



ANNUAL REPORT 30 JUNE 2016

DOME GOLD MINES LIMITED ABN 49 151 996 566

FIJI

Figure 1 – Tenement Location Map



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CHAIRMAN'S MESSAGE

Dear Shareholder

I am pleased to present Dome's Annual Report for the year ended 30 June 2016.

The past year has been one of mixed fortunes, with significant advances made on our flagship project, the Sigatoka Iron Sands, while activity on our Ono Island Gold and Namoli-Wainivu Copper-Gold Projects has been subdued due to lack of funding for field work. Nevertheless, we remain enthusiastic about our gold and copper projects and believe that once sufficient funding is available, we will be able to proceed rapidly with geophysical and drilling programs at those projects that will yield exciting results.

Even though activities have been constrained over the past year, we have been able to move the Sigatoka Project forward by the achievement of several important milestones. Two events in particular stand out. Last October we received formal approval of our Environmental Impact Assessment ('EIA') Report for Sigatoka. Acceptance of this report by the Government of Fiji opened the way for Dome to lodge an application for a mining lease ('ML') late in 2015 to cover the proposed project area. Government officials are now examining the ML application and EIA as part of the normal mining approval process. No obstacles have so far been raised by those officials but the evaluation process is perhaps taking longer than usual, primarily due, it would appear, to delays resulting from the impact of the two tropical cyclones that hit Fiji early in 2016. The first of those cyclones was particularly severe, causing much damage, especially in the north of the country. In these circumstances it is quite understandable that there will be delays in the resumption of normal business by Government.

Although no new drilling was completed at Sigatoka during the year, Dome was able to undertake further quality assessment studies on the sand deposit. A quantity of washed sand that was produced during a pilot plant test program on a Sigatoka bulk sample was submitted for chemical analysis and mineralogical examination. The results confirmed that the sand from this deposit is physically suitable for use in concrete and qualifies as industrial sand. This is important, as a very large part of the revenue from a mining operation at Sigatoka is expected to come from the sale of industrial sand, which thus becomes a key economic driver for the entire project, regardless of the prevailing price for magnetite sand as an iron ore.

Dome takes its corporate citizen responsibilities in Fiji very seriously and although our field activities were subdued, the Company continued its contribution to the social and economic wellbeing of the communities in which we operate. This was expressed principally over the past year as assistance provided to schools in relation to classroom equipment and building and maintenance supplies, the provision of which has significantly improved the educational experience of the students in those schools.

With signs of a turnaround in sentiment towards junior resource companies emerging in the Australian market, particularly in respect of gold, Dome is moving ahead with its plans for the exploration of its Ono Island Gold Project. The Company has outlined at surface two adjacent, high sulphidation epithermal gold prospects on Ono that are believed to offer excellent potential for the discovery of a substantial gold deposit, analogous with other such deposits around the Pacific Rim of Fire. The first part of the new program will be an Induced Polarisation ('IP') geophysical survey that will help delineate drill targets for the following phase of exploration. The IP survey is currently scheduled for the August to October period of 2016. Drilling will ensue as soon as possible thereafter, subject to funding.

Dome has continued to raise working capital during the past year by placements to sophisticated and overseas investors and I sincerely thank them for their support. Our Japanese director, Mr Tadao Tsubata, has been the driving force behind most of this capital raising and I thank him for all the time and commitment he has given to the Company. I would also like to extend my thanks to the other Directors of Dome, to Mr Jack McCarthy, CEO of Dome, and to all of his staff for their loyalty and endeavour on behalf of our shareholders.

It is taking us longer than we anticipated to reach our stated goals but as time has elapsed and new information has come to hand, to say nothing of the very significant increase in the price of gold, our confidence has grown. We remain convinced that Dome will deliver to its shareholders the value we see currently lying latent in the ground.



G G LOWDER
Chairman
Dome Gold Mines Ltd

DIRECTORS' REPORT

The Directors of Dome Gold Mines Ltd present their report, together with the financial statements of the consolidated entity, being Dome Gold Mines Ltd ('Dome' or 'the Company') and its controlled entities ('the Group') for the financial year ended 30 June 2016.

DIRECTORS' DETAILS

The following persons were Directors of Dome during or since the end of the financial year.



DR GARRY LOWDER

Chairman

Independent Non-Executive Director

Member of Audit and Risk Committee

Director since 1 March 2012

Bachelor of Science with 1st Class Honours in Geology (University of Sydney)

Doctor of Philosophy (University of California, Berkeley)

Advanced Management Program (Harvard University)

Fellow, Australasian Institute of Mining and Metallurgy

Member, Australian Institute of Company Directors

Other current directorships:

None

Previous directorships (last 3 years):

Queensland Mining Corporation Ltd
(resigned July 2013)

Interests in shares:

570,000

Interest in options:

None

Dr Garry Lowder is a geologist who has spent over 45 years in the Australian and international mining industries. As an exploration geologist, Garry has worked in Australia, Indonesia and Papua New Guinea, playing key roles in the discovery of several mineral deposits, including the Northparkes copper, Cowal gold and Conrad silver deposits in NSW, the Paddington gold and Wodgina tantalum deposits in WA and the North Sulawesi porphyry copper deposits in Indonesia.

Over the past 30 years Garry has held senior management positions with Australian mining companies and also spent four years in government as Director General of Mineral Resources in NSW. In 1997 he founded Malachite Resources Limited, listing it on the ASX (MAR) in 2002 and retiring as managing director late in 2011; he retired from the position of non-executive Chairman at the end of November, 2012.

Garry was also an independent, non-executive director (and for three years, chairman) of ASX-listed Straits Resources Limited from 1997 until he retired from that Board in mid-2011. He is free from any business or other relationship that could materially interfere with the independent exercise of his judgment.



Other current directorships:

Zamia Metals Ltd
GPS Alliance Holdings Ltd

Previous directorships (last 3 years):

None

Interests in shares:

3,210,000

Interest in options:

None

MR ANDREW SKINNER

**Non-Executive Director and Chair of Audit Committee
Director since 8 July 2011**

Master of Economics – Professional Accounting (Macquarie University)

Master of Corporate Governance (Macquarie University)

Diploma Property Development Distinction (UTS)

Member, CPA Australia

Member, Australian Institute of Company Directors

Mr Andrew Skinner qualified as a Chartered Accountant in 1986 with Price Waterhouse Coopers and commenced a specialisation in superannuation law and practice. He works extensively in business structuring and tax advice. In 2004 Andrew was the founding director of Augur Resources Ltd which went on to list on the ASX (AUK). Currently, Andrew is Principal of Andrew Skinner & Associates Pty Ltd a CPA Public Practice based in Chatswood. Andrew is also a Justice of the Peace and a Registered Tax Agent.

Andrew's extensive experience with mineral exploration companies resulted in his appointment as a director of Zamia Metals Ltd (ZGM), which listed on the ASX in January 2007, and he remains on that Board as Executive Chairman.

Involved with Dome Mines since July 2009, Andrew has been working with the management and shareholders to bring Dome to its current state.

Andrew is a Sessional Lecturer at Macquarie University in the School of Accounting and Corporate Governance teaching in the fields of Enterprise Risk Management, Sustainability Reporting and Business Ethics and Corporate Governance. He has also taught the subject Leading Organisation Change at the UBSS Business School in their Master of Business Administration Degree. Andrew has recently been appointed to the Academic Board of the Churchill Institute of Higher Education in recognition of his accounting and academic capabilities. He is currently enrolled in a Master of Research in Accounting completing a thesis on Integrated Reporting considering the "Fifth Capital" being the meaning and measurement of Social and Relational Capital. He is free from any business or other relationship that could materially interfere with the independent exercise of his judgment.



Other current directorships:

None

Previous directorships (last 3 years):

None

Interests in shares:

16,845,726

Interest in options:

None

MR TADAO TSUBATA

Non-Executive Director

Director since 8 July 2011

Bachelor of Arts in Economics (Kokushikan University, Tokyo, Japan)

Mr Tadao Tsubata studied at Kokushikan University, Tokyo, in the Department of Politics and Economics, graduating in 1991 with a B.A. in Economics.

From 1991 to 1997, Tadao worked in corporate finance at a major Japanese securities company. From this role he moved to a major international life insurance and investment company where he was involved in retail offerings and distribution of the business in Japan.

Establishing his first business in life insurance distribution and agencies in 2001, this formed the basis of a new business being a Japanese focused asset management company.

In early 2010 the asset management company's activities grew in prominence and a number of private investment funds were formed to specifically target investments internationally, in mining exploration, primary production and other growth industries. Tadao continues in the role of Chief Executive Officer of this business with operations in many countries including Australia.



MR ALLEN JAY
Non-Executive Director
Director since 29 March 2012

Bachelor of Earth Science (Geology) (Macquarie University)
Chemistry Certificate - Inorganic Analytical Chemistry (Newcastle Technical College)

Mr Allen Jay has extensive experience as a geologist and analytical chemist, working in Australia, Fiji, the Philippines and Indonesia in the mining industry in roles ranging from regional exploration to project management. For five years, Allen led the exploration team in the evaluation of Fiji's Namosi porphyry copper deposits. These are located on tenements now owned by Newcrest that are adjacent to Dome's Central Viti Levu Project.

Allen has been a Geologist/Geochemist for the last 40 years and is a member of AusIMM. Previously Allen worked for Placer Dome Asia Pacific as Exploration Manager, Projects, Philippines and then became its Regional Exploration Manager overseeing project work in the Philippines, Indonesia, New South Wales and Western Australia.

He holds a Bachelor of Earth Science (Geology) from Macquarie University and a Chemistry Certificate – Inorganic Analytical Chemistry from the Newcastle Technical College, Newcastle.

Allen has also performed geological consultancy work for Dome for which he has been paid.

Other current directorships:

None

Previous directorships (last 3 years):

None

Interests in shares:

350,000

Interest in options:

None



MS SARAH HARVEY

Alternate Director

Appointed 8 December 2015, resigned 21 July 2016

Bachelor of Arts (University of Adelaide)

Bachelor of Laws (University of Adelaide)

Master of Laws (College of Law, Sydney)

Certificate in Governance Practice (Institute of Governance)

Ms Sarah Harvey has worked for 15 years, in both private practice and in the corporate sector.

In recent years Sarah has been focused on company secretariat services as Legal Director of her own practice, providing board and director advice in strategic planning and review, due diligence, risk compliance and corporate governance. She holds a BA, LLB.MA (Law) and is a member of the Institute of Governance.

Other current directorships:

None

Previous directorships (last 3 years):

None

Interests in shares:

20,776,499

Interest in options:

None

COMPANY SECRETARY

Mr Marcelo Mora holds a Bachelor of Business degree and Graduate Diploma of Applied Corporate Governance, and is a member of the Governance Institute of Australia. Mr Mora is a Chartered Secretary and has been an accountant for more than 30 years and has experience in resources and mining companies both in Australia and internationally, providing financial reporting and company secretarial services to a range of publicly listed companies. Marcelo has been the Company Secretary since Dome was incorporated on 8 July 2011.

PRINCIPAL ACTIVITIES

The principal activities of the Group have been the continuing exploration and evaluation of its projects in Fiji. No significant changes in the nature of these activities occurred during the year.

REVIEW OF OPERATIONS AND FINANCIAL RESULTS

Projects

Dome, through its wholly owned Fijian subsidiaries, Dome Mines Ltd and Magma Mines Ltd holds 100% of three Special Prospecting Licences (SPL) in Fiji, namely, SPL1495 (Sigatoka Iron Sand Project), SPL1451 (Kadavu Island Project) and SPL1452 (Nadrau Project). The company also held 100% of SPL1454 (Nasivi Delta Project) until it was relinquished in the September 2015 quarter.

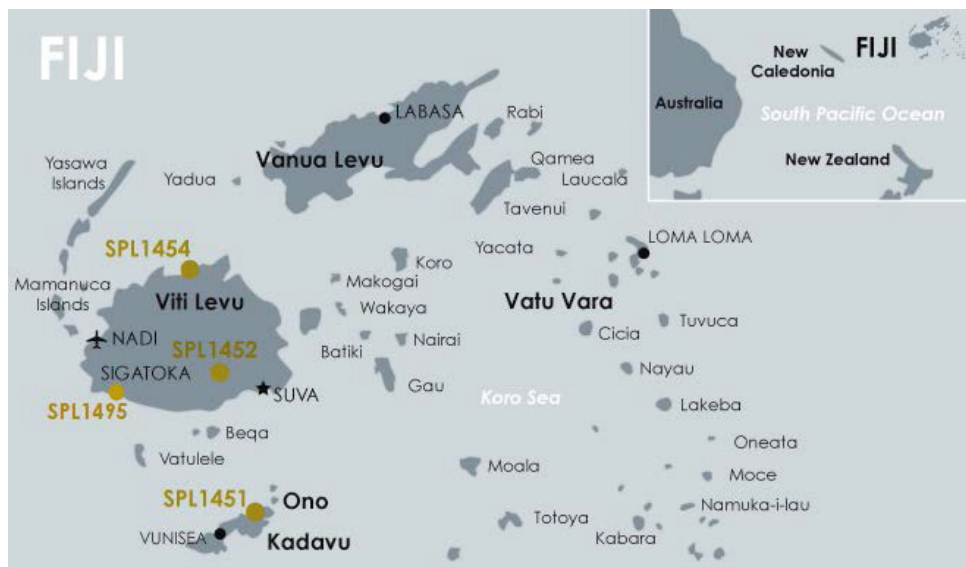


Figure 1 – Dome Gold Mine's project locations

SPL 1495 Sigatoka Iron Sand Project

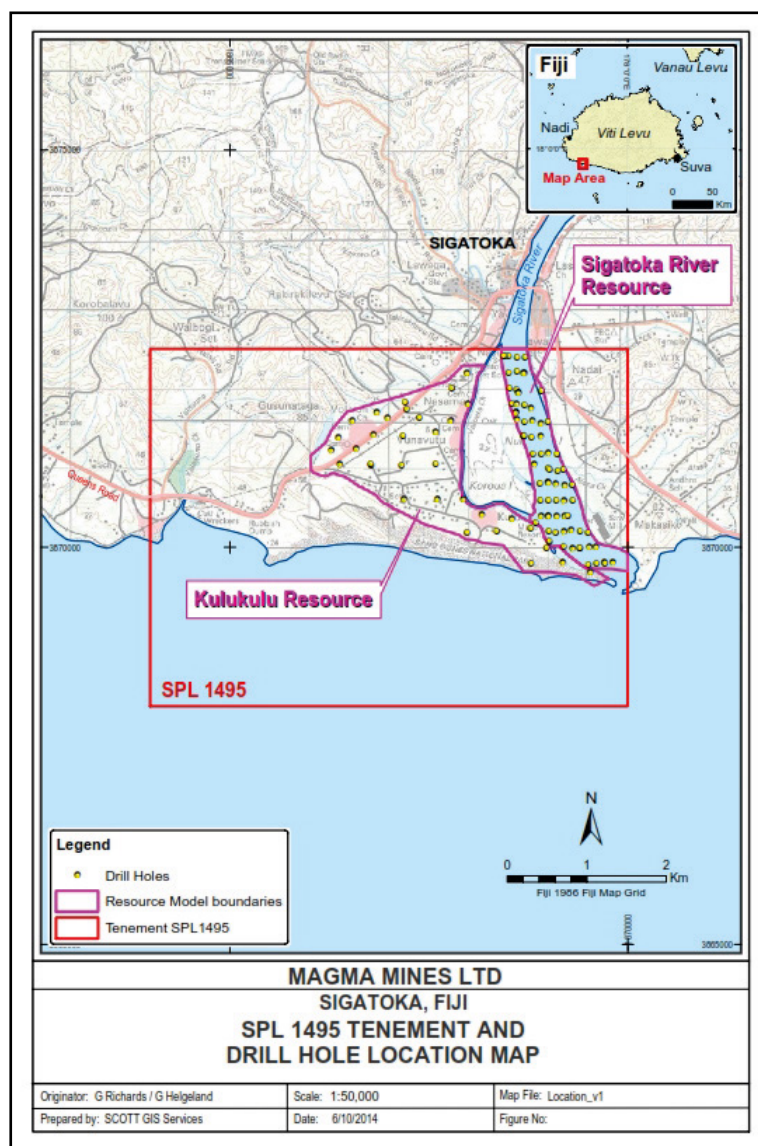
- This tenement of 2,522.69ha on the south coast of Viti Levu, the largest island of Fiji, covers the plains at the mouth of the Sigatoka River, the river itself and an area offshore.
- Dome's most advanced project with a Mining Lease applied for and Definitive Feasibility Study planned.
- Initial JORC 2012 resource estimate was published in October 2014.
- Environmental Impact Assessment report produced December 2014.
- Pre-feasibility Study report completed early 2015.

In October 2014 the company announced a maiden JORC 2012 Resource Estimate for its 100%-owned Sigatoka Iron Sand Project, located on the main island of Viti Levu, Fiji (see Figure 2).

A maiden Resource Estimate of 131.6 million tonnes included Indicated Mineral Resources of 25 million tonnes @11.6% HM at Sigatoka River, and Inferred Mineral Resources of 100.7 Mt @ 17% HM at the onshore Kulukulu deposit and 5.9 million tonnes @ 11% HM at Sigatoka River.

The Resource consists of detrital magnetite and other heavy minerals in a coastal sand deposit. The iron sands will be dredged from the Sigatoka river bed and processed by gravity and magnetic separation to produce saleable products ready for export.

In addition to magnetite concentrate, non-magnetic heavy mineral concentrate and sand and gravel suitable for industrial or land reclamation uses are expected to be produced during processing.



SIGATOKA RIVER INDICATED AND INFERRED RESOURCE ESTIMATE SUMMARIES																			
JORC Classification	ZONE	VOLUME (m ³)	DENSITY (g/cm ³)	TONNES (t)	HM TONNES (t)	MAG1 TONNES (t)	%HM in Feed	%HM in Sand	+4mm Sand	1-4mm Sand	38micron-1mm Sand	38micron	Average MAGSUS	%MAG1 in Feed	%V in MAG1	%TiO ₂ in MAG1	%Fe in MAG1	%SiO ₂ in MAG1	%Al ₂ O ₃ in MAG1
Indicated	Lower Fine Sand [ZONE 1]	10,455,000	1.8	18,819,000	2,176,686	944,765	11.6	15.8	8.7	10.5	73.1	7.6	16.6	1.8	0.35	6.6	56.4	4.6	3.8
	Upper Coarse Sand [ZONE 2]	3,616,875	1.8	6,510,375	749,895	98,882	11.5	19.7	17.5	20.3	58.3	3.9	14.3	1.5	0.36	6.6	57.1	4.2	3.7
	Subtotal	14,071,875	1.8	25,329,375	2,926,581	1,043,648	11.6	16.8	11.0	13.0	69.3	6.7	16.0	1.8	0.35	6.6	56.6	4.5	3.7
Inferred	Lower Fine Sand [ZONE 1]	2,547,188	1.8	4,594,938	488,976	75,814	10.7	15.7	10.4	13.1	68.6	7.9	12.9	1.7	0.36	6.6	56.9	4.4	3.7
	Upper Coarse Sand [ZONE 2]	749,063	1.8	1,348,313	145,771	15,437	10.8	19.9	21.1	20.9	53.5	4.5	11.7	1.1	0.36	6.6	57.4	4.3	3.8
	Subtotal	3,296,250	1.8	5,993,250	634,747	91,251	10.7	16.6	12.8	14.9	65.2	7.1	12.6	1.5	0.36	6.6	57.0	4.4	3.7
	TOTAL	17,368,125	1.8	31,322,625	3,561,328	1,134,899	11.4	16.8	11.3	13.4	68.5	6.8	15.4	1.7	0.4	6.6	56.7	4.5	3.7

KULUKULU INFERRED RESOURCE ESTIMATE SUMMARIES																			
JORC Classification	ZONE	VOLUME (m3)	DENSITY (g/cm3)	TONNES (t)	HM TONNES (t)	MAG1 TONNES (t)	%HM in Feed	%HM in Sand	+4mm Sand	1-4mm Sand	45micron-1mm Sand	45micron	Average MAGSUS	%MAG1 in Feed	%Fe in MAG1	%TiO2 in MAG1	%SiO2 in MAG1	%Al2O3 in MAG1	
Inferred	Lower Fine Sands [ZONE 1]	26,503,750	1.8	47,706,750	6,482,038	1,371,544	13.6	17.0	4.2	9.4	79.6	6.8	19.4	2.9	53.8	6.5	7.7	4.5	
	Upper Coarse Sands [ZONE 2]	23,972,500	1.8	43,150,500	9,044,127	1,120,794	21.0	24.4	3.3	6.7	85.3	4.7	21.7	2.6	53.8	6.5	8.0	4.4	
	Eluvial Sands [ZONE 3]	5,166,250	1.8	9,299,250	1,723,947	243,101	18.5	25.0	6.5	9.3	72.6	11.5	19.7	2.6	53.9	6.5	7.8	4.5	
	TOTAL	55,642,500	1.8	100,156,500	17,250,111	2,735,439	17.2	20.9	4.0	8.2	81.4	6.3	20.4	2.7	53.8	6.5	7.8	4.5	

Note: The table presents the Indicated and Inferred estimates without rounding and this is not intended to convey an increase in the precision of the estimates.

The cut-off grade used is 8% HM.

Mag 1 represents magnetic minerals captured at 300 Gauss.

Figure 2 – Sigatoka River and Kulukulu resource area and estimates

In December 2014 Dome received an Environmental Impact Assessment report prepared by independent environmental specialists, Corerega Environment Consultants. The report concluded that “(t)he proposed mining, dredging and mineral extraction development project is likely to have significant economic benefits to the local area, the region and the Country of Fiji and local residents are likely to benefit from the increase in productivity of land, river and marine environment and through job opportunities”.

Dome announced the completion of a positive Pre-Feasibility Study (PFS) in March 2015. The PFS concluded that a viable dredge mining and sand processing operation to recover industrial sand, gravel, magnetite concentrate (iron ore) and a bulk non-magnetic heavy mineral concentrate, all products have local or international markets. The PFS recommended completion of a Definitive Feasibility Study (DFS) that will include the operation of a pilot processing plant to produce product samples that can be used for establishing market prices. In addition, the DFS will generate process engineering data needed for the design and equipment selection of a full scale process plant. The DFS will also provide support to seek funds to implement the mining operation.

Although the iron ore price has been in decline recently, due to market saturation, the potential to generate stable revenue by producing multiple products for sale, as well as its coastal location, give the Sigatoka Project commercial advantages that many other iron ore projects do not possess.

The renewal of SPL1495 for a new 3-year period for the licence was granted by the Mineral Resources Department on 13 July 2015.

SPL 1451 Ono Island Project

- This tenement of 3,028ha on Ono Island, the eastern most island of the Kadavu Group, covers a number of hydrothermally altered and mineralised areas and caldera/volcanic centres.
- Two high sulphidation epithermal gold-silver targets and possible deeper porphyry copper-gold exploration targets (Naqara East and Naqara West) have been identified by geological mapping (Fig. 3).
- The prospect is spatially associated with shoshonitic volcanic centres that appear similar in alteration style, geological formation and metal geochemical anomalism to the Lepanto gold-copper deposit in the Philippines.
- The Company now proposes to undertake Induced Polarisation geophysical surveys to produce 3-dimensional models that will assist with targeting of exploration diamond drilling.

During the year the Company relinquished the Kadavu (or Gasele) block reducing the tenement from 4,213 ha to 3,028 ha in area. A soil sampling geochemical program completed on the Gasele Block did not reveal any areas of elevated metals and the Company decided to focus solely on the Naqara East and Naqara West prospects on Ono Island.

The Company has lodged an application to renew SPL1451 for a further 3-year period which expired on 22 August 2016, and believes there is no reason why the renewal will not be approved.

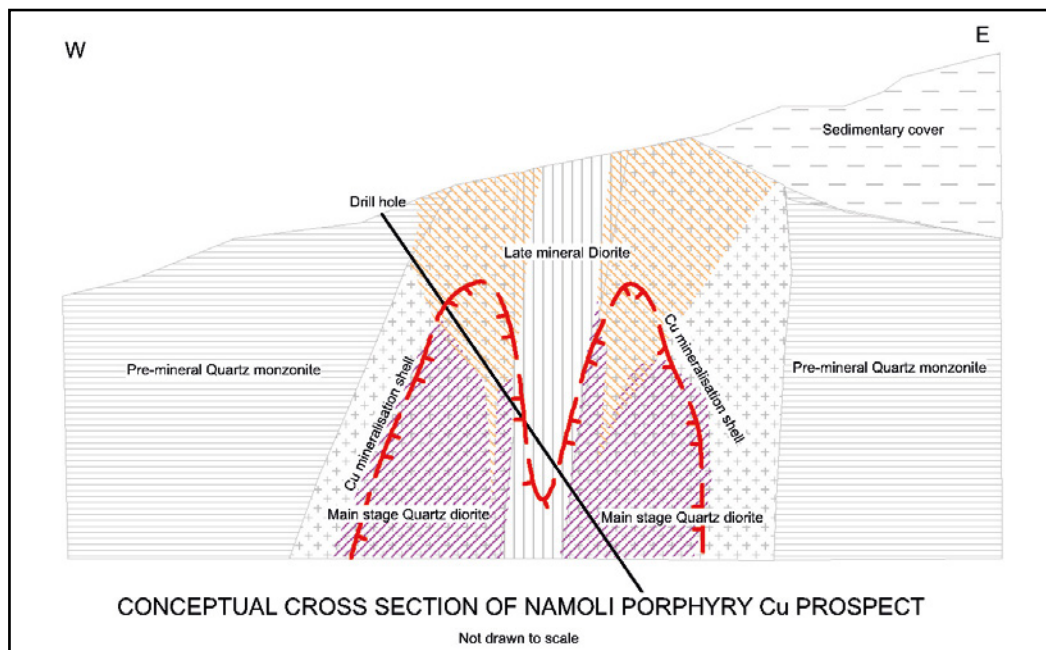


Figure 4 – Conceptual cross section of the Namoli porphyry intrusive system.
Note the drill hole as shown is as proposed and has not yet been drilled.

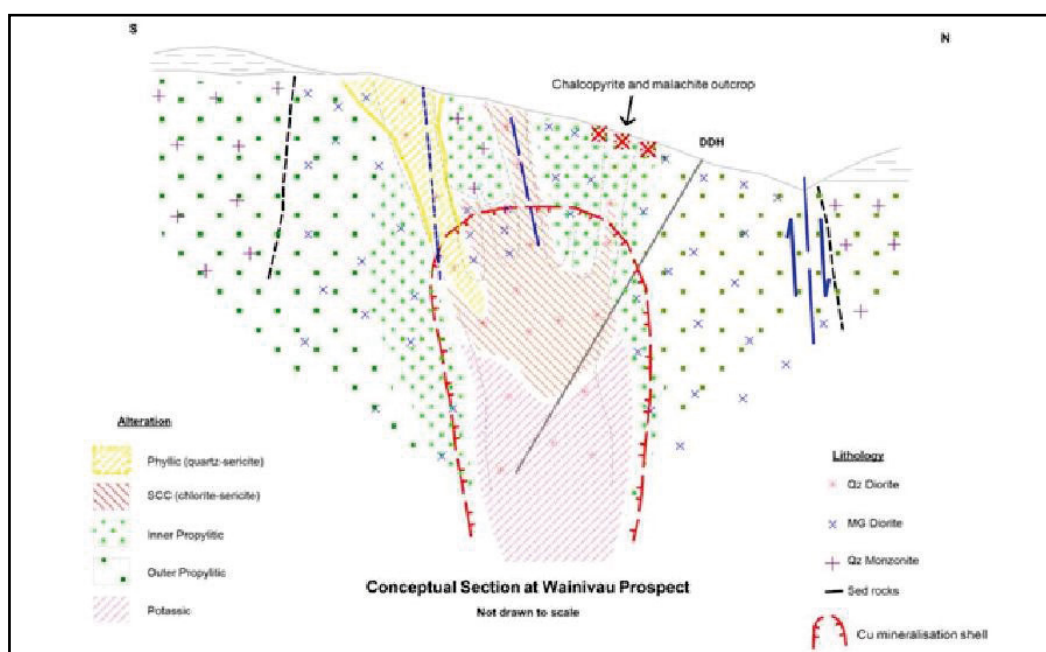


Figure 5 – Wainivau porphyry system conceptual cross section.
Note the drill hole as shown is as proposed and has not yet been drilled.

During the year the Company relinquished an area not considered prospective in the central part of SPL 1452. The relinquishment reduced the area of the tenement by 9,357 ha, from 42,570ha to 33,213ha and split the tenement into two blocks, an eastern block immediately north on the Namosi SPL and a second western block covering the Namoli and Wainivau porphyry copper-gold prospects.

The Company has lodged an application to renew SPL1452 for a further 3-year period which expired on 26 August 2016, and believes there is no reason why the renewal will not be approved.

SPL 1454 Nasivi Delta Project

The Company relinquished SPL 1454 in the September 2015 quarter in light of the persistence of the weak iron ore market and the limited size of the ironsand deposits drilled offshore of the Nasivi-Yaqara Deltas. As part of the relinquishment process sonic drill cores from 12 drill holes on the Nasivi Delta were donated by the Company to the University of the South Pacific Geoscience Department in Suva. The remaining core was donated to the Mineral Resources Department core library in Suva.

Mineral Resources Statement

Summarised below by JORC Classification are the resource estimates for the Sigatoka River and Kulukulu areas.

SIGATOKA RIVER INDICATED AND INFERRED RESOURCE ESTIMATE SUMMARIES																			
JORC Classification	ZONE	VOLUME (m3)	DENSITY (g/cm3)	TONNES (t)	HM TONNES (t)	MAG1 TONNES (t)	%HM Feed	%HM in Sand	+4mm Sand	1-4mm Sand	38micron-1mm Sand	-38micron	Average MAGSUS	%MAG1 in Feed	%V in MAG1	%TiO2 in MAG1	%Fe in MAG1	%SiO2 in MAG1	%Al2O3 in MAG1
Indicated	Lower Fine Sand [ZONE 1]	10,455,000	1.8	18,819,000	2,176,686	344,765	11.6	15.8	8.7	10.5	73.1	7.6	16.6	1.8	0.35	6.6	56.4	4.6	3.8
	Upper Coarse Sand [ZONE 2]	3,616,875	1.8	6,510,375	749,895	98,882	11.5	19.7	17.5	20.3	58.3	3.9	14.3	1.5	0.36	6.6	57.1	4.2	3.7
	Subtotal	14,071,875	1.8	25,329,375	2,926,581	443,648	11.6	16.8	11.0	13.0	69.3	6.7	16.0	1.8	0.35	6.6	56.6	4.5	3.7
Inferred	Lower Fine Sand [ZONE 1]	2,547,188	1.8	4,584,938	488,976	75,814	10.7	15.7	10.4	13.1	68.6	7.9	12.9	1.7	0.36	6.6	56.9	4.4	3.7
	Upper Coarse Sand [ZONE 2]	749,063	1.8	1,348,313	145,771	15,437	10.8	19.9	21.1	20.9	53.5	4.5	11.7	1.1	0.36	6.6	57.4	4.3	3.8
	Subtotal	3,296,250	1.8	5,933,250	634,747	91,251	10.7	16.6	12.8	14.9	65.2	7.1	12.6	1.5	0.36	6.6	57.0	4.4	3.7
TOTAL		17,368,125	1.8	31,262,625	3,561,328	534,899	11.4	16.8	11.3	13.4	68.5	6.8	15.4	1.7	0.4	6.6	56.7	4.5	3.7

KULUKULU INFERRED RESOURCE ESTIMATE SUMMARIES																
JORC Classification	ZONE	VOLUME (m3)	DENSITY (g/cm3)	TONNES (t)	HM TONNES (t)	MAG1 TONNES (t)	%HM in Feed	%HM in Sand	+4mm Sand	1-4mm Sand	45micron-1mm Sand	-45micron	Average MAGSUS	%MAG1 in Feed	%Fe in MAG1	%TiO2 in MAG1
Inferred	Lower Fine Sands [ZONE 1]	26,503,750	1.8	47,706,750	6,482,038	1,371,544	13.6	17.0	4.2	9.4	79.6	6.8	19.4	2.9	53.8	6.5
	Upper Coarse Sands [ZONE 2]	23,972,500	1.8	43,150,500	9,044,127	1,120,794	21.0	24.4	3.3	6.7	85.3	4.7	21.7	2.6	53.8	6.5
	Elluvial Sands [ZONE 3]	5,166,250	1.8	9,299,250	1,723,947	243,101	18.5	25.0	6.5	9.3	72.6	11.5	19.7	2.6	53.9	6.5
TOTAL		55,642,500	1.8	100,156,500	17,250,111	2,735,439	17.2	20.9	4.0	8.2	81.4	6.3	20.4	2.7	53.8	6.5

Note: The table presents the Indicated and Inferred estimates without rounding and this is not intended to convey an increase in the precision of the estimates.
The cut-off grade used is 8% HM.
Mag 1 represents magnetic minerals captured at 300 Gauss.

The resource estimate was prepared by independent resource consultants and issued in a report entitled "Sigatoka Ironsand Project JORC 2012 Report Mineral Resource Estimate" dated 8 October 2014 and announced to the market in an ASX release dated 10 October 2014.

Resource comparison 2016 to 2015

There has been no reduction or increase in the resource estimate during the reporting period.

Governance Arrangements

Dome's management and Board of Directors include individuals with many years' work experience in the mineral exploration and mining industry who monitor all exploration programs and oversee the preparation of reports on behalf of the Company by independent consultants. The exploration data is produced by or under the direct supervision of qualified geoscientists. In the case of drill hole data half core samples are preserved for future studies and quality assurance and quality control. The Company uses only accredited laboratories for analysis of samples and records the information in electronic databases that are automatically backed up for storage and retrieval purposes.

No material changes

Dome Gold Mines Ltd confirms that it is not aware of any new information or data that would materially affect the information included in the market announcements dated 23 July 2015, 12 October 2015 and 15 August 2016, and that all material assumptions and technical parameters in the market announcements continue to apply and have not materially changed.

Statement of Compliance

The information in this Annual Report that relates to Mineral Resources is based on information compiled by Mr Geoffrey Richards, a Competent Person who is a member of the Australian Institute of Geoscientists, Mr Richard Stockwell, a Competent Person who is a member of the Australian Institute of Geoscientists, and Mr Gavin Helgeland, a Competent Person who is a member of the Australian Institute of Geoscientists. Mr Richards is a geological consultant and Director of Lionhart Consulting Services, and Mr Stockwell is Managing Director and Mr Helgeland is Principal Geologist of Hornet Drilling and Geological Services Pty Ltd. Mr Richards, Mr Stockwell and Mr Helgeland collectively and individually have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration at Sigatoka and to the activity being undertaken to qualify as Competent Persons as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Richards, Mr Stockwell and Mr Helgeland consent to the inclusion in the Annual Report of the matters based on their information in the form and context in which it appears. They do not hold shares in Dome and have been paid normal consulting fees for provision of this information.

The information in this Annual Report that relates to Exploration Results is based on information compiled by John V McCarthy, who is the Chief Executive Officer of the Company. Mr McCarthy is a geologist who is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activities which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr McCarthy, through his family Superfund, holds shares in the Company. He consents to the inclusion in this Annual Report of the matters based on his information in the form and context in which it appears.

Inclusion on ASX All Ordinaries Index

Effective from 18 March 2016, Dome was included in the ASX Top 500 All Ordinaries Index.

Alternate Director

On 8 December 2015, Ms Sarah Harvey was appointed as an Alternate Director of the Company for Mr Allen Jay. The appointment was for 12 months or until Mr Jay ceased to be a Director of Dome, subject to renewal, and was intended to provide continuity of corporate governance while Mr Jay underwent medical treatment. Mr Jay has fully recovered from his medical treatment and on 21 July 2016 Ms Harvey resigned as Alternate Director.

Financial Results

As at 30 June 2016, Dome held \$319,028 cash and cash equivalents as per note 9 of the financial statements. The loss of the Group for the financial year after providing for income tax amounted to \$1,393,340 (2015: \$2,654,043). The net asset position of the Group decreased from \$27,541,213 at 30 June 2015 to \$27,116,618 at 30 June 2016.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

In the opinion of the Directors, significant changes in the state of affairs of the Group that occurred during the year ended 30 June 2016 were as follows:

Magma Fiji transfer of shareholding

As part of a rationalisation of the Group, on 1 March 2016 the total 250,000 shares in Magma Mines Ltd (Fiji) were transferred to Dome Gold Mines Ltd by Magma Mines Pty Ltd (Australia), giving Dome Gold Mines Ltd 100% direct ownership of Magma Mines Ltd (Fiji). Magma Mines Ltd (Fiji) is the 100% holder of SPL1495 Sigatoka Ironsands tenement.

Issue of share capital

For the year ended 30 June 2016, Dome has raised \$747,418 by private placement, and \$299,999 upon exercise of options. The funds are being used for exploration and general working capital. Details of these raising are as follows:

- On 1 July 2015 the Company completed a placement of 1,144,791 fully paid ordinary shares at \$0.36 per share to raise \$412,125.
- On 15 July 2015 the Company issued 166,666 fully paid ordinary shares upon an exercise of options at \$0.20 per share raising \$33,333.
- On 13 August 2015 the Company issued 166,666 fully paid ordinary shares upon an exercise of options at \$0.20 per share raising \$33,333.
- On 16 September 2015 the Company issued 166,666 fully paid ordinary shares upon an exercise of options at \$0.20 per share raising \$33,333.
- On 1 October 2015 the Company issued 1,000,000 fully paid ordinary shares upon an exercise of options at \$0.20 per share raising \$200,000.
- On 12 November 2015 the Company completed a placement of 882,350 fully paid ordinary shares at \$0.38 per share to raise \$335,293.

DIVIDENDS

No dividends were declared or paid during the financial year (2015: \$nil).

EVENTS ARISING SINCE THE END OF THE REPORTING PERIOD

Subsequent to the end of the financial year:

Issue of share capital

- On 9 August 2016 the Company completed a placement of 7,500,000 fully paid ordinary shares at \$0.20 per share to raise \$1,500,000, and issued 7,500,000 unlisted options which expire on 9 August 2017.
- On 16 August 2016 the Company completed a placement of 502,840 fully paid ordinary shares at \$0.25 per share to raise \$125,710.
- On 16 August 2016 the Company completed a placement of 1,188,058 fully paid ordinary shares at \$0.21 per share to raise \$249,492.

Induced Polarisation (IP) survey – Ono Island

The Company announced on 15 August 2016 the commencement of an Induced Polarisation (IP) Survey at its Ono Island Project. Dome has engaged Fender Geophysics to undertake an Offset Pole Dipole IP survey on the Naqara East and Naqara West high sulphidation epithermal gold prospects on the northern section of Ono Island. The approximately 20.5 line-kilometre survey is scheduled to

commence during the week of 22 August 2016 and will take approximately 30 days to complete. Data collected during the survey will be processed and interpreted in Sydney as the survey progresses and will be used to assist with targeting future exploration diamond drilling.

The Naqara East and Naqara West prospects were outlined by soil geochemistry and geological mapping that showed the presence of multi-element anomalies associated with silica-clay alteration minerals typical of those found in high sulphidation epithermal systems in volcanic terrain. The two prospects are located on the northern rim of a central volcanic caldera that created the island, which is about 4 million years old. In the Company's opinion Ono Island represents one of the last epithermal systems to be explored on volcanic islands along the so-called "rim-of-fire" in the south Pacific.

No other matters or circumstances have arisen since the end of the year that have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

LIKELY DEVELOPMENTS, BUSINESS STRATEGIES AND PROSPECTS

The Group will continue to explore and evaluate the Company's exploration projects with the aim of identifying potential mineral resources, and will continue to seek and assess new opportunities in the Fiji mineral sector with the objective of adding significant shareholder value to Dome.

The Directors are unable to comment on the likely results from the Group's planned exploration activities due to the speculative nature of such activities.

DIRECTORS' MEETINGS

The number of Directors' Meetings (including meetings of Committees of Directors) held during the year, and the number of meetings attended by each Director is as follows:

Director	BOARD MEETINGS		AUDIT COMMITTEE MEETINGS	
	Entitled to attend	Attended	Entitled to attend	Attended
Garry G Lowder	8	8	2	2
Andrew B Skinner	8	8	2	2
Tadao Tsubata	8	8	-	-
Allen Jay	8	4	-	-
Sarah E Harvey	5	5	-	-

UNISSUED SHARES UNDER OPTION

Unissued ordinary shares of Dome under option at the date of this report are:

Number of options	Exercise price	Expiry Date
7,500,000	\$0.20	9 August 2017

Details of options issued by the Company are set out in the share based payments note to the financial report. The names of persons who currently hold options are entered in the register of options kept by the Company pursuant to the *Corporations Act 2011*. This register may be inspected free of charge.

All options expire on the expiry date. The persons entitled to exercise the options do not have, by virtue of the options, the right to participate in the share issue of any other body corporate.

SHARES ISSUED DURING OR SINCE THE END OF THE YEAR AS A RESULT OF EXERCISE

During or since the end of the financial year, the Company issued ordinary shares as a result of the exercise of options as follows (there were no amounts unpaid on the shares issued):

Date options exercised	Issue price per share (\$)	Number of shares issued
15 July 2015	\$0.20	166,666
13 August 2015	\$0.20	166,666
16 September 2015	\$0.20	166,666
1 October 2015	\$0.20	1,000,000

REMUNERATION REPORT (AUDITED)

The Directors of Dome Gold Mines Ltd (the 'Group') present the Remuneration Report for Non-Executive Directors, Executive Directors and other Key Management Personnel, prepared in accordance with the *Corporations Act 2001* and the *Corporations Regulations 2001*.

The Remuneration Report is set out under the following main headings:

- a. principles used to determine the nature and amount of remuneration;
- b. details of remuneration;
- c. share-based remuneration; and
- d. other information.

a. Principles used to determine the nature and amount of remuneration

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Group. Key management personnel comprise the Directors of the Company. No other employees have been deemed to be key management personnel.

The remuneration policy of Directors and senior executives is to ensure the remuneration package properly reflects the persons' duties and responsibilities, and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. The Board is responsible for reviewing its own performance. The evaluation process is designed to assess the Group's business performance, whether long term strategic objectives are being achieved, and the achievement of individual performance objectives.

Remuneration generally comprises of salary and superannuation. The remuneration disclosed below represents the cost to the Group for services provided under these arrangements.

No Directors or senior executives received performance related remuneration.

The salary component of each Director's remuneration is made up of fixed remuneration paid monthly.

There were no remuneration consultants used by the Company during the year ended 30 June 2016, or in the prior year.

Vote and comments made at the Company's last Annual General Meeting

The Remuneration Report of Dome Gold Mines Ltd for the financial year ended 30 June 2015 was approved by shareholders on a show of hands at the Company's Annual General Meeting.

b. Details of remuneration

Details of the nature and amount of each major element of the remuneration of each Director of the Company and other key management personnel of the Group are shown in the table below:

Director and other Key Management Personnel Remuneration									
		Short term employee benefits			Post-employment benefits	Share-based payments			
	Year	Cash salary and fees \$	Other fees \$	Non-cash benefits \$	Super-annuation \$	Fair value of options \$	Total \$	Proportion of remuneration performance related %	Value of options as a proportion of remuneration %
Non Executive Directors									
Garry Lowder (Chairman)	2016	14,500	-	-	35,000	-	49,500	-	-
	2015	17,250	-	-	35,000	-	52,250	-	-
Allen Jay (Director)	2016	39,600	-	-	-	-	39,600	-	-
	2015	41,800	42,800	-	-	-	84,600	-	-
Tadao Tsubata (Director)	2016	39,600	-	-	-	-	39,600	-	-
	2015	41,800	-	-	-	-	41,800	-	-
Andrew Skinner (Director)	2016	39,600	-	-	-	-	39,600	-	-
	2015	41,800	4,707	-	-	-	46,507	-	-
Sarah Harvey (Alternate Director)	2016	14,000	-	-	-	-	14,000	-	-
	2015	-	-	-	-	-	-	-	-
Other Key Management Personnel									
John (Jack) McCarthy (CEO)	2016	180,000	-	-	35,000	-	215,000	-	-
	2015	135,000	66,000	-	26,250	-	227,250	-	-
2016 Total	2016	327,300	-	-	70,000	-	397,300	-	-
2015 Total	2015	277,650	113,507	-	61,250	-	452,407	-	-

No bonuses or other performance related compensation payments were paid during the current year to Directors or executives. The Group employed no other key management personnel.

No shares were granted to key management personnel as compensation during the year ended 30 June 2016.

In 2015, "other fees" represented consulting fees for consulting services provided.

c. Share-based remuneration

All options refer to options over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreement.

There were no options over ordinary shares of the Company granted, exercised, forfeited or lapsed unexercised which are related to Directors' or key management personnel's remuneration during the year ended 30 June 2016.

No terms of equity-settled share based payment transactions have been altered or modified by the issuing entity during the 2016 financial year.

d. Other information

Shares held by key management personnel

The number of ordinary shares in the Company during the 2016 reporting period held by each of the Group's Key Management Personnel of the Group, including their related parties, is set out below.

Year ended 30 June 2016					
Director	Balance at start of year	Granted as remuneration	Received on exercise	Other changes	Held at the end of reporting period
Garry Lowder	570,000	-	-	-	570,000
Andrew Skinner	3,210,000	-	-	-	3,210,000
Tadao Tsubata	26,840,000	-	-	(9,994,274)	16,845,726
Allen Jay	350,000	-	-	-	350,000
John McCarthy	260,000	-	-	-	260,000
Sarah Harvey*	20,776,499*	-	-	-	20,776,499

*Sarah Harvey was appointed as an alternate director on 8 December 2015 and held 20,776,449 shares as at the date of appointment.

Note: None of the shares included in the table above are held nominally by key management personnel.

Options held by key management personnel

As at 30 June 2016, no Directors or senior executives held options of the Company. During the year, 1,250,000 options held by Andrew Skinner expired on 30 September 2015. There is no other movement of the number of options held by key management personnel from 30 June 2015.

End of audited remuneration report.

ENVIRONMENTAL LEGISLATION

The Group is subject to state, federal and international environmental legislation. The Group has complied with its environmental obligations and no environmental breaches have been notified by any Government agency to the date of this Directors' Report and the Directors do not anticipate any obstacles in complying with the legislation.

INDEMNITIES GIVEN AND INSURANCE PREMIUMS PAID TO AUDITORS AND OFFICERS

During the year, Dome paid a premium to insure officers of the Group. The officers of the Group covered by the insurance policy include all Directors.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else to cause detriment to the Group.

Details of the amount of the premium paid in respect of insurance policies are not disclosed as such disclosure is prohibited under the terms of the contract.

The Group has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify any current or former officer or auditor of the Group against a liability incurred as such by an officer or auditor.

NON-AUDIT SERVICES

During the year, Grant Thornton, the Company's auditors, performed certain other services in addition to their statutory audit duties.

The Board has considered the non-audit services provided during the year by the auditor and, in accordance with written advice provided by resolution of the Audit and Risk Committee, is satisfied that the provision of those non-audit services during the year is compatible with, and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services were subject to the corporate governance procedures adopted by the Company and have been reviewed by the Audit and Risk Committee to ensure they do not impact upon the impartiality and objectivity of the auditor; and
- the non-audit services do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

Details of the amounts paid to the auditors of the Company, Grant Thornton, and its related practices for audit and non-audit services provided during the year are set out in Note 19 to the Financial Statements.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to 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 part of those proceedings.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 25 of this financial report and forms part of this Directors' Report.

Signed in accordance with a resolution of the Directors.



Garry Lowder
Chairman
Sydney, 8 September 2016

Level 17, 383 Kent Street
Sydney NSW 2000

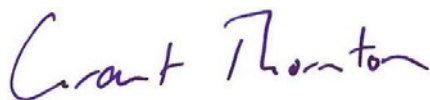
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**Auditor's Independence Declaration
To the Directors of Dome Gold Mines Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Dome Gold Mines Limited for the year ended 30 June 2016, 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 AUDIT PTY LTD
Chartered Accountants



C F Farley
Partner - Audit & Assurance

Sydney, 8 September 2016

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CORPORATE GOVERNANCE STATEMENT

The Board is committed to achieving and demonstrating the highest standards of corporate governance. Corporate Governance is about having a set of core values and behaviours that underpin the Company's activities and ensure transparency, fair dealing and protection of the interests of stakeholders. Dome Gold Mines Ltd and its Controlled Entities ('the Group') have adopted the third edition of the Corporate Governance Principles and Recommendations which was released by the ASX Corporate Governance Council on 27 March 2014 and became effective for financial years beginning on or after 1 July 2014.

The Group's Corporate Governance Statement for the financial year ending 30 June 2016 is dated as at 30 June 2016 and was approved by the Board on 19 August 2016. A description of the Company's current corporate governance practices is set out in the Company's Corporate Governance Statement, which is available on the Company's website at www.domegoldmines.com.au.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2016

	Notes	2016 \$	2015 \$
Other income	4	318,467	42,758
Employee benefits expenses (including directors fees)		(655,726)	(467,331)
Other expenses	5	(1,089,439)	(1,260,676)
Operating loss		(1,426,698)	(1,685,249)
Depreciation		(16,053)	(15,723)
Finance costs	6	(53,786)	(97,063)
Impairment		-	(1,070,410)
Gain/(loss) on foreign exchange		103,197	214,402
Loss before income tax expense		(1,393,340)	(2,654,043)
Income tax expense	7	-	-
Loss for the year		(1,393,340)	(2,654,043)
Other comprehensive income for the year			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange difference on translating foreign controlled entities		(14,109)	(1,012)
Total comprehensive loss for the year		(1,407,449)	(2,655,055)
Earnings per share			
Basic and diluted loss per share (cents per share)	8	(0.61)	(1.32)

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 2016

	Notes	2016 \$	2015 \$
CURRENT ASSETS			
Cash and cash equivalents	9	319,028	2,245,950
Trade and other receivables	10	68,118	42,347
Other assets	11	28,109	32,267
TOTAL CURRENT ASSETS		415,255	2,320,564
NON-CURRENT ASSETS			
Property, plant and equipment	12	374,100	459,058
Capitalised exploration and evaluation expenditure	14	27,689,854	27,037,069
Other assets	11	192,367	189,796
TOTAL NON-CURRENT ASSETS		28,256,321	27,685,923
TOTAL ASSETS		28,671,576	30,006,487
CURRENT LIABILITIES			
Trade and other payables	15	111,028	616,995
TOTAL CURRENT LIABILITIES		111,028	616,995
NON-CURRENT LIABILITIES			
Borrowings	16	1,443,930	1,848,279
TOTAL NON-CURRENT LIABILITIES		1,443,930	1,848,279
TOTAL LIABILITIES		1,554,958	2,465,274
NET ASSETS		27,116,618	27,541,213
EQUITY			
Issued capital	17	34,752,434	33,769,580
Foreign currency translation reserve		10,925	25,034
Accumulated losses		(7,646,741)	(6,253,401)
TOTAL EQUITY		27,116,618	27,541,213

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2016

	Issued capital \$	Foreign currency translation reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2014	6,377,744	26,046	(3,599,358)	2,804,432
Transaction with owners				
Ordinary shares issued	27,914,910	-	-	27,914,910
Transaction costs on issue of shares	(523,074)	-	-	(523,074)
Total transactions with owners	27,391,836	-	-	27,391,836
Other comprehensive income	-	(1,012)	-	(1,012)
Loss for the year	-	-	(2,654,043)	(2,654,043)
Total comprehensive loss for the year	-	(1,012)	(2,654,043)	(2,655,055)
Balance at 30 June 2015	33,769,580	25,034	(6,253,401)	27,541,213
Balance at 1 July 2015	33,769,580	25,034	(6,253,401)	27,541,213
Transaction with owners				
Ordinary shares issued	1,047,417	-	-	1,047,417
Transaction costs on issue of shares	(64,563)	-	-	(64,563)
Total transaction with owners	982,854	-	-	982,854
Other comprehensive income	-	(14,109)	-	(14,109)
Loss for the year	-	-	(1,393,340)	(1,393,340)
Total comprehensive loss for the year	-	(14,109)	(1,393,340)	(1,407,449)
Balance at 30 June 2016	34,752,434	10,925	(7,646,741)	27,116,618

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2016

	Notes	2016 \$	2015 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Interest received		24,180	26,554
Cash received from other income		254,236	15,528
Cash paid to suppliers and employees		(1,754,445)	(1,630,155)
Interest paid		(82,164)	(22,848)
Other tax received		11,952	28,219
Net cash used in operating activities	18	(1,546,241)	(1,582,702)
CASH FLOWS FROM INVESTING ACTIVITIES			
Cash paid on deposit/advance payment		(5,869)	(1,936)
Cash paid on other investment activities		(5,292)	-
Cash received on acquisition of subsidiary		-	1,955
Cash received on bond refund		10,545	-
Purchase of property, plant & equipment		(617)	(10,088)
Exploration cost payments capitalised		(490,527)	(947,858)
Net cash used in investing activities		(491,760)	(957,927)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share capital		635,293	4,064,439
Proceeds from borrowings		100,000	-
Cash paid on share issue costs		(148,206)	(439,431)
Funds held on trust for unissued shares		-	412,125
Repayment of borrowings		(475,970)	(934,347)
Net cash provided by financing activities		111,117	3,102,786
Net (decrease)/increase in cash and cash equivalents		(1,926,884)	562,157
Cash and cash equivalents at the beginning of the financial year		2,245,950	1,671,348
Exchange differences on cash and cash equivalents		(38)	12,445
Cash and cash equivalents at the end of the financial year	9	319,028	2,245,950

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The Financial Report includes the consolidated financial statements and notes of Dome Gold Mines Ltd and controlled entities ('Group').

1 GENERAL INFORMATION AND STATEMENT OF COMPLIANCE

The consolidated general purpose financial statements of the Group have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group is a for-profit entity for the purpose of preparing the financial statements.

The consolidated financial statements for the year ended 30 June 2016 were approved and authorised for issue by the board of directors on 8 September 2016 (see note 28).

Dome Gold Mines Limited is the Group's ultimate parent company. Dome Gold Mines Ltd is a public company limited by shares incorporated and domiciled in Australia on 8 July 2011. The registered office is Level 7, 71 Macquarie Street, Sydney, NSW 2000.

Dome Gold Mines Ltd is the parent company with 100% ownership of:

- Magma Mines Pty Ltd;
- Dome Mines Ltd (a company limited by shares incorporated in Fiji); and
- Magma Mines Ltd (a company limited by shares incorporated in Fiji).

The principal activities of the Group during the financial year have been the continuing exploration and evaluation of the following projects in Fiji:

- SPL1451 Ono Island,
- SPL1452 Nadrau; and
- SPL1495 Sigatoka Ironsands.

The Company relinquished its SPL1454 tenement in light of the persistence of the weak iron ore market and the limited size of the ironsand deposits drilled offshore of the Nasivi-Yaqara Deltas.

2 CHANGES IN ACCOUNTING POLICIES

2.1 New and revised standards that are effective for these financial statements

The Group has adopted all of the new, revised or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

2.2 Accounting Standards issued but not yet effective and have not been early adopted by the Group

AASB 9 Financial Instruments (effective from 1 January 2018)

AASB 9 introduces new requirements for the classification and measurement of financial assets and liabilities. These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139.

The Group is yet to undertake a detailed assessment of the impact of AASB 9. However, based on the entity's preliminary assessment, the Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2019.

AASB 15 Revenue from Contracts with Customers (effective from 1 January 2018)

AASB 15: replaces AASB 118 *Revenue*, AASB 111 *Construction Contracts* and some revenue-related Interpretations:

- Establishes a new revenue recognition model
- Changes the basis for deciding whether revenue is to be recognised over time or at a point in time
- Provides new and more detailed guidance on specific topics (e.g., multiple element arrangements, variable pricing, rights of return, warranties and licensing)
- Expands and improves disclosures about revenue

The Group is yet to undertake a detailed assessment of the impact of AASB 15. However, based on the Group's preliminary assessment, the Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2019.

AASB 16 Leases (effective from 1 January 2019)

AASB 16 replaces AASB 117 *Leases* and some lease-related Interpretations:

- Requires all leases to be accounted for 'on-balance sheet' by lessees, other than short-term and low value asset leases
- Provides new guidance on the application of the definition of lease and on sale and lease back accounting
- Largely retains the existing lessor accounting requirements in AASB 117
- Requires new and different disclosures about leases

The Group is yet to undertake a detailed assessment of the impact of AASB 16. However, based on the Group's preliminary assessment, the Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2020.

In addition to the AASB 9, AASB 15 and AASB 16 discussed above, a number of additional amendments have also been issued but are not effective for the current year end, which will be applicable to the Group, but are unlikely to have a material impact on the financial statements, based on management's initial consideration.

3 SUMMARY OF ACCOUNTING POLICIES

3.1 Overall considerations

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarised below.

The consolidated financial statements have been prepared using the measurement bases specified by Australian Accounting Standards for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies below.

3.2 Basis of consolidation

The Group financial statements consolidate those of the parent company and all of its subsidiary undertakings drawn up to 30 June 2016. The parent controls a subsidiary if it is exposed, or has rights, to variable returns from its investment with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

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 period are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

3.3 Business combination

The Group applies the acquisition method in accounting for business combinations.

The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred.

The Group recognises identifiable assets acquired and liabilities assumed in a business combination regardless of whether they have been previously recognised in the acquiree's financial statements prior to the acquisition. Assets acquired and liabilities assumed are generally measured at their acquisition-date fair values.

Goodwill is stated after separate recognition of identifiable intangible assets. It is calculated as the excess of the sum of (a) fair value of consideration transferred, (b) the recognised amount of any non-controlling interest in the acquiree and (c) acquisition-date fair value of any existing equity interest in the acquiree, over the acquisition-date fair values of identifiable net assets. If the fair values of identifiable net assets exceed the sum calculated above, the excess amount (i.e. gain on a bargain purchase) is recognised in profit or loss immediately.

3.4 Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis.

3.5 Foreign currency transactions and balances

Functional and presentation currency

The consolidated financial statements are presented in Australian dollars (AUD), which is also the functional currency of the parent company.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the respective Group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items at period end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at period-end and are measured at historical cost (translated using the exchange rates at the date of the transactions), except for non-monetary items measured at fair value which are translated using the change rates at the date when fair value was determined.

Foreign operations

In the Group's financial statements, all assets, liabilities and transactions of Group entities with a functional currency other than the AUD are translated into AUD upon consolidation. The functional currency of the entities in the Group has remained unchanged during the reporting period.

On consolidation, assets and liabilities have been translated into AUD at the closing rate at the reporting date. Goodwill and fair value adjustments arising on the acquisition of a foreign entity have been treated as assets and liabilities of the foreign entity and translated into AUD at the closing rate. Income and expenses have been translated into AUD at the average rate over the reporting period. Exchange differences are charged/credited to other comprehensive income and recognised in the currency translation reserve in equity. On disposal of a foreign operation the cumulative translation differences recognised in equity are reclassified to profit or loss and recognised as part of the gain or loss on disposal.

3.6 Segment Reporting

Determination and presentation of operating segments

The Group determines and presents operating segments based on the information that is provided internally to the management.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are regularly reviewed by the Group's management to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the management include items directly attributable to a segment

as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarter), head office expenses, and income tax assets and liabilities.

Segment capital expenditure is the total costs incurred during the period to acquire property, plant and equipment, and intangible assets other than goodwill.

3.7 Exploration and evaluation expenditure

Exploration and evaluation costs, including the costs of acquiring licences, are capitalised as exploration and evaluation assets on an area of interest basis.

Exploration and evaluation assets are only recognised if the rights of the area of interest are current and either:

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

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability and facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified from exploration and evaluation expenditure to mining property and development assets within property, plant and equipment.

3.8 Property, plant and equipment

Plant and equipment and computer equipment

Plant and equipment (comprising fittings and furniture) and computer equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management.

Plant and equipment and computer equipment are measured on the cost basis less subsequent depreciation and impairment losses.

Depreciation

The depreciable amount of all fixed assets is recognised on a straight-line basis to write down the cost over the assets' estimated useful lives to the Group commencing from the time the asset is ready for use.

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

Class of fixed asset	Useful Lives	Depreciation basis
Exploration computer equipment	2.5-4.2 years	Prime cost
Exploration furniture and fittings	3-8.3 years	Prime cost
Exploration plant and equipment	2.5-8.3 years	Prime cost
Office equipment	2.5-20 years	Prime cost

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss within other income or other expenses.

3.9 Leased assets

Operating leases

All other leases are treated as operating leases. Where the Group is a lessee, payments on operating lease agreements are recognised as an expense on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

3.10 Income tax

The charge for current income tax expense is based on the profit for the period adjusted for any non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the date of the statement of financial position.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

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

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

3.11 Revenue

Interest income is reported on an accruals basis using the effective interest method.

R&D refunds are reported on an accruals basis and recognised as other income.

3.12 Goods and services tax (GST)

Revenues, expenses and assets are recognised exclusive of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian or Fiji Taxation Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

3.13 Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with a maturity of three months or less.

3.14 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

Financial assets in the scope of AASB 139 Financial Instruments: Recognition and Measurement are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale investments, as appropriate. The Group determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial period end.

Loans and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of a counterparty and other credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

Classification and subsequent measurement of financial liabilities

The Group's financial liabilities include borrowings and trade and other payables, which are measured subsequently at amortised cost using the effective interest method.

Trade and other payables, including accruals for goods received but not yet billed, are recognised when the Group becomes obliged to make future payments principally as a result of the purchase of goods and services.

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

3.15 Significant accounting judgments and key estimates

The preparation of financial reports requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Estimates and assumptions are continuously evaluated and are based on management's experience and other factor, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes would differ from these estimates if different assumptions were used and different conditions existed.

In particular, the Group has identified the following areas where significant judgements, estimates and assumptions are required, and where actual results were to differ, may materially affect the financial position or financial results reported in future periods.

(i) Exploration and evaluation expenditure (Note 14)

All capitalised exploration and evaluation expenditure (\$27,689,854 at 30 June 2016) (2015: \$27,037,069) has been capitalised on the basis that:

- the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or
- activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.
- The renewal of exploration licences is expected to be a routine process up until such a point as the entity is able to apply for a mining licence.

(ii) Going concern (Note 3.16)

3.16 Going concern

The consolidated financial statements have been prepared on a going concern basis which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

The Group has incurred a trading loss of \$1,393,340 (2015: \$2,654,043), used \$2,036,768 (2015: \$2,530,560) of net cash in operations including payments for exploration during the year ended 30 June 2016, and has a cash balance of \$319,028 at 30 June 2016 (2015: \$2,245,950). These conditions give rise to a material uncertainty that may cast significant doubt upon the Group's ability to continue as a going concern. Since the year end, the Group has raised \$1,875,202 from the issue of shares. The ongoing operation of the Group is dependent upon:

- the Group raising additional funding from shareholders or other parties; and/or
- the Group reducing expenditure in-line with available funding.

The Directors have prepared cash flow projections that support the ability of the Group to continue as a going concern. These cash flow projections assume the Group obtains sufficient additional funding from shareholders or other parties. If such funding is not achieved, the Group plans to reduce expenditures significantly.

In the event that the Group does not obtain additional funding and/or reduce expenditure in-line with available funding, it may not be able to continue its operations as a going concern and therefore may not be able to realise its assets and extinguish its liabilities in the ordinary course of operations and at the amounts stated in the financial report.

3.17 Impairment testing of non-current assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell and value-in-use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risks factors.

With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment charge is reversed if the cash-generating unit's recoverable amount exceeds its carrying amount.

3.18 Equity and reserves

Share capital represents the fair value of shares that have been issued. Any transaction costs associated with the issuing of shares are deducted from share capital, net of any related income tax benefits.

Other components of equity include the following:

- Foreign currency translation reserve – comprises foreign currency translation differences arising on the translation of financial statements of the Group's foreign entities into AUD; and
- Retained earnings include all current and prior period retained losses.

3.19 Employee benefits

Short-term employee benefits

Short-term employee benefits are benefits, other than termination benefits, that are expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. Examples of such benefits include wages and salaries, non-monetary benefits and accumulating sick leave. Short-term employee benefits are measured at the undiscounted amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The Group's liabilities for annual leave are included in other long term benefits as they are not expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. They are measured at the present value of the expected future payments to be made to employees. The expected future payments incorporate anticipated future wage and salary levels, experience of employee departures and periods of service, and are discounted at rates determined by reference to market yields at the end of the reporting period on high quality corporate bonds that have maturity dates that approximate the timing of the estimated future cash outflows. Any re-measurements arising from experience adjustments and changes in assumptions are recognised in profit or loss in the periods in which the changes occur.

The Group presents employee benefit obligations as current liabilities in the statement of financial position if the Group does not have an unconditional right to defer settlement for at least twelve (12) months after the reporting period, irrespective of when the actual settlement is expected to take place.

4 OTHER INCOME

	2016 \$	2015 \$
R&D refund	291,347	-
Sundry income	-	15,528
Interest income	27,120	27,230
Total other income	318,467	42,758

5 OTHER EXPENSES

	2016 \$	2015 \$
Consultant expenses	687,672	776,088
Magma Mines acquisition costs	-	46,820
Office expenses	312,050	321,790
Other expenses	77,230	79,892
Tenement related costs	12,487	36,086
Total other expenses	1,089,439	1,260,676

6 FINANCE COSTS

	2016 \$	2015 \$
Interest expenses for borrowings at amortised cost		
- Related Party	219	24,297
- Third Party	53,567	72,766
	53,786	97,063

7 INCOME TAX

	2016 \$	2015 \$
(a) Income tax expense/(benefit)		
Current tax	-	-
Deferred tax	-	-
	-	-
(b) Reconciliation of income tax expense to prima facie tax payable:		
Loss before tax	(1,393,340)	(2,654,043)
Prima facie income tax benefit at the Australian tax rate of 28.5% (2015: 30%)	(397,102)	(796,213)
Increase/(decrease) in income tax expense due to:		
Assessable income/ non-deductible expenses	7,167	11,989
Non-assessable income/ deductible expenses	(29,530)	(55,261)
Tax loss not recognised	481,294	522,949
Effect of net deferred tax assets/(liabilities) not recognised	(70,915)	311,183
Impact of overseas tax differential	9,086	5,353
Income tax expense/(benefit)	-	-
(c) Unrecognised deferred tax assets		
Deferred tax assets have not been recognised in respect of the following items:		
Tax loss	2,623,423	2,099,812
Other deferred tax assets	507,736	440,150
Deferred tax liability in relation to exploration costs	(1,267,775)	(1,147,970)
Net deferred tax assets not recognised	1,863,384	1,391,992

8 LOSS PER SHARE

Basic and diluted loss per share have been calculated using:

	2016 \$	2015 \$
Loss for the year attributable to equity holders of the Company	(1,393,340)	(2,654,043)
	No of Shares	
Weighted average number of shares at the end of the year used in basic and diluted loss per share	227,638,654	201,264,536
Basic and diluted loss per share (cents)	(0.61)	(1.32)

As the Group is loss making, none of the potentially dilutive securities are currently dilutive.

9 CASH AND CASH EQUIVALENTS

For the purpose of the Statement of Cash Flows, cash includes cash on hand, cash at bank and short term deposits at call, net of any outstanding bank overdraft, if any. Cash at the end of the year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows

	2016 \$	2015 \$
Cash at bank	319,028	2,245,950
Total cash and cash equivalents	319,028	2,245,950

10 TRADE AND OTHER RECEIVABLES

	2016 \$	2015 \$
Other receivables	9,119	928
Other tax receivables	58,999	41,419
Total other receivables	68,118	42,347

11 OTHER ASSETS

	2016 \$	2015 \$
Current		
Prepayments	28,109	32,267
Total other current assets	28,109	32,267
Non-current		
Bank guarantee deposit	94,009	106,060
Bond deposit	97,523	82,931
Other capital costs	835	805
Total other non-current assets	192,367	189,796

12 PROPERTY, PLANT AND EQUIPMENT

	2016 \$	2015 \$
Exploration computer equipment		
At cost	6,131	6,028
Less accumulated depreciation (depreciation is capitalised as deferred expenditure)	(4,841)	(3,270)
Total exploration computer equipment	1,290	2,758
Exploration furniture and fittings		
At cost	12,580	12,132
Less accumulated depreciation (depreciation is capitalised as deferred expenditure)	(4,966)	(2,218)
Total exploration furniture and fittings	7,614	9,914
Exploration plant and equipment		
At cost	502,543	486,765
Less accumulated depreciation (depreciation is capitalised as deferred expenditure)	(156,061)	(74,529)
Total exploration plant and equipment	346,482	412,236
Office equipment		
At cost	50,425	49,957
Less accumulated depreciation	(31,711)	(15,807)
Total office equipment	18,714	34,150
Total	374,100	459,058

Movements in carrying amounts

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	Exploration computer equipment \$	Exploration furniture and fittings \$	Exploration plant and equipment \$	Office equipment \$	Total \$
Gross carrying amount					
Balance at 1 July 2014	3,229	-	21,866	43,497	68,592
Additions	-	1,985	246	7,857	10,088
Acquisition through business combination	2,592	10,752	438,446	-	451,790
Disposals	-	(1,462)	(9,454)	(1,397)	(12,313)
Net exchange difference	207	857	35,661	-	36,725
Balance at 30 June 2015	6,028	12,132	486,765	49,957	554,882
Depreciation and impairment					
Balance at 1 July 2014	(179)	-	(9,061)	(1,057)	(10,297)
Depreciation	(3,091)	(2,749)	(67,159)	(15,722)	(88,721)
Disposals	-	531	1,720	972	3,223
Net exchange difference	-	-	(29)	-	(29)
Balance at 30 June 2015	(3,270)	(2,218)	(74,529)	(15,807)	(95,824)
Carrying amount as at 30 June 2015	2,758	9,914	412,236	34,150	459,058
Gross carrying amount					
Balance at 1 July 2015	6,028	12,132	486,765	49,957	554,882
Additions	-	-	8,934	617	9,551
Disposals	-	-	(10,661)	(149)	(10,810)
Net exchange difference	103	448	17,505	-	18,056
Balance at 30 June 2016	6,131	12,580	502,543	50,425	571,679
Depreciation and impairment					
Balance at 1 July 2015	(3,270)	(2,218)	(74,529)	(15,807)	(95,824)
Depreciation	(1,507)	(2,666)	(80,888)	(16,053)	(101,114)
Disposals	-	-	1,727	149	1,876
Net exchange difference	(64)	(82)	(2,371)	-	(2,517)
Balance at 30 June 2016	(4,841)	(4,966)	(156,061)	(31,711)	(197,579)
Carrying amount as at 30 June 2016	1,290	7,614	346,482	18,714	374,100

13 LEASES

Operating leases as lessee

The Group leases 3 motor vehicles in Fiji under an operating lease. The future minimum lease payments are as follows:

	Minimum Lease Payments Due			Total \$
	Within 1 year \$	1-3 years \$	After 3 years \$	
30 June 2016	32,725	3,011	-	35,736
30 June 2015	38,209	34,464	-	72,673

Lease expenses during the year amounted to \$39,614 (2015: \$35,306) representing the minimum lease payments.

The rental contract has a non-cancellable term of three years.

14 CAPITALISED EXPLORATION AND EVALUATION EXPENDITURE

	\$
Balance at 1 July 2014	1,676,551
Expenditure on acquisition through business combination	25,342,078
Expenditure capitalised during the year	1,088,850
Impairment – SPL 1454 (relinquished)	(1,070,410)
Balance at 30 June 2015	27,037,069
Balance at 1 July 2015	27,037,069
Expenditure capitalised during the year	652,785
Balance at 30 June 2016	27,689,854

The Directors have considered the requirements of AASB 6: Exploration for and Evaluation of Mineral Resources, and reviewed the carrying value of capitalised exploration and evaluation expenditure. Based on this review, the Directors consider the carrying value of each area of interest is supported by the anticipated future value. Furthermore, there are no indicators that the carrying values are impaired as at 30 June 2016. Given the fall in the sale price for iron ore, the Directors have decided not to continue exploration on SPL 1454.

15 TRADE AND OTHER PAYABLES

	2016 \$	2015 \$
Current		
Trade creditors	71,099	85,951
Other creditors	-	412,125
Accruals	39,929	118,919
Total other payables	111,028	616,995

16 BORROWINGS

	2016 \$	2015 \$
Non-current		
Loan from third party	1,343,711	1,848,279
Loan from related party	100,219	-
Total borrowings	1,443,930	1,848,279

The outstanding loan payable to a third party as at 30 June 2016 is \$1,343,711 (2015: \$1,848,279). The agreed interest rate on the unsecured loan is 5%. The facility is not secured. There is no further facility with a third party available as at 30 June 2016 (2015: \$Nil).

The outstanding loan payable to a related party as at 30 June 2016 is \$100,219 (2015: \$Nil), refer to Note 20. The total facility of the Company with a related party is \$3,500,000 as at 30 June 2016 (2015: \$3,500,000), which expires on 31 December 2018. The facility is not secured. The agreed interest rate on the unsecured loan is 5%.

17 ISSUED CAPITAL

	2016		2015	
	Shares	\$	Shares	\$
Ordinary shares fully paid	228,274,086	34,752,434	224,746,947	33,769,580

Movements in ordinary share capital

	Notes	No. of shares	\$
Ordinary shares			
Balance at 1 July 2014		119,436,540	6,377,744
Fully paid ordinary shares issued 7 July 2014 at \$0.26		1,923,077	500,000
Fully paid ordinary shares issued 17 July 2014 at \$0.24		4,166,666	1,000,000
Fully paid ordinary shares issued 26 August 2014 at \$0.26		87,117,198	22,650,471
Fully paid ordinary shares issued 26 September 2014 at \$0.26		461,538	120,000
Fully paid ordinary shares issued 8 January 2015 at \$0.26		769,230	200,000
Fully paid ordinary shares issued 8 January 2015 at \$0.30		515,000	154,500
Fully paid ordinary shares issued 2 April 2015 at \$0.27		3,384,052	913,694
Fully paid ordinary shares issued 2 April 2015 at \$0.30		82,734	24,820
Fully paid ordinary shares issued 10 April 2015 at \$0.30		176,600	52,980
Fully paid ordinary shares issued 14 May 2015 at \$0.33		637,432	210,353
Fully paid ordinary shares issued 26 May 2015 at \$0.33		1,521,846	502,209
Fully paid ordinary shares issued 10 June 2015 at \$0.33		908,724	299,879
Fully paid ordinary shares issued 11 June 2015 at \$0.20		166,666	33,333
Fully paid ordinary shares issued 26 June 2015 at \$0.36		3,479,644	1,252,672
Less costs of issue		-	(523,075)
Balance at 30 June 2015		224,746,947	33,769,580
Balance at 1 July 2015		224,746,947	33,769,580
Fully paid ordinary shares issued 1 July 2015 at \$0.36		1,144,791	412,125
Fully paid ordinary shares issued 15 July 2015 at \$0.20	(1)	166,666	33,333
Fully paid ordinary shares issued 13 August 2015 at \$0.20	(2)	166,666	33,333
Fully paid ordinary shares issued 16 September 2015 at \$0.20	(3)	166,666	33,333
Fully paid ordinary shares issued 1 October 2015 at \$0.20	(4)	1,000,000	200,000
Fully paid ordinary shares issued 12 November 2015 at \$0.38		882,350	335,293
Less costs of issue		-	(64,563)
Balance at 30 June 2016		228,274,086	34,752,434

The share capital of Dome Gold Mines consists only of fully paid ordinary shares. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at the shareholders' meeting of Dome Gold Mines.

- (1) On 15 July 2015, the Company issued 166,666 fully paid ordinary shares at \$0.20 per share through exercise of options, amounting to \$33,333.
- (2) On 13 August 2015, the Company issued 166,666 fully paid ordinary shares at \$0.20 per share through exercise of options, amounting to \$33,333.
- (3) On 16 September 2015, the Company issued 166,666 fully paid ordinary shares at \$0.20 per share through exercise of options, amounting to \$33,333.
- (4) On 1 October 2015, the Company issued 1,000,000 fully paid ordinary shares at \$0.20 per share through exercise of options, amounting to \$200,000.

18 CASH FLOW INFORMATION

Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows:

	2016 \$	2015 \$
Reconciliation of cash		
Cash and cash equivalents	319,028	2,245,950
Reconciliation of cash flow from operations with loss from ordinary activities after income tax		
Loss from ordinary activities after income tax	(1,393,340)	(2,654,043)
Non-cash flows in loss from ordinary activities		
Depreciation and amortisation	16,053	15,723
Impairment of exploration assets	-	1,070,410
Foreign exchange (gain)/loss	(98,514)	(214,402)
Changes in other assets and liabilities	450,181	36,086
Trade receivables and other assets	(33,485)	48,239
Trade and other payables	(487,136)	115,285
Net cash used in operating activities	(1,546,241)	(1,582,702)

19 REMUNERATION OF AUDITORS

During the year, the following services were paid or payable for services provided by the auditor of the company:

	2016 \$	2015 \$
Grant Thornton Audit Pty Ltd		
Audit services	60,000	59,500
Taxation services	8,250	19,100
Total remuneration of auditor	68,250	78,600

20 RELATED PARTIES TRANSACTIONS

The Group has a loan from a related party as described below.

	2016 \$	2015 \$
Loan from related party		
Beginning of the year	-	-
Loans advanced	100,000	1,008,353
Loan repayments	-	(268,003)
Interest charged	219	24,297
Non-related party loan	-	(764,647)
End of period	100,219	-

The agreed interest on the loans is 5%. It is not secured and repayable by 31 December 2018.

21 COMMITMENTS AND CONTINGENCIES

	2016 \$	2015 \$
Tenement expenditure commitments		
Within one year	1,677,350	-
Between one to five years	779,921	2,965,948
Total	2,457,271	2,965,948

There are no contingent assets or liabilities as at the date of this financial report.

SPL 1451 was valid until 22 August 2016, SPL 1452 was valid until 26 August 2016, and SPL 1495 is valid until 13 July 2018. SPL 1451 and 1452 are in the process of being renewed at the date of this report. Management consider the risk of these not being renewed to be remote.

22 SEGMENT REPORTING

Segment information is presented in respect of the Group's management and internal reporting structure.

Inter-segment pricing is determined on an arm's length basis.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income earning assets and revenue, interest bearing loans, borrowings and expenses, and corporate assets and expenses.

Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year.

Geographical segments

For the financial year ended 30 June 2016 the Company principally operated in Fiji in the mineral exploration sector.

The Group has one reportable segment, as described below:

	Fiji \$	Unallocated \$	Consolidated Total \$
OPERATING SEGMENT			
30 June 2015			
Segment revenue			
Revenue – external	-	15,528	15,528
Finance income	676	26,554	27,230
Total revenue	676	42,082	42,758
Depreciation	-	(15,723)	(15,723)
Segment loss	(566,092)	(2,087,951)	(2,654,043)
Segment assets	25,874,828	4,131,659	30,006,487
Segment liabilities	2,853,254	(387,980)	2,465,274
30 June 2016			
Segment revenue			
Revenue – external	-	291,347	291,347
Finance income	731	26,389	27,120
Total revenue	731	317,736	318,467
Depreciation	-	(16,053)	(16,053)
Segment gain/(loss)	65,425	(1,458,765)	(1,393,340)
Segment assets	26,254,331	2,417,245	28,671,576
Segment liabilities	3,176,150	(1,621,191)	1,554,959

Reconciliation of reportable segment profit & loss, assets and liabilities

	2016 \$	2015 \$
Loss before tax		
Loss before tax for reportable segment	65,425	(566,092)
Other loss before tax unallocated	(1,458,765)	(2,087,951)
Consolidated loss before tax	(1,393,340)	(2,654,043)
Assets		
Total assets for reportable segments	26,254,331	25,874,828
Intercompany eliminations	(3,523,020)	(6,527,253)
Other assets unallocated	5,940,265	10,658,912
Consolidated assets	28,671,576	30,006,487
Liabilities		
Total liabilities for reportable segments	3,176,150	2,853,254
Intercompany eliminations	(3,523,020)	(6,527,253)
Other liabilities unallocated	1,901,829	6,139,273
Consolidated liabilities	1,554,959	2,465,274

23 PARENT ENTITY DISCLOSURES

As at and throughout the financial year ended 30 June 2016 the parent entity of the Group was Dome Gold Mines Ltd.

	2016 \$	2015 \$
Statement of profit or loss and other comprehensive income		
Net loss for the year	(2,098,848)	(1,951,767)
Other comprehensive income	-	-
Total comprehensive loss	(2,098,848)	(1,951,767)
Statement of financial position		
Current assets	3,880,851	7,483,293
Non-current assets	24,893,486	23,314,971
Total assets	28,774,337	30,798,264
Current liabilities	107,670	611,254
Non-current liabilities	1,443,930	1,848,279
Total liabilities	1,551,600	2,459,533
Net assets	27,222,737	28,338,731
Equity		
Issued capital	34,752,434	33,769,580
Accumulated losses	(7,529,697)	(5,430,849)
Total equity	27,222,737	28,338,731

The directors are of the opinion that no contingencies existed at, or subsequent to year end.

24 POST-REPORTING DATE EVENTS

Subsequent to the end of the financial year:

Issue of share capital

- On 9 August 2016 the Company completed a placement of 7,500,000 fully paid ordinary shares at \$0.20 per share to raise \$1,500,000, and issued 7,500,000 unlisted options which expire on 9 August 2017.
- On 16 August 2016 the Company completed a placement of 502,840 fully paid ordinary shares at \$0.25 per share to raise \$125,710.
- On 16 August 2016 the Company completed a placement of 1,188,058 fully paid ordinary shares at \$0.21 per share to raise \$249,492.

Induced Polarisation (IP) survey – Ono Island

The Company announced on 15 August 2016 the commencement of an Induced Polarisation (IP) Survey at its Ono Island Project. Dome has engaged Fender Geophysics to undertake an Offset Pole Dipole IP survey on the Naqara East and Naqara West high sulphidation epithermal gold prospects on the northern section of Ono Island. The approximately 20.5 line-kilometre survey is scheduled to commence during the week of 22 August 2016 and will take approximately 30 days to complete. Data collected during the survey will be processed and interpreted in Sydney as the survey progresses and will be used to assist with targeting future exploration diamond drilling.

The Naqara East and Naqara West prospects were outlined by soil geochemistry and geological mapping that showed the presence of multi-element anomalies associated with silica-clay alteration minerals typical of those found in high sulphidation epithermal systems in volcanic terrain. The two prospects are located on the northern rim of a central volcanic caldera that created the island, which is about 4 million years old. In the Company's opinion Ono Island represents one of the last epithermal systems to be explored on volcanic islands along the so-called "rim-of-fire" in the south Pacific.

No other matters or circumstances have arisen since the end of the year that have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

25 SUBSIDIARIES

Particulars in relation to controlled entities:

Controlled entities	Country of incorporation	Company interest in ordinary shares	
		2016 %	2015 %
Dome Mines Limited	Fiji	100	100
Magma Mines Pty Ltd	Australia	100	100
Magma Mines Limited	Fiji	100	100

26 FINANCIAL INSTRUMENT RISK

26.1 Risk management objectives and policies

The Group is exposed to various risks in relation to financial instruments. The Group's financial assets and liabilities by category are summarised in note 3.14. The main types of risks are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated by management, in close co-operation with the board of directors, and focuses on actively securing the Group's short to medium term cash flows by minimising the exposure to financial markets.

The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed are described below.

The Group is exposed to market risk through its use of financial instruments and specifically to currency risk and certain other price risks, which result from both its operating and investing activities.

26.2 Market risk analysis

The Group is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risks, which result from both its operating and investing activities.

Foreign currency sensitivity

Most of the Group's transactions are carried out in AUD. Exposures to currency exchange rates arise from the Group's overseas purchases, which are primarily denominated in Fijian dollars (FJD). To mitigate the Group's exposure to foreign currency risk, non-AUD cash flows are monitored.

The following table illustrates the sensitivity of profit in regards to the Group's financial assets and financial liabilities and the AUD/FJD exchange rate 'all other things being equal'. It assumes a +/- 5% change of the AUD/FJD exchange rate for the year ended 30 June 2016. This percentage has been determined based on the average market volatility in exchange rates in the previous 12 months. The sensitivity analysis is based on the Group's foreign currency financial instruments held at each reporting date and also takes into account forward exchange contracts that offset effects from changes in currency exchange rates.

If the AUD had strengthened against the FJD by 5% (2015: 5%) then this would have had the following impact:

	Profit for the year	Equity
30 June 2016	151,085	151,085
30 June 2015	141,392	141,392

If the AUD had weakened against the FJD by 5% (2015: 5%) then this would have had the following impact:

	Profit for the year	Equity
30 June 2016	(151,085)	(151,085)
30 June 2015	(141,392)	(141,392)

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's exposure to currency risk.

Interest rate sensitivity

Interest risk arises from the use of interest bearing financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk).

The Group's policy is to minimise interest rate cash flow risk exposures on financing. Borrowings are therefore usually at fixed rates. At 30 June 2016, the Group is not exposed to changes in market interest rates through borrowings as all borrowings are at fixed interest rates.

At 30 June 2016, the Group's exposure to cash flow interest relates primarily to cash at bank of the Group which bears floating rates. The Group is considering investing surplus cash in long term deposits at fixed rates in the future.

As at the end of the reporting period, the Group had the following floating financial instruments:

	2016		2015	
	Weighted average interest rate %	Balance \$	Weighted average interest rate %	Balance \$
Cash and cash equivalents	0.89	319,028	1.57	2,245,950

The following table demonstrates the sensitivity to a 0.5% change in interest rates, with all other variables held constant, of the Group's profit (through the impact on floating rate financial assets and financial liabilities).

	2016		2015	
	+0.5% \$	-0.5% \$	+0.5% \$	-0.5% \$
Profit/(loss) for the year	1,595	(1,595)	11,230	(11,230)

26.3 Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, for example by receivables from other parties, placing deposits etc. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

	2016 \$	2015 \$
Classes of financial assets - carrying amounts:		
Cash and cash equivalents	319,028	2,245,950
Trade and other receivables	68,118	42,347
Bank guarantee deposit	94,009	106,060
Bond deposit	97,523	82,931
Carrying amount	578,678	2,477,288

The Group continuously monitors defaults of other counterparties, identified either individually or by group, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties.

The Group's management considers that all the above financial assets that are not impaired or past due for each of the reporting dates under review are of good credit quality. The Group currently has no receivables from trading therefore is not exposed to credit risk in relation to trade receivables.

None of the Group's financial assets are secured by collateral or other credit enhancements.

The credit risk for cash and cash equivalents, bank guarantee deposit, bond deposit and tax refunds is considered negligible, since the counterparties are reputable banks and government body with high quality external credit ratings.

26.4 Liquidity risk analysis

Liquidity risk is that the Group might be unable to meet its obligations. The Group manages its liquidity needs by monitoring scheduled debt servicing payments for financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Group's objective is to maintain cash and marketable securities to meet its liquidity requirements for 90-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities.

27 CAPITAL RISK MANAGEMENT

Our objective of capital risk management is to manage capital and safeguard our ability to continue as a going concern, and to generate returns for shareholders. The Group manages its risk exposure of its financial instruments in accordance with the guidance of the Board of Directors. The Group uses different methods to manage and minimise its exposure to risks. These include monitoring levels of interest rates fluctuations to maximise the return of bank balances and the flexing of the gearing ratios. Liquidity risk is monitored through the development of future rolling cash flow forecasts.

The final approval and monitoring of any of these policies is done by the Board which review and agrees on the policies for managing risks.

The primary responsibility to monitor the financial risks lies with the Directors and the Company Secretary under the authority of the Board. The Board approved policies for managing risks including the setting up of approval limits for purchases and monitoring projections of future cash flows.

28 AUTHORISATION OF FINANCIAL STATEMENTS

The consolidated financial statements for the year ended 30 June 2016 (including comparatives) were approved by the board of directors on 8 September 2016.

DIRECTORS' DECLARATION

The directors of the Company declare that:

1. In the opinion of the Directors of Dome Gold Mines Limited:

a) The consolidated financial statements and notes of Dome Gold Mines Limited are in accordance with the Corporations Act 2001, including:

- i. Giving a true and fair view of its financial position as at 30 June 2016 and of its performance for the financial year ended on that date; and
- ii. Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and

b) There are reasonable grounds to believe that Dome Gold Mines Limited 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 (or equivalent) for the financial year ended 30 June 2016.

3. Note 1 confirms that the consolidated financial statements also comply with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors.



Garry Lowder
Chairman

Dated this 8 September 2016
Sydney

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Independent Auditor's Report To the Members of Dome Gold Mines Limited

Report on the financial report

We have audited the accompanying financial report of Dome Gold Mines Limited (the Company), which comprises the consolidated statement of financial position as at 30 June 2016, 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, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the consolidated entity comprising the Company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The Directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001. The Directors' responsibility also includes 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. The Directors also state, in the notes to the financial report, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, the financial statements comply with International Financial Reporting Standards.

Auditor's responsibility

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

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An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial report.

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

Independence

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

Auditor's opinion

In our opinion:

- a the financial report of Dome Gold Mines Limited is in accordance with the Corporations Act 2001, including:
 - i giving a true and fair view of the consolidated entity's financial position as at 30 June 2016 and of its performance for the year ended on that date; and
 - ii complying with Australian Accounting Standards and the Corporations Regulations 2001; and
- b the financial report also complies with International Financial Reporting Standards as disclosed in the notes to the financial statements.

Material uncertainty regarding continuation as a going concern

Without qualifying our opinion, we draw attention to Note 3.16 to the financial statements which indicates the consolidated entity incurred a net loss of \$1,393,340, has net cash used in operations (including payments for exploration) of \$2,036,768 during the year ended 30 June 2016, and has a cash balance of \$319,028 as at that date. These conditions, along with other matters as set forth in Note 3.16, indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern and therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the financial report.

Report on the remuneration report

We have audited the remuneration report included in pages 21 to 22 of the directors' report for the year ended 30 June 2016. The Directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion on the remuneration report

In our opinion, the remuneration report of Dome Gold Mines Limited for the year ended 30 June 2016, complies with section 300A of the Corporations Act 2001.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



C F Farley
Partner - Audit & Assurance

Sydney, 8 September 2016

ASX ADDITIONAL INFORMATION

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below. The information is effective as at 31 August 2016.

SECURITIES EXCHANGE

The Company is listed on the Australian Securities Exchange. The Home Exchange is Sydney.

SUBSTANTIAL SHAREHOLDERS

The number of substantial shareholders and their associates are set out below:

Shareholder	Number of shares
Onizaki Corporation	30,000,000
Fleet Market Investments Pty Ltd	19,776,499
Hillside Meadows Ltd	18,750,000
Summerfell Investments Ltd	17,333,333
Long-Last Enterprises Ltd	16,823,850
Tiger Ten Investment Limited	16,357,826

VOTING RIGHTS

The voting rights attached to ordinary shares, as set out in the Company's Constitution, are that every member in person or by proxy, attorney or representative, shall have one vote on a show of hands and one vote for each share held on a poll.

A member holding partly paid shares is entitled to a fraction of a vote equivalent to the proportion which the amount paid up bears to the issue price for the shares.

Options don't carry voting rights.

DISTRIBUTION OF SHAREHOLDERS

The total distribution of fully paid shareholders, being the only class of equity was as follows:

Holding	Number of holders	
	Ordinary Shares	Unlisted options Expiring 9 August 2017
1 - 1,000	3	-
1,001 - 5,000	18	-
5,001 - 10,000	186	-
10,001 - 100,000	142	-
100,001 and over	83	2
Total	432	2

There were 4 holders of less than a marketable parcel of 1,429 ordinary shares.

Number of ordinary shares issued: 237,464,984

Number of unlisted options issued: 7,500,000

ON MARKET BUY BACK

There is no on market buy-back.

TWENTY LARGEST SHAREHOLDERS

As at 31 August 2016, the twenty largest quoted shareholders held 81.26% of the fully paid ordinary shares as follows:

Name	Ordinary Shares	
	Quantity	%
Onizaki Corporation	30,000,000	12.63
Fleet Market Investments Pty Ltd	19,776,499	8.33
Hillside Meadows Ltd	18,750,000	7.90
Summerfell Investments Ltd	17,333,333	7.30
Long-Last Enterprises Ltd	16,823,850	7.08
Tiger Ten Investment Limited	16,357,826	6.89
Brave Top Enterprises Ltd	10,500,000	4.42
Hadeon Valley Holdings Inc.	10,166,667	4.28
Globe Street Investments Pty Ltd <Globe Street Investments A/c>	10,000,000	4.21
Cybersys Inc	8,000,000	3.37
Globe Street Investments Pty Ltd <FRG Superannuation Fund A/c>	5,000,000	2.11
Globe Street Investments Pty Ltd <FRG Superannuation Fund A/c>	5,000,000	2.11
Thamadia Nominees Pty Ltd <Jean White Super Fund A/c>	5,000,000	2.11
Mr Huanrong Ma	3,416,666	1.44
Precious Tori Ltd	3,339,458	1.41
Monex Boom Securities (HK) Ltd <Clients Account>	3,174,174	1.34
Adowork Co Ltd	2,916,667	1.23
SST Trading Pty Ltd <A/c Go Forth Investment A/c>	2,750,000	1.16
Mr Hiromitsu Tsuruta	2,577,432	1.09
Mr Qian Yu	2,083,333	0.88

TENEMENTS SCHEDULE

Tenement	Location	Holder	Area (Ha)	Expiry Date	Interest %
SPL 1451	Ono Island	Dome Mines Ltd	3,028	22/08/2016*	100
SPL 1452	Nadrau	Dome Mines Ltd	33,213	26/08/2016*	100
SPL 1495	Sigatoka Iron Sand	Magma Mines Ltd	2,522	13/07/2018	100

Note: Magma Mines Ltd and Dome Mines Ltd are wholly owned subsidiaries of Dome Gold Mines Ltd.

All tenements are located in the Republic of Fiji.

*Applications to renew these Special Prospecting Licences for a further 3-year period were submitted to the Mineral Resources Department, Fiji on 19 August 2016 (SPL 1451) and on 1 September 2016 (SPL 1452). The Company believes there is no reason why the renewals will not be approved.

CORPORATE DIRECTORY

ABN 49 151 996 566

Directors

Dr Garry Lowder (Chairman)
Mr Andrew Skinner (Non-Executive Director)
Mr Tadao Tsubata (Non-Executive Director)
Mr Allen Jay (Non-Executive Director)

Company Secretary

Mr Marcelo Mora

Corporate Office

Level 7, 71 Macquarie Street
Sydney NSW 2000
Australia

Registered Office

Level 7, 71 Macquarie Street
Sydney NSW 2000
Australia

Auditors

Grant Thornton Audit Pty Ltd
Level 17, 383 Kent Street
Sydney NSW 2000

Bankers

National Australia Bank
255 George Street
Sydney NSW 2000

Solicitors

Websters
Level 11, 37 Bligh Street
Sydney NSW 2000

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NOTICE OF ANNUAL GENERAL MEETING

– and –

EXPLANATORY MEMORANDUM

– and –

PROXY FORM

DATE & TIME OF MEETING: Thursday 27 October 2016 at 11 am

VENUE: Level 7, 71 Macquarie Street Sydney NSW 2000

These documents should be read in their entirety.

**If shareholders are in any doubt as to how they should vote,
they should seek advice from their professional advisors.**

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of members is to be convened at Level 7, 71 Macquarie Street, Sydney, NSW, 2000 on 27 October 2016 at 11 am.

AGENDA

ORDINARY BUSINESS

1. Financial Reports for the Year Ended 30 June 2016

To receive and consider the Company's Annual Financial Reports, the Directors' Report and the Auditor's Report for the year ended 30 June 2016.

To consider and, if thought fit, pass the following resolutions, with or without amendment:

2. Resolution 1 Adoption of the Remuneration Report

'That the Remuneration Report for the year ended 30 June 2016 be and is hereby adopted.'

3. Resolution 2 Re-election of a Director

'That Tadao Tsubata be and is hereby re-elected as a Director.'

4. Resolution 3 Ratification of Prior Issue Shares

'That the issue of 882,350 fully paid ordinary shares in the Company on 12 November 2015 for \$0.38 per share to Masahiro Kikawa be and is hereby ratified for the purposes of ASX Listing Rules 7.4 and 7.5.'

5. Resolution 4 Ratification of Prior Issue Shares

'That the issue of 7,500,000 fully paid ordinary shares in the Company on 9 August 2016 for \$0.20 per share to Brave Top Enterprises Ltd and Cybersys Inc., be and is hereby ratified for the purposes of ASX Listing Rules 7.4 and 7.5.'

6. Resolution 5 Ratification of Prior Issue Options

'That the grant of 7,500,000 unlisted options in the Company on 9 August 2016 to Brave Top Enterprises Ltd and Cybersys Inc., is hereby ratified for the purposes of ASX Listing Rules 7.4 and 7.5.'

7. Resolution 6 Ratification of Prior Issue Shares

'That the issue of 1,188,058 fully paid ordinary shares in the Company on 16 August 2016 for \$0.21 per share to Katsuji Kato and Godo Kaike be and is hereby ratified for the purposes of ASX Listing Rules 7.4 and 7.5.'

8. Resolution 7 Ratification of Prior Issue Shares

'That the issue of 502,840 fully paid ordinary shares in the Company on 16 August 2016 for \$0.25 per share to Hirofumi Suzuki be and is hereby ratified for the purposes of ASX Listing Rules 7.4 and 7.5.'

9. Resolution 8 Additional capacity to issue securities

'That the additional capacity to issue equity securities up to 10% of the issued capital of the Company as set out in the Explanatory Memorandum attached to this Notice of Meeting be and is hereby approved for the purposes of ASX Listing Rule 7.1A.'

To transact any other business that may be brought forward in accordance with the Company's Constitution.

By order of the Board

Marcelo Mora
Company Secretary
 21 September 2016

EXPLANATORY MEMORANDUM TO THE NOTICE OF ANNUAL GENERAL MEETING

This Explanatory Memorandum has been prepared to assist members to understand the business to be put to members at the Annual General Meeting to be held at Level 7, 71 Macquarie Street, Sydney, NSW, on Thursday, 27 October 2016 at 11 am Eastern Daylight Saving Time (EDST).

1. Financial Report

The Financial Report, Directors' Report and Auditor's Report for the Company for the year ended 30 June 2016 will be laid before the meeting. There is no requirement for shareholders to approve these reports, however, the Chairman of the meeting will allow a reasonable opportunity to ask the auditor questions about the conduct of the audit and the content of the Auditor's Report.

2. Adoption of Remuneration Report

The Remuneration Report, which can be found as part of the Directors' Report in the Company's 2016 Annual Report, contains certain prescribed details, sets out the policy adopted by the Board of Directors and discloses the payments to key management personnel, Directors and senior executives.

In accordance with section 250R of the Corporations Act, a resolution that the Remuneration Report be adopted must be put to the vote. The resolution is advisory only and does not bind the Directors or the Company.

Shareholders will be given a reasonable opportunity at the meeting to comment on and ask questions about the Company's Remuneration Report.

The Chairman intends to exercise all undirected proxies in favour of Resolution 1. If the Chairman of the Meeting is appointed as your proxy and you have not specified the way the Chairman is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chairman with an express authorisation for the Chairman to vote the proxy in accordance with the Chairman's intention.

Voting Exclusion Statement

A vote on the resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- a member of the key management personnel details of whose remuneration are included in the remuneration report;
- a close related party of such a member.

However such a person may cast a vote on the resolution if:

- the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the proposed resolution; and
- the vote is not cast on behalf of such a person.

The Directors recommend that you vote IN FAVOUR of advisory Resolution 1.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 1.

3. Re-election of Tadao Tsubata

In accordance with Article 39.1 of the Company's Constitution, a Director must not hold office without re-election past the third Annual General Meeting following the Director's appointment or three years, whichever is longer. A Director who retires in accordance with these requirements is eligible for re-election. Mr Tadao Tsubata retires by rotation and, being eligible, offers himself for re-election.

Mr Tadao Tsubata graduated with a B.A. in Economics in 1991 from Kokushikan University, Tokyo. From 1991 to 1997, Tadao worked in corporate finance at a major Japanese securities company. From this role he moved to a major international life insurance and investment company where he was involved in retail offerings and distribution of the business in Japan. Establishing his first business in life insurance distribution and agencies in 2001, this formed the basis of a new business being a Japanese focused asset management company.

In early 2010 the asset management company's activities grew in prominence and a number of private investment funds were formed to specifically target investments internationally, in mining exploration, primary production and other growth industries. Tadao continues in the role of Chief Executive Officer of this business with operations in many countries including Australia.

The Directors recommend that you vote IN FAVOUR of Resolution 2.

The Chairman for this Resolution intends to vote undirected proxies IN FAVOUR of Resolution 2.

4. Ratification of Prior Issue of Shares

On 12 November 2016, the Company issued 882,350 ordinary shares to raise \$335,293. The shares were issued under the 15% placement capacity under the Listing Rules, and the issue of the shares did not breach ASX Listing Rule 7.1 at the time they were originally issued.

Resolution 3 seeks Shareholders ratification pursuant to ASX Listing Rule 7.4 of this share issue. By ratifying this issue, the Company will retain flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior shareholders' approval.

For the purpose of Listing Rule 7.5, the following information is provided:

- Number of securities allotted: 882,350 on 12 November 2016.
- Issue price: \$0.38 per share.
- Terms: Fully paid ordinary shares ranking pari passu with existing fully paid ordinary shares.
- Names of allottees: Mr Masahiro Kikawa who is not a related party.
- Intended use of funds: To further advance the exploration program in Fiji and working capital.

Voting Exclusions on this Resolution:

The Company will disregard any votes cast on this Resolution by Masahiro Kikawa and any of his associates.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person Chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 3.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 3.

5. Ratification of Prior Issue of Shares

On 9 August 2016, the Company issued 7,500,000 ordinary shares to raise \$1,500,000. The shares were issued under the 15% placement capacity under the Listing Rules, and the issue of the shares did not breach ASX Listing Rule 7.1 at the time they were originally issued.

Resolution 4 seeks Shareholders ratification pursuant to ASX Listing Rule 7.4 of this share issue. By ratifying this issue, the Company will retain flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior shareholders' approval.

For the purpose of Listing Rule 7.5, the following information is provided:

- Number of securities allotted: 7,500,000 on 9 August 2016.
- Issue price: \$0.20 per share.
- Terms: Fully paid ordinary shares ranking pari passu with existing fully paid ordinary shares.
- Names of allottees: Brave Top Enterprises Ltd. 5,000,000 ordinary shares
Cybersys Inc. 2,500,000 ordinary shares
none of whom are related parties.
- Intended use of funds: To further advance the exploration program in Fiji and working capital.

Voting Exclusions on this Resolution:

The Company will disregard any votes cast on this Resolution by Brave Top Enterprises Ltd and Cybersys Inc., and any of their associates.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 4.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 4.

6. Ratification of the issue of Options

Resolution 5 seeks the ratification by shareholders of the grant of 7,500,000 options in the Company on 9 August 2016 for the purposes of Listing Rule 7.4 and 7.5. The issue of the options did not breach ASX Listing Rule 7.1 at the time they were originally issued. This ratification will provide the Company with the ability to raise further funds, if required, will maximise the flexibility of the Company's funds management and will facilitate planning for the Company's ongoing activities.

For the purpose of Listing Rule 7.5, the following information is provided:

- Number of securities allotted: 7,500,000 on 9 August 2016.
- Issue price: Nil
- Terms:
 - Unlisted options.
 - Each option entitles the holder to subscribe for and be allotted one ordinary share in Dome Gold Mines Ltd at an exercise price of 20 cents per option.
 - The rights of the option holder can be changed to comply with the listing rules when the company undertakes a reorganization of capital at the time of the reorganization.
 - The options do not entitle the holder to participate in new issues without exercising the options.
 - The options do not confer the right to change the exercise price nor a change to the underlying number of ordinary shares over which it can be exercised.
 - The options are transferable.
 - Upon exercise of the options, the options will convert into fully paid ordinary shares which will rank equally in all respects with existing fully paid ordinary shares.
- Names of allottees: Brave Top Enterprises Ltd 5,000,000 unlisted options.
Cybersys Inc. 2,500,000 unlisted options.
none of whom are related parties.
- Intended use of funds: No funds were raised.

Voting Exclusions on this Resolution:

The Company will disregard any votes cast on this Resolution by Brave Top Enterprises Ltd and Cybersys Inc., and any of their associates.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 5.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 5.

7. Ratification of Prior Issue of Shares

On 16 August 2016, the Company issued 1,188,058 ordinary shares to raise \$249,492. The shares were issued under the 15% placement capacity under the Listing Rules, and the issue of the shares did not breach ASX Listing Rule 7.1 at the time they were originally issued.

Resolution 6 seeks Shareholders ratification pursuant to ASX Listing Rule 7.4 of this share issue. By ratifying this issue, the Company will retain flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior shareholders' approval.

For the purpose of Listing Rule 7.5, the following information is provided:

- Number of securities allotted: 1,188,058 on 16 August 2016.
- Issue price: \$0.21 per share.
- Terms: Fully paid ordinary shares ranking pari passu with existing fully paid ordinary shares.
- Names of allottees: Mr Katsuji Kato. 594,029 ordinary shares
Mr Godo Kaike 594,029 ordinary shares
none of whom are related parties
- Intended use of funds: To further advance the exploration program in Fiji and working capital.

Voting Exclusions on this Resolution:

The Company will disregard any votes cast on this Resolution by Katsuji Kato and Godo Kaike and any of their associates.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 6.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 6.

8. Ratification of Prior Issue of Shares

On 16 August 2016, the Company issued 502,840 ordinary shares to raise \$125,710. The shares were issued under the 15% placement capacity under the Listing Rules, and the issue of the shares did not breach ASX Listing Rule 7.1 at the time they were originally issued.

Resolution 7 seeks Shareholders ratification pursuant to ASX Listing Rule 7.4 of this share issue. By ratifying this issue, the Company will retain flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior shareholders' approval.

For the purpose of Listing Rule 7.5, the following information is provided:

- Number of securities allotted: 502,840 on 16 August 2016.
- Issue price: \$0.25 per share.
- Terms: Fully paid ordinary shares ranking pari passu with existing fully paid ordinary shares.
- Names of allottees: Mr Hirofumi Suzuki who is not a related party.
- Intended use of funds: To further advance the exploration program in Fiji and working capital.

Voting Exclusions on this Resolution:

The Company will disregard any votes cast on this Resolution by Hirofumi Suzuki and any of his associates.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 7.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 7.

9. Approval of additional capacity to issue securities

ASX Listing Rule 7.1A enables the Company to issue equity securities up to 10% of its issued share capital through placements over a 12 month period after the AGM ('10% Placement Facility'). The 10% Placement Facility is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1.

Resolution 8, which is a Special Resolution requiring 75% of votes cast to be in favour of the resolution, seeks shareholder approval for the Company to have the ability to issue equity securities under the 10% Placement Facility on the following terms:

(a) Placement Period

Shareholder approval of the 10% Placement Facility is valid from the date of the AGM and expires on the earlier of:

- (i) the date that is 12 months after the date of the AGM; or
- (ii) the date of the approval by shareholders of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

(b) Equity Securities

Any equity securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of equity securities of the Company which, in the Company's case, are fully paid ordinary shares.

(c) Formula for calculating 10% Placement Facility.

The maximum number of shares that can be issued under the 10% Placement Facility is calculated as follows:

$$(A \times D) - E$$

Where: A is the number of fully paid ordinary shares on issue 12 months before the date of issue or agreement:

- (i) plus the number of fully paid ordinary shares issued in the 12 months under an exception in ASX Listing Rule 7.2;
- (ii) plus the number of partly paid ordinary shares that became fully paid in the 12 months;
- (iii) plus the number of fully paid shares issued in the 12 months with approval of holders of shares under Listing Rule 7.1 and 7.4;
- (iii) less the number of fully paid shares cancelled in the 12 months.

D is 10%.

E is the number of fully paid ordinary shares issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of shareholders under ASX Listing Rules 7.1 or 7.4.

The current maximum number of shares, as at the date of this meeting, that can be issued under the 10% Placement Facility is 227,391,736. The Company's current capacity to issue securities as at the date of the meeting pursuant to listing rule 7.1 is 34,108,760.

(d) Minimum Issue Price

The minimum issue price of equity securities issued for the purpose of Listing Rule 7.1.A.3 must be not less than 75% of the volume weighted average price of equity securities in the same class calculated over the 15 trading days on which trades were recorded immediately before:

- (i) the date on which the price at which the equity securities are to be issued is agreed; or
- (ii) if the equity securities are not issued within 5 trading days of the date in paragraph (i) above, the date on which the equity securities are issued.

(e) Risk of Economic and Voting Dilution

If Resolution 8 is approved by shareholders and the Company issues equity securities under the 10% Placement Facility, the existing shareholders' voting power in the Company will be diluted as shown in the table below. Further, there is a risk that:

- (i) the market price for the Company's equity securities may be significantly lower on the date of the issue of the equity securities than on the date of the AGM; and
- (ii) the equity securities may be issued at a price that is at a discount to the market price for the Company's equity securities on the issue date.

Because Variable A in the formula for calculating 10% Placement Facility, and consequently the number of shares that can be issued under the 10% Placement Facility, can change during the Placement Period, the table below shows a matrix of scenarios of the potential dilution of existing shareholders as at the date of the AGM on the basis of:

- (i) the issue price of equity securities being the current approximate market price of fully paid ordinary shares, plus 50% and minus 50%; and
- (ii) the maximum number of shares that can be issued under the 10% Placement Facility in accordance with the definition of Variable A in the formula for calculating 10% Placement Facility increasing by 50% and 100%.

Variable A in 10% Placement Facility under ASX Listing Rule 7.1A.2	Voting Dilution and Placement Facility Capacity	Issue Price and Funds Raised		
		50% Decrease in Current Approximate Market Price \$0.175	Current Approximate Market Price \$0.350	50% Increase in Current Approximate Market Price \$0.525
Current Variable A 227,391,736 shares	10% 22,739,174 Shares	\$3,979,355	\$7,958,711	\$11,938,066
50% increase in current Variable A 341,087,604 shares	13.0% 34,108,760 Shares	\$5,969,033	\$11,938,066	\$17,907,099
100% increase in current Variable A 454,783,472 shares	16.7% 45,478,347 shares	\$7,958,711	\$15,917,422	\$23,876,132

As an example, if Variable A is increased to 454,783,472 shares, the 10% Placement Facility capacity is 45,478,347 shares and therefore the dilution of existing shares as at the date of the AGM, being 227,391,736 shares, is calculated as:

$$45,478,347 \div (227,391,736 + 45,478,347) = 16.7\%$$

(f) Other Matters

The Company may issue equity securities under the 10% Placement Facility for cash consideration to support the Company's ongoing exploration activities and working capital or non-cash consideration for the acquisition of compatible business opportunities which may arise. In such circumstances the Company will provide a valuation of the non-cash consideration as required by ASX Listing Rule 7.1A.

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. As there is no issue currently proposed, the identity of the allottees is not currently known and will be determined on a case-by-case basis at the time of allotment, having regard to factors including, but not limited to, the following:

- (i) the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate;
- (ii) the effect of the issue of the equity securities on the control of the Company;
- (iii) the financial situation and solvency of the Company; and
- (iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not currently been determined but may include existing substantial shareholders and/or new shareholders who are not related parties or associates of a related party of the Company.

As the Company has not previously obtained shareholder approval under ASX Listing Rule 7.1A, no equity securities have been issued under the 10% Placement Facility.

Voting Exclusion:

The Company will disregard any votes cast on Resolution 8 by:

- a person who may participate in the proposed issue; and
- a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed and any such associates of that person.

However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote IN FAVOUR of Resolution 8.

The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 8.

Shareholder:

I/We being a member/s of Dome Gold Mines Ltd and entitled to attend and vote HEREBY APPOINT

☐

the Chairman of the Meeting (mark box)

OR if you are not appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy below

or failing him, the Chairman of the Meeting, as my/our Proxy to vote for me/us and on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Members of the Company to be held at 11 am on 27 October 2016 and at any adjournment thereof.

The Proxy is directed by me/us to vote as indicated by the marks in the appropriate voting boxes below:

RESOLUTIONS**FOR AGAINST ABSTAIN**

1. Adoption of the Remuneration Report
2. Re-election of Mr Tadao Tsubata as a Director
3. Ratification of prior issue of shares
4. Ratification of prior issue of shares
5. Ratification of prior issue of shares
6. Ratification of prior issue of shares
7. Ratification of prior issue of shares
8. Approval additional capacity to issue equity securities

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The Chairman of the Meeting is authorised to exercise undirected proxies on remuneration related matter (Resolution 1): If I/we have appointed the Chairman of the Meeting as my/our proxy or the Chairman of the Meeting becomes my/our proxy by default, by signing and submitting this form I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy in respect of Resolution 1 (except where I/we have indicated a different voting intention above) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel for Dome Gold Mines Ltd, which includes the Chairman.

The Chairman of the Meeting intends to vote all undirected proxies in favour of each resolution (including Resolution 1). If you have appointed the Chairman of the Meeting as your proxy (or the Chairman of the Meeting becomes your proxy by default), and you wish to give the Chairman specific voting directions on an item, you should mark the appropriate box/es opposite those resolutions above (directing the Chairman to vote for, against or to abstain from voting).

If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

PLEASE SIGN HERE - This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Dated: ____ / ____ / 2016

How to Complete the Proxy Form

1 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company.

2 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

3 Voting restrictions

Any member of the key management personnel of the Company's consolidated group whose remuneration details are included in the Remuneration Report (or a closely related party of any such member), may not vote, and the Company will disregard the votes cast by such persons on Resolution 1, unless the vote is cast:

- as a proxy appointed in writing which specifies how the proxy is to vote on Resolution1; or
- the proxy is the Chairman of the meeting, and:
 - o the appointment does not specify the way the proxy is to vote on the resolution; and
 - o the appointment expressly authorises the Chairman to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of the key management personnel.

4 Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company or you may copy this form.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together.

5 Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry or the Company. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

6 Persons entitle to attend and vote

The Company has determined, in accordance with regulation 7.11.37 of the Corporations Regulations 2001 (Cth), that the Company's shares quoted on the ASX Limited at 7.00 pm Sydney time on 25 October 2016 are taken, for the purposes of the Annual General Meeting to be held by the persons who held them at that time. Accordingly, those persons are entitled to attend and vote (if not excluded) at the meeting.

If a representative of a corporate Securityholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry.

Lodgment of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the time appointed for holding the meeting

Documents may be lodged:

IN PERSON: Registered Office – Level 7, Macquarie Street, Sydney, NSW 2000, Australia
BY MAIL: GPO Box 1759, Sydney, NSW 2001, Australia
BY FAX: +61 2 9241 2013
BY E-MAIL: info@domegoldmines.com.au