



# INTERIM FINANCIAL REPORT

31st December 2008

A.C.N. 121 511 886

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# **COMPANY DIRECTORY**

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#### Web

www.shawriver.com.au

# **Email**

info@shawriver.com.au

ASX Code SRR

A.C.N. 121 511 886

#### **Directors**

Anthony Walsh (Chairman)
Vincent Algar (Managing Director)
Ken Brinsden (Non-executive Director)

#### **Company Secretary**

Anthony Walsh

## **Registered Office**

Ground Floor 708 Murray Street PO Box 1259 WEST PERTH WA 6005

Telephone: (08) 9226 4455 Facsimile: (08) 9226 4255

#### **Bankers**

National Australia Bank 1232 Hay Street WEST PERTH WA 6005

#### Auditors

Stantons International Level 1 / 1 Havelock Street WEST PERTH WA 6005

#### Home Exchange

Australian Securities Exchange Ltd 2 The Esplanade PERTH WA 6000

#### **Share Registry**

Security Transfers Registrars Pty Ltd 770 Canning Highway APPLECROSS WA 6153

Telephone: (08) 9315 2333 Facsimile: (08) 9315 2233

### Lawyers

Hardy Bowen Level 1 28 Ord Street WEST PERTH WA 6005

#### **DIRECTORS' REPORT**

The directors present their report for the half year ended 31 December 2008.

## **DIRECTORS**

The names of the company's directors in office during the half year and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated.

| Mr Rick Cullen (Chairman/Non executive) | Resigned 19.2.09  |
|---|-------------------|
| Mr David Flanagan (Non executive)       | Resigned 19.2.09  |
| Mr Denis O'Meara (Non executive)        | Resigned 19.2.09  |
| Mr Vincent Algar (Managing Director)    | Appointed 8.9.06  |
| Mr Anthony Walsh (Chairman)             | Appointed 19.2.09 |
| Mr Ken Brinsden (Non executive)         | Appointed 19.2.09 |

# REVIEW AND RESULTS OF OPERATIONS

The operating loss of the Consolidated Entity after income tax for the period ended 31 December 2008 amounted to \$1,905,397 (2007 \$2,768,657).

Operations for the period consisted of exploration for base metals, gold and manganese mineral deposits in the Pilbara region of Western Australia.

#### **DIVIDENDS**

No dividends were paid or declared during the period. No recommendation for payment of dividends has been made.

## AUDITOR'S INDEPENDENCE DECLARATION

The Auditor's Independence Declaration to the directors of Shaw River Resources Ltd is set out on page 3 and forms part of the Directors' Report for the period ended 31 December 2008.

This report is signed in accordance with a resolution of the Board of Directors.

V Algar, Director

Dated this 27th day of February 2009

Perth, Western Australia.

# Stantons International

ABN 41 103 088 697

LEVEL 1, 1 HAVELOCK STREET WEST PERTH WA 6005, AUSTRALIA PH: 61 8 9481 3188 • FAX: 61 8 9321 1204

www.stantons.com.au

27 February 2009

Board of Directors Shaw River Resources Limited 25 Richardson Street WEST PERTH WA 6005

Dear Sirs

RE: SHAW RIVER RESOURCES LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Shaw River Resources Limited.

As Audit Director for the review of the financial statements of Shaw River Resources Limited for the period ended 31 December 2008, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours sincerely
STANTONS INTERNATIONAL
(Authorised Audit Company)

John Van Dieren Director



# INCOME STATEMENT FOR THE HALF YEAR ENDED 31 DECEMBER 2008

|  | CONSOLIDATED |             |             |
|--|--------------|-------------|-------------|
|  | Note         | 2008        | 2007        |
|  |              | \$          | \$          |
| Operations   |              |             |             |
| Revenues   |              | -           | -           |
| Finance revenue  | 3(a)         | 64,507      | 94,446      |
| Employee benefits expense  | 3(b)         | (74,619)    | (83,583)    |
| Exploration expense  | 3(c)         | (1,134,039) | (2,202,928) |
| Administration expense   | 3(d)         | (761,246)   | (576,592)   |
| Net loss from continuing operations before income tax expense  Income tax benefit/ (expense) |              | (1,905,397) | (2,768,657) |
| Net loss attributable to members of the entity   | _            | (1,905,397) | (2,768,657) |
| LOSS PER SHARE (cents per share)   |              |             | grad state  |
| Basic loss for the period  | 4            | (1.7)       | (4.6)       |
| Diluted loss for the period  |              | (1.7)       | (4.6)       |

The accompanying condensed notes form part of the financial statements

# BALANCE SHEET AS AT 31 DECEMBER 2008

## CONSOLIDATED

|   |                | CONSOLID    | ALLD        |
|---|----------------|-------------|-------------|
|   | Notes          | 31 December | 30 June     |
|   |                | 2008        | 2008        |
| ASSETS  |                | \$          | \$          |
| Current Assets                                      |                |             |             |
| Cash and cash equivalents                           | 6              | 2,367,415   | 1,709,800   |
| Trade and other receivables                         |                | 91,860      | 142,584     |
| Prepayments   |                | 129,471     | 56,997      |
| Total Current Assets                                | _              | 2,588,746   | 1,909,381   |
| Non-current Assets                                  |                |             |             |
| Other financial assets                              |                | 67,000      | 57,000      |
| Trade and other receivables                         |                | -           | 165         |
| Property, plant & equipment                         |                | 196,145     | 219,795     |
| Exploration assets                                  | _              | 3,391,795   | 3,041,581   |
| Total Non-current Assets                            | _              | 3,654,940   | 3,318,541   |
| TOTAL ASSETS  | _              | 6,243,686   | 5,227,922   |
| LIABILITIES   |                |             |             |
| Current Liabilities                                 |                |             |             |
| Trade and other payables                            |                | 190,497     | 427,454     |
| Provisions  | F12711.266     | 15,123      | 45,223      |
| Other financial liabilities                         | 10 _           | 40,425      | 38,570      |
| Total Current Liabilities                           | -              | 246,045     | 511,247     |
| Non-current Liabilities                             | LE             |             | 0.000       |
| Other financial liabilities                         | 10 _           | 65,690      | 86,366      |
| Total Non-current Liabilities                       | -              | 65,690      | 86,366      |
| TOTAL LIABILITIES                                   | _              | 311,735     | 597,613     |
| NET ASSETS  | -              | 5,931,951   | 4,630,309   |
| EQUITY  |                |             |             |
| Equity attributable to equity holders of the parent |                |             |             |
| Contributed equity                                  | 7              | 13,932,812  | 10,819,583  |
| Option reserve                                      |                | 1,075,539   | 981,729     |
| Accumulated losses                                  |                | (9,076,400) | (7,171,003) |
| TOTAL EQUITY  | 10 <del></del> | 5,931,951   | 4,630,309   |
|   | _              |             |             |

The accompanying condensed notes form part of the financial statements

# CASH FLOW STATEMENT FOR THE HALF YEAR ENDED 31 DECEMBER 2008

| 00 | TATO | OT  | TT | AFT | CICIE                          |
|----|------|-----|----|-----|--------------------------------|
| CO | INS  | OL. | ЛD | A   | $\Gamma \mathbf{E} \mathbf{D}$ |

|  |      | COLIDORADIA |             |
|--|------|-------------|-------------|
| CASH FLOWS FROM OPERATING ACTIVITIES                 | Note | 2008<br>\$  | 2007<br>\$  |
| Payments to suppliers and employees                  |      | (468,800)   | (678, 362)  |
| Payment for exploration and evaluation               |      | (1,694,296) | (2,209,281) |
| Interest received                                    |      | 64,507      | 113,232     |
| Net cash flows used in operating activities          | _    | (2,098,589) | (2,774,411) |
| CASH FLOWS FROM INVESTING ACTIVITIES                 |      |             |             |
| Increase in other financial assets                   |      | (10,000)    | -           |
| Farm in to joint venture                             |      | (100,000)   | -           |
| Purchase of property, plant & equipment              |      | (3,145)     | (38,158)    |
| Net cash flows from/ (used in) investing activities  |      | (113,145)   | (38,158)    |
| CASH FLOWS FROM FINANCING ACTIVITIES                 |      |             |             |
| Repayments of capital on finance leases              |      | (18,821)    | (3,621)     |
| Proceeds from issue of ordinary shares               |      | 3,076,777   | 1,230,000   |
| Cost of capital raising                              |      | (188,607)   | (60,336)    |
| Net cash flows from financing activities             | _    | 2,869,349   | 1,166,043   |
| Net increase/(decrease) in cash and cash equivalents |      | 657,615     | (1,646,526) |
| Cash and cash equivalents at the beginning of period |      | 1,709,800   | 4,051,901   |
| Cash and cash equivalents at end of period           | 6    | 2,367,415   | 2,405,375   |

The accompanying condensed notes form part of the financial statements

# STATEMENT OF CHANGES IN EQUITY FOR THE HALF YEAR ENDED 31 DECEMBER 2008

| Consolidated   | Issued<br>Capital       | Share Option<br>Reserve       | Accumulated<br>Losses       | Total Equity          |
|--|-------------------------|-------------------------------|-----------------------------|-----------------------|
|  | \$                      | \$                            | \$                          | \$                    |
| At 1 July 2008   | 10,819,583              | 981,729                       | (7,171,003)                 | 4,630,309             |
| Loss for the period  | -                       | _                             | (1,905,397)                 | (1,905,397)           |
| Total income/ (loss) for the period                          | -                       | <b>-</b> 0                    | (9,076,400)                 | 2,724,912             |
|  |                         |                               |                             |                       |
| Shares to be issued  | 125,060                 | -                             | -                           | 125,060               |
| Options to be issued   | _                       | 19,191                        | -                           | 19,191                |
| Issue of share capital                                       | 3,176,776               | -                             | -                           | 3,176,776             |
| Cost of issue of share capital                               | (188,607)               | -                             | -                           | (188,607)             |
| Cost of share based payments                                 | =                       | 74,619                        | -                           | 74,619                |
|  |                         |                               |                             |                       |
| At 31 December 2008  | 13,932,812              | 1,075,539                     | (9,076,400)                 | 5,931,951             |
|  |                         |                               |                             |                       |
|  | Issued<br>Capital<br>\$ | Share Option<br>Reserve<br>\$ | Accumulated<br>Losses<br>\$ | Total<br>Equity<br>\$ |
| At 1 July 2007   | 6,459,024               | 550,387                       | (1,792,450)                 | 5,216,961             |
| Loss for the period  | -                       | -                             | (2,768,657)                 | (2,768,657)           |
| Total income/ (loss) for the period                          | 3                       | -                             | (4,561,107)                 | 2,448,304             |
| Issue of share capital                                       | 1,230,000               | _                             | _                           | 1,230,000             |
| Cost of issue of share capital                               | (60,336)                | ·                             | _                           | (60,336)              |
| Cost of issue of share capital  Cost of share based payments | (00,550)                | 83,583                        | _                           | 83,583                |
| Cost of share based payments                                 |                         | 22,202                        |                             |                       |

The accompanying condensed notes form part of the financial statements

7,628,688

633,970

(4,561,107)

At 31 December 2007

3,701,551

### NOTE 1: BASIS OF PREPARATION AND ACCOUNTING POLICIES

# **Basis of Preparation**

The consolidated half-year financial report is a general purpose financial report which has been prepared in accordance with AASB 134: *Interim Financial Reporting* and the Corporations Act 2001.

The half-year financial report does not include all notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the Consolidated entity as the full financial report.

It is recommended that the half-year financial report be read in conjunction with the annual report for the year ended 30 June 2008 and considered together with any public announcements made by Shaw River Resources Limited and its controlled entities during the period ended 31 December 2008 in accordance with the continuous disclosure obligations of the ASX listing rules.

Apart from the changes in accounting policy noted below, the accounting policies and methods of computation are the same as those adopted in the most recent annual financial report.

### **Changes in Accounting Policy**

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Since 1 July 2008 the Company has adopted the following Standards and Interpretations mandatory for annual periods beginning on or after 1 July 2008. Adoption of these Standards and Interpretations did not have any effect on the financial performance or position of the Company.

• AASB 2008-12 Amendment to Australian Accounting Standards – Reclassification of financial assets (amendments to AASB 139 Financial Instruments: Recognition and measurements and AASB 7 Financial Instruments Disclosures)

# **NOTE 2: GOING CONCERN**

The financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The group had \$2,367,415 in cash and cash equivalents at 31 December 2008 with a commitment of \$1,260,100 required to be outlayed in the following 12 months for tenement lease rentals (please see note 11).

The directors have reviewed the business outlook and are of the opinion that the use of the going concern basis of accounting is appropriate as they believe the Company will have sufficient funds to meet necessary expenditure in the following 12 months.

| NO         | ΓΕ 3: REVENUE AND EXPENSES                    | CONSOLIDATED |           |  |
|------------|---|--------------|-----------|--|
|            |   | 2008         | 2007      |  |
|            |   | \$           | \$        |  |
|            | enues and expenses from continuing operations |              |           |  |
| a)         | Finance Revenue                               |              |           |  |
|            | Bank interest received and receivable         | 64,507       | 94,446    |  |
| <b>b</b> ) | Employee Benefits Expense                     |              |           |  |
|            | Share based payments                          | 74,619       | 83,583    |  |
| c)         | <b>Exploration Expenditure written off</b>    |              |           |  |
|            | Exploration cost written of                   | 1,134,039    | 2,202,928 |  |
| d)         | Administration expenses                       |              |           |  |
|            | Accounting fees                               | 38,453       | 36,876    |  |
|            | Advertising expense                           | 18,396       | 27,691    |  |
|            | Audit fees                                    | 19,074       | 14,093    |  |
|            | Company secretarial cost                      | 36,000       | 30,000    |  |
|            | Computer equipment & software                 | 5,521        | 3,186     |  |
|            | Computer support                              | 6,320        | 5,468     |  |
|            | Conferences & seminars                        | 7,804        | 6,022     |  |
|            | Corporate services                            | 82,336       | 20,000    |  |
|            | Depreciation expense                          | 26,794       | 17,025    |  |
|            | Directors fees                                | 71,697       | 72,011    |  |
|            | Insurance                                     | 18,218       | 17,342    |  |
|            | Legal fees                                    | 42,854       | 12,452    |  |
|            | Occupancy costs                               | 26,583       | 23,300    |  |
|            | Payroll expense                               | 157,497      | 177,420   |  |
|            | Promotion & investor relations                | 24,318       | 2,290     |  |
|            | Postage                                       | 378          | 3,201     |  |
|            | Printing & stationery                         | 25,129       | 20,664    |  |
|            | Telecommunications                            | 10,085       | 13,298    |  |
|            | Travel & Accommodation                        | 49,992       | 7,701     |  |
|            | Other expenses                                | 93,797       | 66,552    |  |
|            |   | 761,246      | 576,592   |  |

| NOTE 4: LOSS PER SHARE   | 2008<br>\$                 | 2007<br>\$                 |
|--|----------------------------|----------------------------|
| (a) Reconciliation of earnings to net loss:  Net loss for the period  Loss used in the calculation of basic loss per share | (1,905,397)<br>(1,905,397) | (2,768,657)<br>(2,768,657) |
| (b) Weighted average number of shares on issue during the period used in the calculation of basic loss per share           | 111,670,416                | 60,744,327                 |

## **NOTE 5: SEGMENT INFORMATION**

The group operates predominately in one business and geographical segment, being mineral exploration in Australia.

# NOTE 6: CASH AND CASH EQUIVALENTS

|                          | Consolida  | ited       |
|--------------------------|------------|------------|
|                          | 2008<br>\$ | 2007<br>\$ |
| Cash at bank and in hand | 367,415    | 310,464    |
| Deposits-at call         | 2,000,000  | 2,094,911  |
|                          | 2,367,415  | 2,405,375  |
|                          |            |            |

Cash at bank earns interest at floating rates based on daily bank deposit rates. Deposits at call earn interest on a 30 day term basis at bank deposit rates.

## NOTE 7: CONTRIBUTED EQUITY

| Consolidated         |  |  |
|----------------------|--|--|
| 31 Dec<br>2008<br>\$ | 30 June<br>2008<br>\$  |  |
|                      |  |  |
| 14,876,077           | 11,699,301   |  |
| 125,060              | -  |  |
| (1,068,325)          | (879,718)  |  |
| 13,932,812           | 10,819,583   |  |
|                      | 31 Dec<br>2008<br>\$<br>14,876,077<br>125,060<br>(1,068,325) |  |

(a) A Letter of Agreement was signed on 29 September 2008 subject to shareholder approval for the acquisition of 85% interest in eight tenements prospective for manganese, copper, tungsten, gold, copper and iron ore from RAM Resources (formerly Contact Uranium Limited). The shares issued to consist of 2,000,000 ordinary shares valued at a volume weighted average price of 6.253 cents each as at 29 September 2008. In addition 1,000,000 20 cent options were also to be issued.

Shareholder approval was gained at the Annual General Meeting held on 28 November 2008 with a formal agreement signed with RAM Resources on 9 February 2009.

# NOTE 7: CONTRIBUTED EQUITY (CONTD)

| Movement in ordinary shares on issue 2008   | No          | \$         |
|---|-------------|------------|
| At 1 July 2008  | 88,184,274  | 10,819,583 |
| 18 September 2008, Ordinary shares issued for cash at 6 cents each                        | 10,650,000  | 639,000    |
| 29 September 2008, Ordinary shares to be issued at 6.253 cents each                       | 2,000,000   | 125,060    |
| 15 October 2008, Ordinary shares issued for cash at 6 cents each                          | 40,629,604  | 2,437,776  |
| 2 December 2008, Ordinary shares issued for mineral rights to tenements at 8.8 cents each | 1,136,363   | 100,000    |
| Less transaction costs  |             | (188,607)  |
| -   | 142,600,241 | 13,932,812 |

# **NOTE 8: SHARE OPTIONS**

|   | Number    | Exercise<br>Price cents<br>per share |
|---|-----------|--------------------------------------|
| Unlisted options – Expiry date 30 November 2011<br>At 1 July 2008 | 6,400,000 | 20 cents                             |
| Options issued  | -         | -                                    |
| Options exercised   | -         | -                                    |
| Options expired   |           | -                                    |
| At 31 December 2008   | 6,400,000 | 20 cents                             |
| Unlisted options – Expiry date 15 January 2012                    |           |                                      |
| At 1 July 2008  | 400,000   | 20 cents                             |
| Options issued  | -         | -                                    |
| Options exercised Options expired                                 | -         |                                      |
| At 31 December 2008   | 400,000   | 20 cents                             |
| Unlisted options – Expiry date 22 February 2012                   |           |                                      |
| At 1 July 2008  | 500,000   | 20 cents                             |
| Options issued  |           | -                                    |
| Options exercised   | -         | -                                    |
| Options expired   |           | 20                                   |
| At 31 December 2008   | 500,000   | 20 cents                             |
| Unlisted options – Expiry date 30 November 2012                   |           | •                                    |
| At 1 July 2008  | 300,000   | 20 cents                             |
| Options issued  | -         | -                                    |
| Options exercised Options expired/forfeited                       |           | -                                    |
| At 31 December 2008   | 300,000   | 20 cents                             |
| 11. 31 1200111001 2000  | 200,000   |                                      |

# NOTE 8: SHARE OPTIONS (CONTD)

|   | Number    | Exercise<br>Price cents<br>per share |
|---|-----------|--------------------------------------|
| Unlisted options – Expiry date 28 February 2013 | 250 000   | 20                                   |
| At 1 July 2008                                  | 350,000   | 20 cents                             |
| Options issued                                  | -         | · <del>-</del>                       |
| Options exercised                               | (100,000) | 20 cents                             |
| Options expired/forfeited                       | 250,000   | 20 cents                             |
| At 31 December 2008                             |           | 20 cents                             |
| Unlisted options – Expiry date 31 December 2010 |           |                                      |
| At 1 July 2008                                  | 2,500,000 | 20 cents                             |
| Options issued                                  | _         | 3 <del>=</del>                       |
| Options exercised                               | _         | 1                                    |
| Options expired                                 | _         |                                      |
| At 31 December 2008                             | 2,500,000 | 20 cents                             |
|   |           |                                      |
| Unlisted options – Expiry date 28 February 2013 | 500,000   | 24 cents                             |
| At 1 July 2008                                  | 500,000   | 24 Cents                             |
| Options issued                                  | -         | -                                    |
| Options exercised                               | -         | _                                    |
| Options expired                                 | 500,000   | 24 cents                             |
| At 31 December 2008                             |           | 24 cents                             |
| Unlisted options – Expiry date 28 February 2013 |           |                                      |
| At 1 July 2008                                  | 500,000   | 29 cents                             |
| Options issued                                  | -         |                                      |
| Options exercised                               | -         | -                                    |
| Options expired                                 |           | -                                    |
| At 31 December 2008                             | 500,000   | 29 cents                             |
| 7 1 1 1 7 2010                                  |           |                                      |
| Unlisted options – Expiry date 1 May 2013       | 1,000,000 | 20 cents                             |
| At 1 July 2008                                  | 1,000,000 | 20 cents                             |
| Options issued                                  | _         | _                                    |
| Options exercised                               |           | _                                    |
| Options expired                                 | 1,000,000 | 20 cents                             |
| At 31 December 2008                             | 1,000,000 | 20 001110                            |
| Unlisted options – Expiry date 30 June 2013     |           |                                      |
| At 1 July 2008                                  |           | -                                    |
| Options issued                                  | 1,000,000 | 20 cents                             |
| Options exercised                               | -         | -                                    |
| Options expired                                 |           | =                                    |
| At 31 December 2008                             | 1,000,000 | 20 cents                             |
|   |           |                                      |

# **NOTE 8: SHARE OPTIONS (CONTD)**

| ( )   |           |                                |
|---|-----------|--------------------------------|
|   | Number    | Exercise Price cents per share |
| Unlisted options – Expiry date 31 August 2013   |           | •                              |
| At 1 July 2008                                  | -         |                                |
| Options issued                                  | 725,000   | 9.43 cents                     |
| Options exercised                               |           | _                              |
| Options expired                                 | (125,000) | -                              |
| At 31 December 2008                             | 600,000   | 9.43 cents                     |
| Unlisted options – Expiry date 31 August 2013   |           |                                |
| At 1 July 2008                                  |           | -                              |
| Options issued                                  | 725,000   | 10.66 cents                    |
| Options exercised                               | (107.000) | -                              |
| Options expired                                 | (125,000) | 10.66                          |
| At 31 December 2008                             | 600,000   | 10.66 cents                    |
| Unlisted options – Expiry date 28 November 2013 |           |                                |
| At 1 July 2008                                  | -         | 1.5                            |
| Options issued                                  | 500,000   | 15 cents                       |
| Options exercised                               | _         | -                              |
| Options expired                                 |           | 15                             |
| At 31 December 2008                             | 500,000   | 15 cents                       |
| Unlisted options – Expiry date 28 November 2013 |           |                                |
| At 1 July 2008                                  | 500,000   | -<br>20 aanta                  |
| Options issued                                  | 500,000   | 20 cents                       |
| Options exercised                               | -         | -                              |
| Options expired                                 | 500,000   | 20 cents                       |
| At 31 December 2008                             | 300,000   | 20 cents                       |
| Unlisted options – Expiry date 1 September 2013 |           |                                |
| At 1 July 2008                                  | 1 000 000 | 20 ast-                        |
| Options to be issued                            | 1,000,000 | 20 cents                       |
| Options exercised                               | -         | -                              |
| Options expired                                 | 1,000,000 | 20 cents                       |
| At 31 December 2008                             | 1,000,000 | 20 cents                       |

# **NOTE 9: SHARE-BASED PAYMENTS**

# (a) Recognised share-based payment expenses

The expense recognised for services received during the period is shown in the table below:

|   | Consolidated |        |
|---|--------------|--------|
|   | 2008         | 2007   |
| Expense arising from options issued to Directors, Employees | \$           | \$     |
| and Contractors   | 74,619       | 83,583 |
|   | 74,619       | 83,583 |
|   |              |        |

(b) The Board has an employee share option incentive plan in place which was approved by shareholders in November 2007. 725,000 unlisted 9.43 cent options and 725,000 unlisted 10.66 cent options were issued to five employees during the six months ended 31 December 2008. Vincent Algar (Managing Director) was also issued 500,000 options at 24 cents and 500,000 at 29 cents. Of the employee options 250,000 were forfeited as well as another 100,000 that were granted to an employee in the 2008 financial year. If an eligible employee resigns within 12 months of being issued share options, any share options held will be forfeited.

## (c) Employee and Contractors Options

The weighted average exercise price and movements in options during the period are shown in the table below:

| Consolidated   |   |
|----------------|---|
| Number of      | Weighted  |
| <b>Options</b> | average exercise  |
|                | price cents   |
| 8,950,000      | 20.0  |
| 2,450,000      | 13.09   |
| -              |   |
| (350,000)      | 18.04   |
| 11,050,000     | 18.69   |
| 7,600,000      | 20.0  |
|                | Number of Options  8,950,000 2,450,000 (350,000) 11,050,000 |

## NOTE 10: OTHER FINANCIAL LIABILITIES

|                 |     | Consolidated |         |
|-----------------|-----|--------------|---------|
|                 |     | 31 Dec       | 30 June |
|                 |     | 2008         | 2008    |
| Current         |     | \$           | \$      |
| Lease Liability | (a) | 40,425       | 38,570  |
| Non Current     |     |              |         |
| Lease Liability | (a) | 65,690       | 86,366  |

# NOTE 10: OTHER FINANCIAL LIABILITIES (CONTD)

(a) The company entered into two lease agreements on 9<sup>th</sup> December 2007 for the purchase of two Toyota Landcruisers. The two leases have been taken out over a term of 36 months at an interest rate of 7.87%. Repayments of \$1,993.23 and \$1,989.43 are to be paid per month with residual payments of \$14,583.91 to be paid at the end of the lease term.

# NOTE 11: COMMITMENTS AND CONTINGENCIES

# (a) Exploration expenditure commitments

In order to maintain current rights of tenure to exploration tenements, the Group will be required to outlay in 2009 amounts of approximately \$1,260,100 in respect of tenement lease rentals and to meet minimum expenditure requirements of the Department of Industry Resources. These obligations are expected to be fulfilled in the normal course of operations and have not been provided for in the financial report.

#### (b) Lease expenditure commitments

|   | Consolidated |         |
|---|--------------|---------|
|   | 2008         | 2007    |
|   | \$           | \$      |
| Operating leases (non-cancellable):           |              |         |
| - not later than one year                     | 34,456       | 139,387 |
| - after one year but not more than five years | 23,173       | 150,904 |
| Future lease expenditure at reporting date    | 57,629       | 290,291 |
|   |              |         |

# NOTE 12: EVENTS AFTER BALANCE SHEET DATE

Financial lease liabilities are discussed in note 10.

On 19 February 2009 it was announced that there was a board restructure. Messrs Cullen, O'Meara and Flanagan resigned as directors with Tony Walsh and Ken Brinsden being appointed to the board of directors.

Consolidated

#### **DIRECTORS' DECLARATION**

In the opinion of the directors of Shaw River Resources Ltd ("The Company")

- 1. The financial statements and notes, as set out on pages 5 to 15 are in accordance with the Corporations Act 2001 including:
  - a. complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001; and
  - b. giving a true and fair view of the Consolidated entity's financial position as at 31 December 2008 and of its performance as represented by the results of its operations and cash flows for the period ended on that date.
- 2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Vincent Algar Managing Director

Dated this 27th day of February 2009

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# INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF SHAW RIVER RESOURCES LIMITED

# Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Shaw River Resources Limited, which comprises the consolidated condensed balance sheet as at 31 December 2008, and the consolidated condensed income statement, condensed statement of changes in equity and condensed cash flow statement for the half-year ended on that date, a statement of accounting policies, other selected explanatory notes and the directors' declaration.

Directors' Responsibility for the Half-Year Financial Report

The directors of the Company are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

#### Auditor's Responsibility

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Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of Interim And Other Financial Reports Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and its performance for the half year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Shaw River Resources Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



### Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, has been provided to the directors of Shaw River Resources Limited on 27 February 2009.

#### Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Shaw River Resources Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

STANTONS INTERNATIONAL (Authorised Audit Company)

John Van Dieren

Stesters

Director

West Perth, Western Australia 27 February 2009