Balance sheet

Bougainville Copper Limited at 31 December 2011	Notes	2011 K′000	2010 K'000
Funds employed:			
Shareholders' funds			
Ordinary shares	11	401,063	401,063
Asset revaluation reserve	9	31,276	31,276
Fair value reserve	12	2,267	40,818
Accumulated losses		(112,107)	(108,434)
		322,499	364,723
Non-current liabilities			
Provisions	6(b)	22,073	22,073
Other payables	6(b)	4,517	4,517
Income tax	4(b)	6,759	6,759
		33,349	33,349
Current liabilities			
Trade payables	6(a)	11,232	3,349
Total funds		367,080	401,421
These funds are represented by: Non-current assets			
Available for sale financial assets	3	90,246	128,797
Other receivables	10(b)	3,909	3,909
Mine assets	8	197,894	197,894
		292,049	330,600
Current assets			
Cash and cash equivalents		6,494	4,491
Held to maturity financial assets	7	-	-
Other receivables	10(a)	68,537	66,330
		75,031	70,821
Total assets		367,080	401,421

Details of contingent liabilities and assets are shown in note 14. All amounts are expressed in Papua New Guinea kina. Rounding to the nearest thousand kina has been adopted. The notes on pages 19 to 28 form part of these accounts and are to be read in conjunction with them.

Notes to accounts – continued

These notes form part of the 2011 accounts of Bougainville Copper Limited and should be read in conjunction with them.

Investments:

(i) Available for sale financial assets

Investments in marketable equity securities (shares in other corporations) are classified as "available for sale financial assets". Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, are classified as available for sale; these are included in non-current assets unless management has the express intention of holding the investments for less than 12 months from the balance sheet date or unless they will need to be sold to raise operating capital, in which case they are included in current assets. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

All purchases and sales of investments are recognised on the trade date, which is the date that the company commits to purchase or sell the asset. Cost of purchase includes transaction costs. Available for sale investments are subsequently carried at fair value. Changes in the fair value of available for sale investments are recognised as a separate component of equity until the investment is sold, or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is included in determining profit. For investments that are actively traded in organised financial markets, fair value is determined by reference to the Australian Securities Exchange quoted market bid prices at the close of business on the balance sheet date.

(ii) Held to maturity financial assets

Held to maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the company's management has the positive intention and ability to hold to maturity. These are measured at cost with accrued interest included in other receivables.

Cash and cash equivalents:

Cash and cash equivalents comprises cash on hand, deposits held at call with banks, and bank deposits and treasury bills with original maturities of three months or less.

Revenue recognition:

Interest income is recognised on a time-proportion basis using the effective interest method.

Dividend income is recognised when the right to receive payment is established.

1.(c) Critical accounting estimates and assumptions

(i) Carrying value of mine assets

Mine production was suspended on 15 May 1989 because of attacks on employees. Following repeated instances of damage to mine facilities and the power line and further attacks on employees, it became necessary to evacuate all remaining company personnel from Bougainville early in 1990. There continues to be uncertainty surrounding the future of the Panguna mine. Since the withdrawal of company personnel from Bougainville was completed on 24 March 1990, there has been no care and maintenance of the company's assets. Considerable deterioration of the assets has occurred in the intervening period, because of this lack of care and maintenance, their exposure to the elements, vandalism, pilferage and militant action. However, as access to the mine site has not been possible, the extent of the necessary write-downs is not capable of reliable measurement or estimation.

With the passage of time, it became clear that a major write-down of assets from their pre-closure levels would be required. To allow for this future write-down, the directors made an impairment loss in 1991 for deterioration, damage and pilferage of K350 million, with this sum being classified as an extraordinary item.

The exact quantum of this provision should not be viewed as a precise calculation reflecting an accurate estimate of the present value of losses or likely costs of repair. Rather, the reduction in carrying value should be seen as a broad estimate of the total service potential likely to have been lost to the operation in respect of the whole inventory of assets carried in the books.

While directors have made this provision in good faith based on the limited information available to them, it must be recognised that the actual extent of the necessary write-downs can only be established when access to the mine site by appropriate company representatives is again possible. Accordingly, the 1991

Independent auditor's report to the shareholders of Bougainville Copper Limited

Report on the financial statements

We have audited the accompanying financial statements of Bougainville Copper Limited (the company), which comprise the balance sheet as at 31 December 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, and other explanatory notes.

Directors' responsibility for the financial statements

The directors of the company are responsible for the preparation and fair presentation of the financial statements in accordance with Generally Accepted Accounting Practice in Papua New Guinea and the Companies Act 1997 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. These auditing standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement. Because of the matters described in the basis for disclaimer of opinion paragraph, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for disclaimer of opinion

The financial statements of the company for the year ended 31 December 2011 have been prepared with the inclusion of the company's mine assets at their 31 December 1991 book value of K198 million. This book value is net of a separate general impairment loss provision of K350 million having been made in 1991 for the value of the indeterminate level of deterioration, damage and pilferage of assets which has occurred in the period since the withdrawal of company personnel from Bougainville in 1990. As explained in notes 1(b) and 1(c) to the financial statements, there continues to be considerable uncertainty surrounding the future of the Panguna mine, and the extent of deterioration, damage and pilferage of the company's assets on Bougainville. While the directors have made the impairment provision in good faith based on the limited information available to them, the actual extent of the necessary write-downs can only be established when access to the mine site by

appropriate company representatives is again possible or when a reliable market price for the Panguna mine assets can be determined.

In our opinion, providing for the probable impairment loss from deterioration, damage or pilferage is the appropriate accounting treatment for the actual impairment which will have occurred in the period to 31 December 2011. However as the actual extent of such impairment cannot presently be established, the recoverable amount of the company's assets on Bougainville is not capable of reliable measurement or estimation. Accordingly the impairment provision may eventually prove to be above or below the sum which is necessary to reflect this impairment. In the absence of all the necessary information and explanations we require, and for the reasons set out above, we are unable to form an opinion as to whether or not the impairment provision against the carrying amount of mine assets of K350 million is adequate or not and therefore whether the carrying value of the mine assets is properly stated.

The directors have established a provision of K22.1 million for compensation, rehabilitation and stabilisation for which the company may be liable. For the same reasons as set out above in relation to mine assets, the company's actual liability for these costs is subject to significant uncertainty, and we are unable to form an opinion as to whether the provision is fairly stated.

The values attributed to the mine assets and the liability for compensation, rehabilitation and stabilisation, are significant to the financial statements and are of fundamental importance to the presentation of the financial statements. In view of the significance of these matters we are unable to form an opinion as to whether or not the financial statements give a true and fair view of the financial position of the company as at 31 December 2011 and of its performance for the year ended on that date.

Disclaimer of opinion

In our opinion, because of the significance of the matters described in the basis for disclaimer of opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements. Accordingly, we do not express an opinion on the financial statements.

Report on other legal and regulatory requirements

The Papua New Guinea Companies Act 1997 requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

BOUGAINVILLE COPPER LIMITED ANNUAL REPORT

Statistical Summary																		
FINANCIAL	2011	2010	2009	2008	2007	2006	2004	2003	2002	2001	2000	1999	1998	1997	1996	1995	1994	1993
Earnings (K million)																		
Net sales revenue and other income*****	8.2	12.1	16.7	9.0	8.3	7.9	7.4	16.1	11.7	13.0	19.6	18.3	12.4	6.1	10.7	5.5	2.2	1.7
Operating and other expenses****	10.5	8.9	8.0	9.2	4.9	4.4	5.0	4.7	4.1	4.6	3.8	4.8					3.6	4.1
Depreciation****	-	-	-	-	-	-	-	-	-	-	-	-	-	-		-	-	-
Earnings/(loss) before taxation and exchange gains		3.2		(0.2)		3.5	2.4	11.4	7.6	8.4	15.8	13.5			5.7	0.6	(1.4)	(2.4)
Exchange gains/(losses)	(1.4)	(0.4)		(4.6)		0.2	(0.4)		0.3	-		0.4				6.6	9.2	(0.3)
Earnings/(loss) before taxation	(3.7)	2.8		(4.8)		3.7	2.0	14.5	7.9	8.4	15.8	13.9				7.2	7.8	(2.7)
Income tax		-	-	-	-	-	-	-	-	-	-		-			-	-	-
Additional profits tax	(2.7)	- 2.0	0.7	- (4.0)	- 2.6	2.7	- 2.0	- 1/E	7.0	- 0.4	- 1E 0	- 12.0	77	- 1 /		7.0	7.0	- (2.7
Net earnings/(loss) Dividends paid	(3.7)	2.8	8.7	(4.8)	3.6	3.7	2.0	14.5	7.9 8.0	8.4	15.8	13.9	7.7	1.4		7.2	7.8	(2.7
Earnings/(losses) retained	(3.7)	2.8	8.7	(4.8)		3.7	2.0	14.5	(0.1)	8.4	15.8	13.9				7.2	7.8	(2.7)
	(0.1)	2.0	0.1	()	0.0	0.1	۷.0	17.0	(0.1)		10.0	10.0	1.1	т.т	J.1	1.6	1.0	(4.1
Balance Sheet (K million) Property plant & equipment	107 0	1070	107 0	197.9	197.9	107.0	107 0	1070	1070	197.9	107.0	1070	108 6	200.1	200.6	200.7	200.7	200 g
Property, plant & equipment Investments and loans	197.9 90.2	197.9 128.8	197.9 145.7	98.8	204.7	197.9 176.6	197.9 128.2	197.9 121.2	197.9 18.9	3.1	197.9	197.9	198.6	200.1	200.6	200.7	200.7	200.8
Current and other non-current assets	79.0	74.7	58.1	31.1	36.1	38.7	31.7	31.4	119.4	135.4	131.0	114.4	100.7	87.7	85.4	76.0	65.6	56.2
Total assets	367.1	401.4	401.7	327.8	438.7	413.2	357.8	350.5	336.2	336.4	328.9						266.3	257.0
Shareholders' funds	322.5	364.7	365.5	293.3	404.0	378.2	323.3	316.1	301.6	301.8	293.3						241.6	233.8
Exchange fluctuation	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Long term liabilities	33.4	33.4	33.4	33.4	33.6	33.7	33.4	33.4	33.4	33.4	33.4	33.5	35.3	6.8	6.8	6.8	6.8	6.8
Current liabilities	11.2	3.3	2.8	1.1	1.1	1.3	1.1	1.0	1.2	1.2	2.2	1.3			24.7	21.1	17.9	16.4
Funds employed	367.1	401.4		327.8	438.7	413.2	357.8	350.5	336.2	336.4	328.9						266.3	257.0
PRODUCTION / SALES																		
Mined																		
Ore and waste removed (millions of tonnes)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ore milled (millions of tonnes)		-	-	-	-	-	-	-	-	-	-	_	_	_	_	-	-	-
Ore grade																		
Copper (per cent)		-	-	-	-	-	-	-	-	-	-	_	-		-	-	-	
Gold (grams/tonne)		-	-	-	-	-	-	-	-	-	-					-		
Produced																		
Concentrate (thousands of dry tonnes)		_									_	_	_					
Contained copper (thousands of dry tonnes)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Concentrate grade																		
Copper (per cent)	•	-	-	-	-	-	-	-	-	-	-		-		-	-	-	-
Gold (grams/tonne)		-	-	-	-	-	-	-	-	-	-		-		-	-		
Silver (grams/tonne)	•	-	-	-	-	-	-	-	-	-	-		-		-	-	-	
Shipped																		
Total concentrate (thousands of dry tonnes)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Destination:																		
Japan (per cent)																		
Other Asian (per cent)	-		-		-	-			-									-
Europe (per cent)			-		-	-		-	-						-	-	-	-
All Other (per cent)																		•
Values																		
Gross concentrate sales value (before treatment																		
and refining charges, freight, etc.) (K million)																		
Contribution by: Copper (per cent)					_	_		_			_	_			_			_
Gold (per cent)																		
OTHER US\$/Kina exchange rate	.4309	.3881	.3821	27/17	0.3636	U 22/1/	0.33	0.30	0.25	0.26	0.36	0.39	0.48	0.69	0.76	0.79	1.01	1.0
Average metal prices	.4305	.3001	.30∠ ı	.3141	U.3030	U.3344	0.00	บ.งบ	U.ZJ	U.ZU	0.30	บ.งจ	U.4u	บ.บอ	U.10	U.1 5	1.01	1.0
Average metal prices LME copper (USc/lb)	342.6	339.7	231.9	319.5	323.66	305.50	130.01	79.95	70.65	66.2	82.1	71.4	75.2	105.6	104.0	133.1	105.0	87.0
Livie copper (USC/ID) London gold market (US\$/oz)	1 575	1 222	970						310.14	276.5	280.0						384.0	360.0
	(1.139)	0.772		(1.632)		0.967	0.60	4.6	2.6	2.8	5.4	5.0					3.2	300.0
	(0.916)	0.702		(1.19)		0.912	0.50	3.61	1.96	2.10	3.93	3.5					1.9	
Dividends per fully paid share***(par value K1)(toea)		-	-	- (,	-	-	-	2	-	-	-		-	-	- 1.7	-	-	_
Number of shares issued at end of year (millions)		401	401	401	401	401	401	401	401	401	401	401	401	401	401	401	401	401
																	18 765 1	
Debt/equity ratio	-																	_
Workforce at end of year																		
Overseas	-	-	-	-	-	-	_	-	-	_	-	_	-	-	-	_	-	-
National		_		_	_	_		_	_	-	-	_	-	_	-	-	-	-

Notes: Bonus dividends of 4.0 and 6.7 toea per fully paid share were made in 1979 and 1980 respectively and have been included in dividend figures for those years. *Full year figures: but commercial production commenced 1 April, 1972. **1972 figure is for Bougainville Mining Limited.

Statement of comprehensive income

Bougainville Copper Limited year ended 31 Decemb	per 2011	2011	2010
	Notes	K′000	K'000
Income			
Interest		2,353	696
Realised gain on disposal of investments		-	5,451
Exchange gains	5	-	5,477
Dividends		5,880	5,972
		8,233	17,596
Costs and expenses			
General and administration expenses	2	(10,518)	(8,883)
Exchange losses	5	(1,388)	(5,898)
		(11,906)	(14,781)
Profit (loss) before tax		(3,673)	2,815
Income tax	4	-	· -
Profit (loss) after tax		(3,673)	2,815
Other comprehensive income			
Increase (decrease) in fair value of available-for-sale	(38,551)	(3,619)	
Total comprehensive income (loss) for th	(42,224)	(804)	
Basic and diluted earnings per share (toea)		(0.92)	0.70

Statement of changes in equity

	Share capital	Asset revaluation reserve	Fair value reserve	Accumulated losses	Total
	K′000	K'000	K'000	K′000	K′000
Brought forward at 01.01.10 Profit (loss) for the year Other comprehensive income	401,063 -	31,276 -	44,437 -	(111,249) 2,815	365,527 2,815
(loss) for the year	-	-	(3,619)	-	(3,619)
Balance at 31.12.10 Profit (loss) for the year Other comprehensive income	401,063	31,276 -	40,818 -	(108,434) (3,673)	364,723 (3,673)
(loss) for the year	-	-	(38,551)	-	(38,551)
Balance at 31.12.11	401,063	31,276	2,267	(112,107)	322,499

All amounts are expressed in Papua New Guinea Kina. Rounding to the nearest thousand Kina has been adopted. The Notes on pages 19 to 28 form part of these accounts and are to be read in conjunction with them.

Independent auditor's report to the shareholders of Bougainville Copper Limited

Report on the financial statements

We have audited the accompanying financial statements of Bougainville Copper Limited (the company), which comprise the balance sheet as at 31 December 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, and other explanatory notes.

Directors' responsibility for the financial statements

The directors of the company are responsible for the preparation and fair presentation of the financial statements in accordance with Generally Accepted Accounting Practice in Papua New Guinea and the Companies Act 1997 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. These auditing standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement. Because of the matters described in the basis for disclaimer of opinion paragraph, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for disclaimer of opinion

The financial statements of the company for the year ended 31 December 2011 have been prepared with the inclusion of the company's mine assets at their 31 December 1991 book value of K198 million. This book value is net of a separate general impairment loss provision of K350 million having been made in 1991 for the value of the indeterminate level of deterioration, damage and pilferage of assets which has occurred in the period since the withdrawal of company personnel from Bougainville in 1990. As explained in notes 1(b) and 1(c) to the financial statements, there continues to be considerable uncertainty surrounding the future of the Panguna mine, and the extent of deterioration, damage and pilferage of the company's assets on Bougainville. While the directors have made the impairment provision in good faith based on the limited information available to them, the actual extent of the necessary write-downs can only be established when access to the mine site by

appropriate company representatives is again possible or when a reliable market price for the Panguna mine assets can be determined.

In our opinion, providing for the probable impairment loss from deterioration, damage or pilferage is the appropriate accounting treatment for the actual impairment which will have occurred in the period to 31 December 2011. However as the actual extent of such impairment cannot presently be established, the recoverable amount of the company's assets on Bougainville is not capable of reliable measurement or estimation. Accordingly the impairment provision may eventually prove to be above or below the sum which is necessary to reflect this impairment. In the absence of all the necessary information and explanations we require, and for the reasons set out above, we are unable to form an opinion as to whether or not the impairment provision against the carrying amount of mine assets of K350 million is adequate or not and therefore whether the carrying value of the mine assets is properly stated.

The directors have established a provision of K22.1 million for compensation, rehabilitation and stabilisation for which the company may be liable. For the same reasons as set out above in relation to mine assets, the company's actual liability for these costs is subject to significant uncertainty, and we are unable to form an opinion as to whether the provision is fairly stated.

The values attributed to the mine assets and the liability for compensation, rehabilitation and stabilisation, are significant to the financial statements and are of fundamental importance to the presentation of the financial statements. In view of the significance of these matters we are unable to form an opinion as to whether or not the financial statements give a true and fair view of the financial position of the company as at 31 December 2011 and of its performance for the year ended on that date.

Disclaimer of opinion

In our opinion, because of the significance of the matters described in the basis for disclaimer of opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements. Accordingly, we do not express an opinion on the financial statements.

Report on other legal and regulatory requirements

The Papua New Guinea Companies Act 1997 requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

Statement of cash flows

Bougainville Copper Limited year ended 31 December 2011	2011	2010
Notes	K′000	K'000
Cash flows from operating activities		
Payments to suppliers	(2,610)	(14,203)
Monies paid to the Supreme Court	-	(48,843)
Interest received	121	733
Dividends received	5,880	5,972
Net operating cash flows	3,391	(56,341)
Cash flows from investing activities		
Proceeds from available for sale financial assets	-	18,706
Increment in held to maturity investments	-	(637)
Proceeds/(Purchases) of held to maturity investments	-	42,226
Net investing cash flows	-	60,295
Net increase/(decrease) in cash and cash equivalents		
Net cash flow	3,391	3,954
Cash and cash equivalents at beginning of year	4,491	438
Effect of exchange rate changes on cash and cash equivalents	(1,388)	99
Cash and cash equivalents at end of year	6,494	4,491

All amounts are expressed in Papua New Guinea Kina. Rounding to the nearest thousand Kina has been adopted. The Notes on pages 19 to 28 form part of these accounts and are to be read in conjunction with them.

For, and on behalf of, the board.

Peter R Taylor

Chairman & managing director

John E Leahy

Director

28 February 2012

Independent auditor's report to the shareholders of Bougainville Copper Limited

Report on the financial statements

We have audited the accompanying financial statements of Bougainville Copper Limited (the company), which comprise the balance sheet as at 31 December 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, and other explanatory notes.

Directors' responsibility for the financial statements

The directors of the company are responsible for the preparation and fair presentation of the financial statements in accordance with Generally Accepted Accounting Practice in Papua New Guinea and the Companies Act 1997 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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The values attributed to the mine assets and the liability for compensation, rehabilitation and stabilisation, are significant to the financial statements and are of fundamental importance to the presentation of the financial statements. In view of the significance of these matters we are unable to form an opinion as to whether or not the financial statements give a true and fair view of the financial position of the company as at 31 December 2011 and of its performance for the year ended on that date.

Disclaimer of opinion

In our opinion, because of the significance of the matters described in the basis for disclaimer of opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements. Accordingly, we do not express an opinion on the financial statements.

Report on other legal and regulatory requirements

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