

Burey Gold Limited

and its controlled entities

(ABN 14 113 517 203)

Half Year Report
31 December 2012

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DIRECTORS' REPORT

Your directors submit the financial report of the consolidated entity, comprising Burey Gold Limited (the "Company") and its controlled entities (collectively "Burey" or the "Group") for the half year ended 31 December 2012. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

Directors

The names of directors who held office during or since the end of the half year and until the date of this report are as below. Directors were in office for this entire period unless otherwise stated.

Ron Norbert Gajewski	Non-executive Chairman
Klaus Peter Eckhof	Managing Director
Susmit Mohanlal Shah	Non-executive director
Kevin Peter Thomson	Non-executive director
Bruce Stainforth	Executive Director retired 29 November 2012

Results

The consolidated loss for the half year after tax was \$540,400 (2011: \$241,493).

Review of Operations

The principal activity of the consolidated entity during the course of the financial period was acquiring and exploring mineral interests, prospective for precious metals and energy.

During the half year period, exploration activity has focussed on infill soil sampling on the Kossanke and Celein properties, followed by a first pass orientation reverse circulation (RC) drill program at Kossanke as well as a second drill program at the Balatindi property.

Kossanke and Celein Licences (Burey earning 68%, Government 15%, Vendor 17%)

The Kossanke and Celein project area is located in the northern sector of Guinea's Mandiana District, a richly gold endowed portion of the Lower Proterozoic (Birimian) Siguri Basin. The Mandiana district has undergone wide spread artisanal mining activity since ancient times.

Infill soil sampling of the licence areas was completed in July and August 2012 on 330m line spacing. Laboratory reporting of soil sample assay results commenced later in the December Quarter and results compilation, interpretation and drill program target generation/ prioritisation is being carried out subsequent to the period end.

A first pass orientation RC drill program of 16 holes for 1,777m was completed during the period in the southern part of the Kossanke permit. 14 RC holes intersected mineralisation with better results being:

2m @ 4.59g/t Au from 41m in KDRC001;

3m @ 2.60g/t Au from 76m in KDRC007;

11m @ 1.10g/t Au from 10m in KDRC010;

16m @ 1.56g/t Au from 62m (including 4m @ 5.59g/t Au) in KDRC012; and

2m @ 14.20g/t Au from 75m in KDRC015.

This work was augmented by two DD holes totalling 184m. These drill fences tested part of a gold in soil anomaly which is up to 6km in length and was, in part, previously tested by trenches and wide spaced fences of RC holes drilled by former explorer Wells Gold in the mid-1990s.

An extensive RC drilling program for the northern areas of the Kossanke permit as well as the Celein licence area will commence once all interpretations of the infill soil program are complete.

Balatindi Project (Burey 75%, Government 15%, Vendor 10%)

The central polymetallic prospect (CPP) of the Balatindi Project which is located in the central east of Guinea, is considered to be highly-prospective for poly-metallic mineralisation with an iron oxide, copper, gold, uranium (IOCGU) affinity. The regional setting, geology, structure and chemical signature of the CPP bears a close similarity to the poly-metallic mineralisation occurring at Boddington, Western Australia.

As a follow up to the 2011 drill programme, two holes from a previous explorer's (Mining Italiana) programme were twinned on the CPP to assess their measure of gold tenor using both fire assay and BLEG analyses. All logging and sampling of this core was completed in the half year period, however the return of assay results from the laboratory is pending.

A further 18 hole diamond drilling (BLDD 18 to 35) programme followed during the period to test the strength and persistence of **mineralisation** associated with Anomaly E located immediately to the south of CPP.

Data compilation and analysis of assay results from the drilling campaign is ongoing since the end of the half year period. Once all drilling data is received and assay results collated, a 3D model can be prepared to confirm the interpreted geometry of U/Cu mineralisation and assign the requisite drill hole orientation for U / Cu resource drilling.

Mansounia Project (Burey Earning 70%; Government 15%; Vendors 15%)

Following the resource upgrade (June 2012 Quarter) a review / update of the preliminary (2009) scoping study of the Mansounia gold deposit (MGD) has commenced inclusive of follow up metallurgical testwork (agglomeration leach tests) to test viability of a heap leach process.

Dion – Koulai Uranium/Thorium Project (Burey 68%; Government 15%; Vendor 17%)

No work was conducted on this property during the half year period. However, subsequent to the period end, a contract for drilling services has been finalised for a program of around 15 RC holes for a total of 2,000 to 4,000 metres to test the character of the highly anomalous radiometric peaks identified previously. The drill program is expected to commence as soon as remaining work on access roads and drill pads is completed.

Auditor's Independence Declaration

Section 307C of the Corporations Act 2001 requires the auditor, BDO Audit (WA) Pty Ltd, to provide the directors of the Company with an Independence Declaration in relation to the review of the interim financial report. This Independence Declaration is set out on the following page.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to s.306 (3) of the Corporations Act 2001, and on behalf of the Board by:



Ron Gajewski
Chairman
Dated: 13th March 2013

The information in this report that relates to Exploration Results is based on information compiled by Mr Klaus Eckhof who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Eckhof, a Director and fulltime employee of the Company, has sufficient relevant experience in respect of the style of mineralization, the type of deposit under consideration and the activity being undertaken to qualify as a Competent Person within the definition of the 2004 Edition of the AusIMM's "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Eckhof consents to the inclusion in this report of the matters that are based on his information in the form and context in which it appears.

13 March 2013

Burey Gold Limited
Level 1, Suite 5
The Business Centre
55 Salvado Road
SUBIACO, WA 6008

Dear Sirs,

DECLARATION OF INDEPENDENCE BY CHRIS BURTON TO THE DIRECTORS OF BUREY GOLD LIMITED

As lead auditor of Burey Gold Limited for the half year ended 31 December 2012, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

This declaration is in respect of Burey Gold Limited and the entities it controlled during the period.



CHRIS BURTON
Director

BDO Audit (WA) Pty Ltd
Perth, Western Australia

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2012**

	Notes	Consolidated	
		31 December 2012 \$	31 December 2011 \$
Revenue from continuing operations		131,886	249,388
Consultants and corporate costs		(180,155)	(190,555)
Salaries, wages and employment expenses		(169,477)	(85,900)
Depreciation expense		(2,753)	(650)
Exploration expenses written off		(9,700)	(7,672)
Occupancy expenses		(44,674)	(18,913)
Travel expenses		(27,423)	(11,906)
Share based payments expense	2	(224,818)	(190,146)
Other expenses	2	(13,286)	14,861
Loss before related income tax expense		(540,400)	(241,493)
Income tax (expense) / benefit		-	-
Net Loss for the half year		(540,400)	(241,493)
Other comprehensive income / (loss)			
Exchange differences on translation of foreign operations		(211,479)	341,121
Total comprehensive income / (loss) for the half year attributable to members of Burey Gold Limited		(751,879)	99,628
Loss per share for the half year attributable to members of Burey Gold Ltd			
Basic loss per share (cents per share)		(0.15)	(0.07)

The accompanying notes form part of these financial statements.

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2012**

		Consolidated	
	Notes	31 December 2012 \$	30 June 2012 \$
Assets			
Current Assets			
Cash and cash equivalents		4,883,690	7,472,006
Other receivables		116,291	134,800
Total Current Assets		4,999,981	7,606,806
Non-Current Assets			
Other receivables		20,125	20,125
Property, plant and equipment		67,010	58,428
Exploration and evaluation expenditure	3	12,002,825	9,816,261
Total Non-Current Assets		12,089,960	9,894,814
Total Assets		17,089,941	17,501,620
Liabilities			
Current Liabilities			
Trade and other payables		340,773	225,391
Total Current Liabilities		340,773	225,391
Total Liabilities		340,773	225,391
Net Assets		16,749,168	17,276,229
Equity			
Contributed equity	4	23,142,488	23,142,488
Reserves		1,003,271	989,932
Accumulated losses		(7,396,591)	(6,856,191)
Total Equity		16,749,168	17,276,229

The accompanying notes form part of these financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2012**

	Contributed Equity	Accumulated Losses	Option Premium Reserve	Foreign Currency Translation Reserve	Total Equity
	\$	\$	\$	\$	\$
Balance at 1 July 2011	23,149,870	(6,259,362)	1,617,682	(1,343,548)	17,164,642
Total comprehensive income for the half year					
Loss for the half-year	-	(241,493)	-	-	(241,493)
<i>Other comprehensive income</i>					
Exchange differences on translation of foreign operations	-	-	-	341,121	341,121
Total comprehensive Income / (Loss) for the half year	-	(241,493)	-	341,121	99,628
Transactions with equity holders in their capacity as equity holders					
Share issue costs	(7,382)	-	-	-	(7,382)
Share based payments expense	-	-	190,146	-	190,146
	(7,382)	-	190,146	-	182,764
Balance at 31 December 2011	23,142,488	(6,500,855)	1,807,828	(1,002,427)	17,447,034
Balance at 1 July 2012	23,142,488	(6,856,191)	1,984,995	(995,063)	17,276,229
Total comprehensive income for the half year					
Loss for the half-year	-	(540,400)	-	-	(540,400)
<i>Other comprehensive income</i>					
Exchange differences on translation of foreign operations	-	-	-	(211,479)	(211,479)
Total comprehensive loss for the half year	-	(540,400)	-	(211,479)	(751,879)
Transactions with equity holders in their capacity as equity holders					
Share based payments expense	-	-	224,818	-	224,818
	-	-	224,818	-	224,818
Balance at 31 December 2012	23,142,488	(7,396,591)	2,209,813	(1,206,542)	16,749,168

The accompanying notes form part of these financial statements.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2012**

	Consolidated	
	31 December	31 December
	2012	2011
	\$	\$
	Inflows/(Outflows)	
Cash flows from operating activities		
Payments to suppliers and employees	(393,549)	(389,438)
Interest received	163,663	107,985
Net cash used in operating activities	<u>(229,886)</u>	<u>(281,453)</u>
Cash flows from investing activities		
Payments for plant and equipment	(19,416)	-
Payments for exploration expenditure	(2,325,728)	(1,284,397)
Payments for acquisitions	-	(5,000)
Net cash used in investing activities	<u>(2,345,144)</u>	<u>(1,289,397)</u>
Cash flows from financing activities		
Proceeds from issue of shares	-	1,001,341
Payment for share issue costs	-	(57,382)
Net cash provided by financing activities	<u>-</u>	<u>943,959</u>
Net decrease in cash held	(2,575,030)	(626,891)
Cash and cash equivalents at 1 July	7,472,006	9,146,424
Effect of exchange rate changes	(13,286)	14,859
Cash and cash equivalents at 31 December	<u><u>4,883,690</u></u>	<u><u>8,534,392</u></u>

The accompanying notes form part of these financial statements.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2012****NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES****Statement of compliance**

The interim consolidated financial statements are a general purpose financial report prepared in accordance with the requirements of the Corporations Act 2001 and Accounting Standard AASB 134: Interim Financial Reporting, Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB').

These half-year financial statements do not include full disclosures of the type normally included in annual financial statements. Therefore, it cannot be expected to provide as full an understanding of the financial performance, financial position and cash flows of the Group as in the full financial statements.

It is recommended that these half-year financial statements be read in conjunction with the annual financial statements for the year ended 30 June 2012 and any public announcements made by Burey Gold Limited during the half-year in accordance with continuous disclosure requirements arising under the Corporations Act 2001 and the ASX Listing Rules.

Basis of preparation

These half-year financial statements have been prepared on a historical cost basis, except for the revaluation of certain financial instruments. Cost is based on the fair value of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

For the purpose of preparing the interim financial statements, the half-year has been treated as a discrete reporting period.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except as set out below.

Significant accounting judgments and key estimates

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

In preparing these half year financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statement for the year ended 30 June 2012.

Exploration licences including Balatindi, Celein, Dion Koulai, Kossanke and Mansounia are in the process of being renewed by the Guinea Ministry of Mines and Geology. Conditions for licence renewal as set out in the Guinea Mining Code have been satisfied and the renewal applications were submitted in accordance with regulatory requirements. In the Directors' judgement, the licences will be renewed thus confirming the rights to tenure.

Adoption of new and revised Accounting Standards

In the half-year ended 31 December 2012, the Group has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2012. As a result of this review the Directors have determined that there is no change necessary to Group accounting policies.

The Group has also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the half-year ended 31 December 2012. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change necessary to Group accounting policies.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2012

NOTE 2: EXPENSES

Consolidated	
31 December 2012	31 December 2011
\$	\$

Loss includes the following specific expenses:

Exchange rate variation on foreign cash on hand	13,286	(14,861)
Share based payment expense	224,818	190,146

During the half-year to 31 December 2012, the consolidated entity has recognised an expense of \$224,818 (2011: \$190,146) in relation to the calculated fair value of options over ordinary shares in the Company vesting in the period. The 30 June annual report has all the disclosures surrounding the calculation methodology.

NOTE 3: DEFERRED EXPLORATION AND EVALUATION EXPENDITURE

31 December 2012	30 June 2012
\$	\$

Costs carried forward in respect of areas of interest:

Exploration and evaluation phase – at cost

Balance at 1 July	9,816,261	7,393,114
Expenditure incurred	2,393,856	2,077,125
Exploration expenditure written off	(9,700)	(7,672)
Foreign currency translation differences	(197,592)	353,694
Total exploration and evaluation expenditure	12,002,825	9,816,261

The recoupment of costs carried forward in relation to areas of interest in the exploration and evaluation phases are dependent on the successful development and commercial exploitation or sale of the respective areas.

The consolidated 30 June 2012 balances are for the year ended 30 June 2012.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2012**

NOTE 4: CONTRIBUTED EQUITY

	31 December 2012 \$	30 June 2012 \$
<i>(a) Ordinary shares</i>		
Issued and fully paid		
354,219,003 (30 June 2012: 354,219,003)	23,142,488	23,142,488
	<u>23,142,488</u>	<u>23,142,488</u>
	\$	\$
<i>Movements in ordinary shares on issue</i>		
Balance at 1 July	23,142,488	22,148,529
Conversion of 11,659,187 BYRO options at 5 cents each (see Note (i))	-	582,959
Allotment of 8,367,640 shares under an underwriting agreement (see Note (i))	-	418,382
Share issue expenses	-	(7,382)
Balance at 31 December / 30 June	<u>23,142,488</u>	<u>23,142,488</u>

Note (i). The Company had entered into an underwriting agreement in relation to listed options expiring on 30 June 2011 ("BYRO"), pursuant to which the Underwriter would place shares of an equal number as the listed options (exercisable at 5 cents each) which were not exercised prior to expiry. On that basis, the Company adjusted Contributed Equity to reflect (i) the number of shares issued against option conversion notices received on 30 June 2011 but where monies were banked subsequently; and (ii) shares issued pursuant to the underwriting agreement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2012

NOTE 4: CONTRIBUTED EQUITY (continued)

(b) Share Options

Options to subscribe for ordinary shares in the Company have been granted as follows:

Exercise Period	Exercise Price	Opening Balance 1 July 2012 <i>Number</i>	Options Issued 2012 <i>Number</i>	Options Exercised/ Cancelled/ Expired 2012 <i>Number</i>	Closing Balance 31 December 2012 <i>Number</i>
On or before 31 December 2012	\$0.05	6,500,000	-	(6,500,000)	-
On or before 31 December 2012	\$0.05	710,000	-	(710,000)	-
On or before 31 March 2013	\$0.15	2,500,000	-	-	2,500,000
1 January 2012 - 31 March 2014	\$0.20	2,500,000	-	-	2,500,000
17 November 2011 - 16 October 2013	\$0.35	470,000	-	-	470,000
29 November 2011 - 31 March 2013	\$0.20	750,000	-	-	750,000
On or before 31 December 2012	\$0.08	34,800,000	-	(34,800,000)	-
6 February 2013 – 6 February 2015	\$0.08	6,000,000	-	-	6,000,000
6 February 2014 – 6 February 2015	\$0.12	6,000,000	-	-	6,000,000
		60,230,000	-	(42,010,000)	18,220,000

Exercise Period	Exercise Price	Opening Balance 1 July 2011 <i>Number</i>	Options Issued 2011 <i>Number</i>	Options Exercised/ Cancelled/ Expired 2011 <i>Number</i>	Closing Balance 31 December 2011 <i>Number</i>
On or before 31 December 2012	\$0.05	6,500,000	-	-	6,500,000
On or before 31 December 2012	\$0.05	710,000	-	-	710,000
On or before 31 March 2013	\$0.15	2,500,000	-	-	2,500,000
1 January 2012 - 31 March 2014	\$0.20	2,500,000	-	-	2,500,000
17 November 2011 - 16 October 2013	\$0.35	470,000	-	-	470,000
29 November 2011 - 31 March 2013	\$0.20	750,000	-	-	750,000
On or before 31 December 2012	\$0.08	34,800,000	-	-	34,800,000
		48,230,000	-	-	48,230,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2012

NOTE 5: SEGMENT INFORMATION

Management has determined that the Group has one reportable segment, being mineral exploration in Africa. As the Group is focused on mineral exploration, the Board monitors the Group based on actual versus budgeted exploration expenditure incurred by area of interest. This internal reporting framework is the most relevant to assist the Board with making decisions regarding the Group and its ongoing exploration activities, while also taking into consideration the results of exploration work that has been performed to date.

	31 December 2012 \$	31 December 2011 \$
Revenue from external sources	-	-
Reportable segment loss	(26,100)	(12,831)
Reconciliation of reportable segment profit or loss		
Reportable segment loss	(26,100)	(12,831)
Other revenue / income	131,886	249,388
Unallocated:		
Corporate expenses	(646,186)	(478,050)
Loss before tax	<u>(540,400)</u>	<u>(241,493)</u>
Reportable segment assets	12,119,894	9,049,362

NOTE 6: NON-CASH FINANCING AND INVESTING ACTIVITIES

There have been no non-cash financing and investing activities during the half year ended 31 December 2012.

NOTE 7: CONTINGENT ASSETS AND LIABILITIES

There has been no material change in any contingent assets or contingent liabilities since the last annual reporting date.

NOTE 8: EVENTS SUBSEQUENT TO REPORTING DATE

There are no matters or circumstances that have arisen since 31 December 2012 that have or may significantly affect the operations, results, or state of affairs of the consolidated entity in future financial periods.

NOTE 9: DIVIDENDS

No dividends have been declared during the period.

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Burey Gold Limited we state that:

In the opinion of the directors:

- (a) the financial statements and notes of the consolidated entity are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2012 and of its performance for the half year ended on that date; and
 - (ii) complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001; and other mandatory professional reporting requirements.

- (b) there are reasonable grounds to believe that Burey Gold Limited will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s.303(5) of the Corporations Act 2001, and on behalf of the Board by:



Ron Gajewski
Chairman

13th March 2013

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF BUREY GOLD LIMITED

We have reviewed the accompanying half-year financial report of Burey Gold Limited, which comprises the consolidated statement of financial position as at 31 December 2012, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a statement of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the disclosing entity and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2012 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Burey Gold Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Burey Gold Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.



Conclusion

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

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2012 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

BDO Audit (WA) Pty Ltd

BDO


Chris Burton
Director

Perth, Western Australia
Dated this 13th day of March 2013