market movements have been made in the sensitivity analysis.

Interest rate risk: +1% and -1%. Based on historical rates for the past 5 years, management considers that 100 basis points is a "reasonably possible" estimate for movements in interest rates for the next 12 months.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

Consolidated 30-Jun-17	**Carrying Amount**	**Interest Rate Risk -1%**		**Interest Rate Risk 1%**	
Financial Assets		**Profit $**	**Equity $**	**Profit $**	**Equity $**
Cash & cash equivalents	519,082	-	-	-	-
Trade & other receivables	-	-	-	-	-
Other financial assets	921,060	-	-	-	-
Financial Liabilities					
Trade and other payables	2,158,978	-	-	-	-
Total increase/(decrease)					

Consolidated 30-Jun-16	**Carrying Amount**	**Interest Rate Risk -1%**		**Interest Rate Risk 1%**	
Financial Assets		**Profit $**	**Equity $**	**Profit $**	**Equity $**
Cash & cash equivalents	-	-	-	-	-
Trade & other receivables	-	-	-	-	-
Other financial assets	98,435	-	-	-	-
Financial Liabilities					
Trade and other payables	2,794,163	-	-	-	-
Total increase/(decrease)					

Foreign exchange risk is not applicable to the Group as all financial assets and liabilities are held in AUD.

(i) Capital Risk Management

The Group's capital management objectives are:

- To safeguard the business as a going concern; and
- To maximise returns to shareholders.

The Group may issue new shares or sell assets to reduce debts in order to maintain the optimal capital structure.

The Group also monitors balance sheet strength and flexibility using cash flow forecast analysis and detailed budgeting processes.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

21 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 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. Where there is a change in an accounting estimate, the change shall be recognised prospectively by including it in profit or loss in the period of the change and in future periods, if the change affects both.

The estimates, assumptions and judgements 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.

Determination of mineral resources and ore reserves

Fox Resource Limited estimates its mineral resources and ore reserves in accordance with the Fox Resources Limited Policy for the Reporting of Mineral Resources and Ore Reserves. This policy requires that the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves 2004 (the 'JORC code') be used as a minimum standard. The information on mineral resources and ore reserves were prepared by or under the supervision of Competent Persons as defined in the JORC code. The grades and tonnes reported are based on the mineral resources and ore reserves as defined by the JORC code.

There are numerous uncertainties inherent in estimating mineral resources and ore reserves and assumptions that are valid at the time of estimation may change significantly over time or when new information becomes available.

Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and may, ultimately, result in the reserves being restated. Such changes in reserves could impact on depreciation and amortisation rates, asset carrying values, deferred stripping costs and provisions for decommissioning and restoration.

Impairment of capitalised exploration and evaluation expenditure and related project costs

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 future technological changes which could impact the cost of mining, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

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.

For the period ended 30 June 2017 nil exploration and evaluation expenditure was capitalised and written off (2016: $485,784). The basis of the impairment was a value in use calculation based on current market data and costs of the tenements either surrendered during the year or approved and surrendered post the end of the financial year.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

Impairment of property, plant and equipment

Property, plant and equipment are reviewed for impairment if there is any indication that the carrying amount may not be recoverable. Where a review for impairment is conducted, the recoverable amount is assessed by reference to the higher of 'value in use' (being the net present value of expected future cash flows of the relevant cash generating unit) and 'fair value less costs to sell'.

In determining value in use, future cash flows are based on:

- Estimates of the quantities of ore reserves and mineral resources for which there is a high degree of confidence of economic extraction;
- Future production levels;
- Future commodity prices; and
- Future cash costs of production and capital expenditure.

Variations to the expected future cash flows, and the timing thereof, could result in significant changes to any impairment losses recognised, if any, which could in turn impact future financial results.

Provisions for decommissioning and restoration costs

Decommissioning and restoration costs are a normal consequence of mining, and the majority of this expenditure is incurred at the end of a mine's life. In determining an appropriate level of provision consideration is given to the expected future costs to be incurred, the timing of these expected future costs (largely dependent on the life of the mine), and the estimated future level of inflation.

The ultimate cost of decommissioning and restoration is uncertain and costs can vary in response to many factors including changes to the relevant legal requirements, the emergence of new restoration techniques or experience at other mine sites. The expected timing of expenditure can also change, for example in response to changes in reserves or to production rates. Changes to any of the estimates could result in significant changes to the level of provisioning required, which would in turn impact future financial results.

Share-based payment transactions

The Group measures the cost of equity-settled transactions with management and other parties by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by the Board of Directors using the Black & Scholes valuation method, taking into account the terms and conditions upon which the equity instruments were granted. The assumptions in relation to the valuation of the equity instruments are detailed in Note 23: Share-Based Payments. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact expenses and equity.

Loans receivable from controlled entities

The carrying value of loans receivable from controlled entities is assessed on an annual basis. In the event that the carrying amount of loans exceeds the net assets of the controlled entities an impairment loss is to write down the carrying amount to equal the net assets of the controlled entities.

22 Assets classified as held for sale

For the 30 June 2016 financial year:

As at 31 December 2014 the Group had determined that its Fox Resources Radio Hill assets, at a carrying value of $2,688,000 were expected to be recovered principally through a sales transaction rather than continuing use. As such they have been reclassified to current and classified as an asset held for sale. The remaining $200,000 additions of assets classified as held for sale relate to fixed assets available for sale.

As at 31 December 2014 the Group had determined that its Bundaberg Coking Coal Project assets have a reduced carrying value of $1,800,000 (30 June 2014: $3,511,101) due to changes in market sentiment. This write down of $1,711,101 has been expensed as an impairment loss on exploration and evaluation. These assets were expected to be recovered principally through a sales transaction rather than continuing use. As such they continue to be classified as current and classified as an asset held for sale.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

For the 30 June 2017 financial year:

The Group sold its Fox Resources Radio Hill assets, remaining fixed assets and Bundaberg Coking Coal Project assets. The reversal of impairment of assets recognises assets sold or expected to sold at above the value applied to those assets as at 30 June 2016.

	Consolidated	
	2017	2016
	$	$
Movement in assets classified as held for sale		
Balance at beginning of year	**5,608,731**	5,608,731
Reversal of impairment on assets	**1,300,000**	-
	6,908,731	5,608,731
Less:		
Sale of Fox Radio Hill Pty Ltd	**(3,608,731)**	-
Sale of property, plant and equipment	**(200,000)**	-
Cash received for sale of Bundaberg assets	**(900,000)**	-
	2,220,000	5,608,731
Liabilities directly associated with assets classified as held for sale	-	920,731

23 Share-based payment transactions

Options

No listed or unlisted options exist as at 30 June 2017. 4,000,000 unlisted options expired and were not exercised during the 30 June 2017 financial year. No options were granted during the current financial year. An employee share option plan has been established where the Company may grant options over ordinary shares of the Company to staff. The options are issued for nil consideration and are granted at the discretion of the Directors. The options cannot be transferred, are not quoted on the ASX and carry no dividend and voting rights.

The fair value of all options issued has been determined using a Black & Scholes option pricing model that takes into account the exercise price, the term of the options, the impact of dilution, the non-tradeable nature of the options, the share price at grant date and expected price volatility of the underlying shares, the expected dividend yield and the risk-free interest rate for the term of the options.

Ordinary shares

No shares were issued during the current financial year.

24 Events occurring after balance sheet date

Fox then signed a Share Sale Agreement ("SSA") on 28 November 2017 to sell all of the shares in a new subsidiary of Fox, which is to hold the remaining 50% interest in Bundaberg EPC 1523 coking coal tenements after the Zimprops sale, to Bundaberg Coal Pty Ltd. Fox will receive $1,775,000 in cash or 8,875,000 shares at 20 cents per share in a new listed entity (which effectively owns all of EPC 1523, amongst other tenements), or a combination of cash and shares at Fox's election. Fox's share of the consideration payable under the SSA, the entity which will own its interest in EPC 1523, will increase in proportion to the potential increase in the coking coal resource from the current drilling program. Assuming Fox's share increases by 25Mt of coking coal resource then Fox will receive $1,963,500 in cash or 9,817,500 shares at 20 cents per share in the new listed entity, or a combination of cash and shares at Fox's election.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended 30 June 2017 (continued)

Directors and any associated director-related entities have continued to financially support the company from the reporting date until the date of signing this financial report. This is reflected in $7,514,488 of related party loans as at 30 June 2017. Fox's major director-related creditor is Jungle Creek Gold Mines Pty Ltd ("Jungle Creek"), which was owed $6,257,931 as at 30 June 2017. Jungle Creek was placed into administration early 2017, however Fox obtained a Deed of Forbearance ("DOF") from the administrators of Jungle Creek. Under the DOF the administrators have agreed to provide Fox a forbearance period of 12 months until 12 May 2018 in exchange for $1.2 million in Artemis shares from the Artemis sale agreement plus $250,000. This was subsequently settled in 2017 with the administrators of Jungle Creek, Jungle Creek was released from administration and Mr Streeter was re-elected Non-Executive Chairman of Fox Resources Ltd on 10 November 2017.

The Company settled with Moultrie Geology Pty Ltd for $20,000 in May 2018.

The Company settled with Zashvin Pty Ltd and repaid $220,000 as full and final settlement in September 2018.

The Company sold a stacker for $500,000 in April 2018. The stacker value was recognised in assets classified as held for sale as at 30 June 2017.

The Company paid each of its current Directors; Mr Streeter, Mr East and Mr Garlick $100,000 each in May 2018 as an initial repayment of each of their directors loans. The loan to former director Mr White ($24,834 as at 30 June 2017) and outstanding directors fees ($136,875 as at 30 June 2017) will be fully repaid by 30 June 2018.

25 Parent Entity Information

Information relating to Fox Resources Ltd ("the parent entity")

	Consolidated	
	2017	2016
	$	$
Statement of Financial Position		
Current Assets	**2,743,142**	5,557,166
Total Assets	**3,640,142**	5,597,166
Current Liabilities	**3,303,436**	6,204,699
Total Liabilities	**10,195,378**	12,033,884
Net Assets	**(6,555,236)**	(6,326,718)
Issued Capital	**125,976,992**	125,976,992
Other Reserves	**-**	150,346
Accumulated losses	**(132,532,228)**	(132,454,056)
Total Equity	**(6,555,236)**	(6,326,718)
Statement of profit or loss and other comprehensive income		
Profit/ (loss) for the year	**(228,518)**	(1,569,723)
Total comprehensive loss	**(228,518)**	(1,569,723)

DIRECTOR'S DECLARATION

In the Directors' opinion:

1. In the opinion of the Directors of Fox Resources Ltd:

   (a) The consolidated financial statements and notes of Fox Resources Ltd are in accordance with the Corporations Act 2001, including:
      a. Giving a true and fair view of its financial position as at 30 June 2017 and of its performance for the financial year ended on that date; and
      b. Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and

   (b) There are reasonable grounds to believe that Fox Resources Ltd will be able to pay its debts as and when they become due and payable.

2. The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the chief executive officer and chief financial officer for the financial year ended 30 June 2017.

3. Note 2 confirms that the consolidated financial statements also comply with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:

TERRY STREETER
NON EXECUTIVE CHAIRMAN

Dated the 29th day of June 2018 at Perth, Western Australia.

Central Park, Level 43
152-158 St Georges Terrace
Perth WA 6000

Correspondence to:
PO Box 7757
Cloisters Square
Perth WA 6850

T +61 8 9480 2000
F +61 8 9480 2050
E info.wa@au.gt.com
W www.grantthornton.com.au

Auditor's Independence Declaration to the Directors of Fox Resources Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Fox Resources Limited for the year ended 30 June 2017, I declare that, to the best of my knowledge and belief, there have been:

a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

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

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

P. Warr.

P W Warr
Partner - Audit & Assurance

Perth, 29 June 2018

Central Park, Level 43
152-158 St Georges Terrace
Perth WA 6000

Correspondence to:
PO Box 7757
Cloisters Square
Perth WA 6850

T +61 8 9480 2000
F +61 8 9480 2050
E info.wa@au.gt.com
W www.grantthornton.com.au

Independent Auditor's Report to the Members of Fox Resources Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Fox Resources Limited(the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2017, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and the directors' declaration,

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

a Giving a true and fair view of the Company's financial position as at 30 June 2017 and of its performance for the year ended on that date; and

b Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Company in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 14 in the financial statements, which indicates that the Company incurred a net loss of $228,518 during the year ended 30 June 2017, and as of that date, the Company's current liabilities exceeded its total assets by $1,497,302. As stated in Note 14, these events or conditions, along with other matters as set forth in Note 14, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Information Other than the Financial Report and Auditor's Report Thereon

The Directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2017, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibilities of the Directors' 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 gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf. This description forms part of our auditor's report.

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

P W Warr
Partner - Audit & Assurance

Perth, 29 June 2018