

**HAMILL RESOURCES LIMITED**  
**NOW INTERNATIONAL GOLDFIELDS LIMITED**



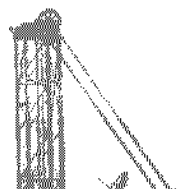
**ANNUAL**

**REPORT**

**2003**

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## CORPORATE DIRECTORY

### **EXECUTIVE CHAIRMAN**

Antony William Paul Sage

### **TECHNICAL DIRECTOR**

Clive Bruce Jones

### **NON-EXECUTIVE DIRECTOR**

Kent Michael Hunter

### **COMPANY SECRETARY**

Kent Michael Hunter

### **PRINCIPAL & REGISTERED OFFICE**

18 Oxford Close  
LEEDERVILLE WA 6007  
Telephone: (08) 9388 0744  
Facsimile: (08) 9382 1411

### **AUDITORS**

Ord Partners  
Level 2, 47 Colin Street  
WEST PERTH WA 6005

### **SHARE REGISTRAR**

Advanced Share Registry Services  
Level 7, Adelaide Terrace  
PERTH WA 6000  
Telephone: (08) 9221 7288  
Facsimile: (08) 9221 7869

### **STOCK EXCHANGE LISTING**

Australian Stock Exchange  
(Home Exchange: Perth, Western Australia)  
Code: IGL, IGLO

### **BANKERS**

National Australia Bank  
50 St George's Terrace  
PERTH WA 6000

## CHAIRMAN'S REVIEW

The year under review has been one of great achievement for International Goldfields Limited as it strives to meet its objective of creating shareholder value through exploration success.

Highlights for the year have included:

- \* Continued exploration success at Mt. Ida where a feasibility study is in progress on the Baldock resource (63,000T @ 32.9g/t Au);
- \* Continued exploration success at Evanston where results have included 22m @ 8.64 g/t, 17m @ 3.56 g/t, 11m @ 4.25 g/t and 4m @ 10.9 g/t gold.;
- \* Successful completion of the Merger by Scheme of Arrangement between Hamill Resources Ltd and International Goldfields Ltd.
- \* Capital raisings at a premium to the market with major international institutions including Gold 2000 Ltd, J.P Morgan Fleming, Rothschild, Rab Capital and Global Gestion.

The continued exploration success at Mount Ida and Evanston has supported the Company's belief in the prospectivity of both regions. Given that the Company controls approximately 500 square kilometres of tenure within the Mount Ida project area and approximately 1,000 square kilometres within the Evanston project there is significant scope for the current success to be expanded upon and extrapolated within the two projects.

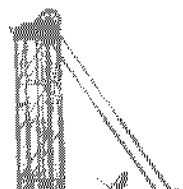
The Company's policy of consolidating regional scale project areas at both Mount Ida and Evanston provides maximum leverage to exploration success and provides a platform to build upon for our previous exceptional results.

The diligent and hardworking technical team are committed to the objective of increasing shareholder wealth through exploration success. The continued achievement of locating significant high grade gold results at the Mount Ida project, including Whinnen, Baldock, Dave South, Tim North and Dave North provide further encouragement for the delineation of a significant gold inventory within the project area. Recent work at Evanston has further highlighted its potential to host a series of resources.

Prudent management, tight financial controls, project divestment and ongoing project generation have ensured that the Company is sufficiently well funded to actively explore the Mount Ida and Evanston projects. I sincerely thank both the staff and Directors of the Company for their contribution during what has been another highly productive year.

The Company looks forward to a fulfilling and exciting forthcoming year and appreciates the support of all of our stakeholders.

**Antony W.P Sage**  
**CHAIRMAN**





## PROJECTS REVIEW

### Significant Assays - Diamond Core Drilling

Hole	Northing	Easting	From	To	Intersection m @ g/t Au
TID009	110,020	10,197	240.91	242.27	<b>1.36m @ 74.80</b>
"			254.14	254.82	<b>0.68m @ 23.70</b>
TID010	109,950	10,130	299.00	300.00	<b>1.00m @ 47.40</b>
TID011	109,900	10,100	317.49	318.60	<b>1.11m @ 77.50</b>
"			318.60	320.00	<b>1.40m @ 3.86</b>
TID012	109,975	10,185	246.80	247.00	<b>0.20m @ 10.30</b>
TID013	110,040	10,208	226.00	229.43	<b>3.43m @ 40.60</b>
"		including	228.62	229.00	<b>0.38m @ 285.20</b>
TID014*	109,825	10,030	339.70	340.86	<b>1.16m @ 59.60</b>

All samples analysed by Fire Assay with an AAS finish.

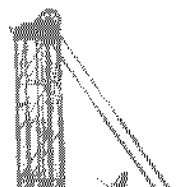
Nb: \*Hole not previously reported

### Significant Assays - RC Drilling

Hole	Northing	Easting	From	To	Intersection m @ g/t Au
TIC0179	110,000	10,240	173	175	<b>2m @ 40.10</b>
TIC0180	110,060	10,240	199	199	<b>2m @ 5.29</b>
TIC0181	110,060	10,185	222	224	<b>2m @ 3.99</b>
TIC0183	110,020	10,215	217	219	<b>2m @ 17.10</b>
TIC0186	109,925	10,135	289	290	<b>1m @ 2.31</b>
"			290	294	<b>4m @ 34.60</b>
"			294	298	<b>4m @ 2.72</b>
TIC0187	109,975	10,165	268	269	<b>1m @ 14.40</b>
"					<b>5m @ 2.67</b>
TIC0188*	109,925	10,175	237	238	<b>1m @ 7.60</b>
TIC0190*	110,000	10,130	323	325	<b>2m @ 7.60</b>
TID013	110,040	10,208	226.00	229.43	<b>2m @ 40.60</b>

All samples analysed by Fire Assay with an AAS finish.

Nb: \*Hole not previously reported



## PROJECTS REVIEW

The Company has advanced the feasibility study on the Baldock resource. Resource modelling and estimates were prepared by independent consulting group Golder Associates in accordance with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves (JORC 1999).

The estimated resource has been substantially upgraded from that previously announced and totals: 60,300 Tonnes @ 32.9 g/t gold ( 63,800 ozs. Au )

The resource is largely classed as a Measured Resource by Golder and refers only to the high grade W2 shoot at Baldock.

The latest Resource was estimated from within a 6.0g/t Au mineralised envelope and a geostatistically derived top cut of 150 g/t Au. A specific gravity of 3.06 t/m<sup>3</sup> was used as determined from numerous bulk density measurements. The model was developed using the Inverse Distance squared method and tonnages reported from blocks at or above 6.0g/t Au.

The resource encompasses only that portion of the W2 lode at Baldock containing the High grade shoot which exists between the Northern Crosscourse fault, in the north, and the 'A' fault, in the south, a zone extending for some 160 metres. A single deep diamond core drillhole drilled some 75 metres to the south of the 'A' fault intersected the continuation of the shoot returning an intercept of 1.16m @ 59.60 g/t Au from hole TID014.

This clearly indicates that the shoot continues at depth to the south and that great potential exists to further expand the existing resources at Baldock in the future.

The high grade shoot at Baldock is a "virgin" discovery by the Company and there are no indications of any historical mining activity in the vicinity of the high grade shoot.

The key structural controls on the mineralisation in the mine field have been identified and include 'corridors' of NNE structures. These structural "corridors" have further significance for regional exploration.

The future for exploration within the mine area is particularly exciting. It is now recognized that there are numerous sub-parallel lode systems in the area. For example drilling of the Dave Lode has defined at least five lodes in an area thought previously to host just the one. Additionally the trace of the lodes remains open along the strike to the north and south. In both directions these areas are marked by numerous historical gold workings which have yet to be tested by drilling.

The Company has recently begun a campaign to generate other targets more regionally away from the Timoni mine area. Integration of previously generated geochemical databases with a regional regolith study has been completed and resulted in several high priority targets that will be the subject of drill testing. Broad areas of interest have been recognized and it is the Company's view that there is great potential for the discovery of, not only Timoni style narrow, high grade gold mineralisation, but also of other styles as well.

**WHINNEN MINING OPERATION**

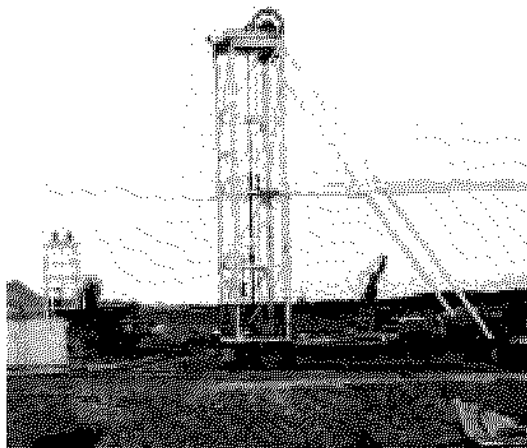
The small but high grade Whinnen resource is being developed by private mining company, Whinnen Gold Pty.Ltd.. The company has a tribute style arrangement with Whinnen Gold whereby Hamill will earn a gross 15% of all gold produced from the mine up to the first 19,000 ounces of gold produced and 20% thereafter. At this stage the first two parcels of ore have been processed through the Sons of Gwalia mill in Leonora resulting in the Company receiving approximately \$100,000 in proceeds.

The Company believes that the previous exploration success vindicates our belief in the potential of the entire project area to host significant gold mineralization.

**EVANSTON PROJECT**

Following the Merger by Scheme of Arrangement concluded on 11th July 2003 the Company acquired the Evanston project.

The Evanston project covers over approximately 900 square kilometres of the Marda-Diemals greenstone belt situated north of Southern Cross in the central Yilgarn Craton of Western Australia. The Directors consider that the Evanston project is a unique opportunity for a junior explorer as covers the vast majority of an underexplored greenstone belt with existing resources.

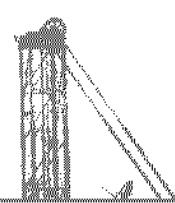


The **King Brown** prospect occurs in the south western portion of the Evanston project close to the Marda group of gold deposits which are controlled by the company. A global resource base of **2.02Mt at 2.6 g/t gold** exists at Marda.

Excellent results were returned from a short programme of Reverse Circulation (RC) drilling conducted at King Brown, including;

- 22m @ 8.64 g/t;**
- 17m @ 3.56 g/t;**
- 11m @ 4.25 g/t; and**
- 4m @ 10.9 g/t gold.**

The King Brown prospect occurs within a major north-south regional trend of mineralisation, the Jackson trend, which can be traced for over 35 kilometres. A number of old gold workings exist along this trend with mineralisation usually associated with quartz veining in shear zones. At King Brown higher grade gold mineralisation is thought to occur at the intersection of the main shear with a secondary shear zone. The recent drilling was aimed at testing the extensions and to infill previous drilling, which included results of **22m @ 8.29 g/t and 17m @ 6.70 g/t gold**. Results were particularly encouraging with 10 of the 13 holes drilled returning economic intersections as seen in Table 1. Drilling is continuing.



## PROJECTS REVIEW

Table 1: RC Drilling Results - King Brown Prospect

HOLE ID	Local N	Local E	Interval (m)	Metres @ g/t Au
<b>KBC002</b>	2,275	4,519	25 - 29	<b>4m @ 10.90</b>
<b>KBC003</b>	2,272	4,532	42 - 59	<b>17m @ 3.56</b>
<b>KBC004</b>	2,275	4,544	77 - 81	4m @ 2.22
			92 - 93	1m @ 3.13
<b>KBC005</b>	2,250	4,525	16 - 67eoh	51m @ 1.20
		including...	44 - 55	<b>11m @ 4.25</b>
		and...	49 - 51	2m @ 17.20
<b>KBC006</b>	2,226	4,511	15 - 19	4m @ 3.53
<b>KBC007</b>	2,225	4,523	27 - 49	<b>22m @ 8.64</b>
		including...	38 - 41	3m @ 31.00
<b>KBC008</b>	2,175	4,510	40 - 41	1m @ 6.68
<b>KBC009</b>	2,225	4,532	50 - 52	2m @ 2.33
<b>KBC011</b>	2,400	4,570	112 - 113	<b>1m @ 28.30</b>
<b>KBC013</b>	2,250	4,595	160 - 161	1m @ 4.28

Nb: All samples analysed by Fire Assay with an AAS finish. eoh: end of hhole.

Mineralisation occurs over a 350 metre strike length within a steeply east dipping shear and essentially begins from surface. Within the shear low grade mineralisation occurs over very large widths (20 to 50+ metres) with higher grade zones plunging gently to the north. Additionally a secondary high grade shoot plunges more steeply to the south (see attached long section). Further drilling is required to test the extensions of the mineralisation and further infill drilling is required over the known mineralisation in order to facilitate an estimation of gold resources.

A short programme of Reverse Circulation (RC) drilling conducted at the **Python and Golden Orb** prospects located within the company's Evanston gold project. Excellent results were returned, including;

**30m @ 2.27 g/t**  
**34m @ 3.07 g/t and**  
**24m @ 1.46 g/t.**

The recent drilling, along with previously announced excellent results at the King Brown prospect, confirms the Company's view that the Evanston project has the potential for a cluster of economic gold resources.

The Company has commenced preliminary metallurgical testwork on both the King Brown and Python resources.

Within the Evanston project a systematic programme of target generation is underway with several other highly promising undrilled targets being generated.

## PROJECTS REVIEW

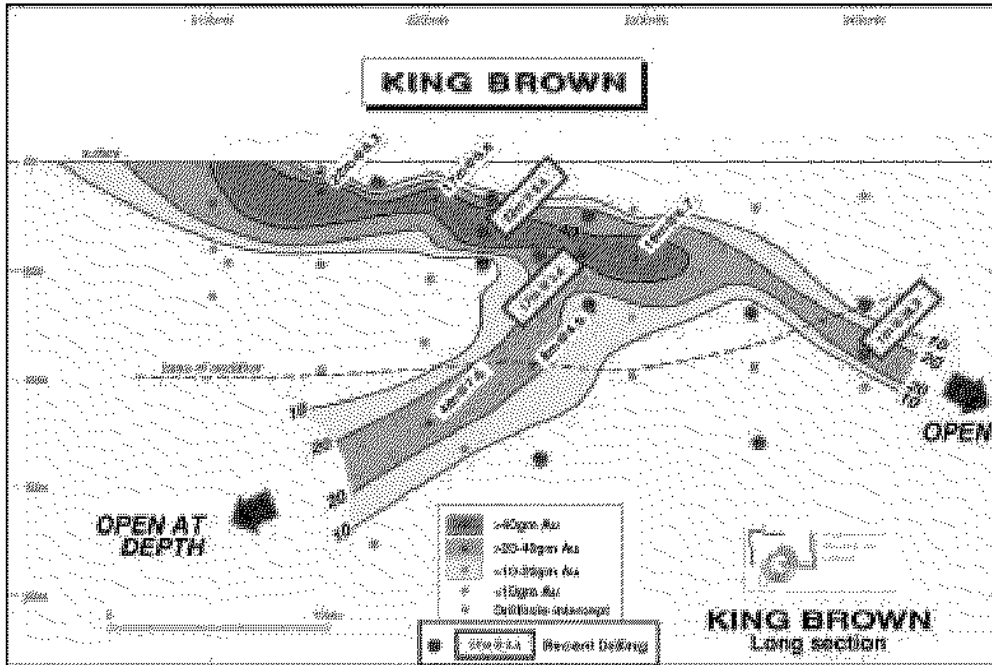


Figure 3

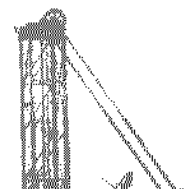
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**Maximising shareholder exposure to exploration success with major companies and proven industry professionals. Risk is managed and exploration expedited through joint venture agreements allowing International Goldfields Limited to focus on its' key projects.**

The Company maintains its business plan of focusing on key project with maximum potential for short to medium term cashflow whilst divesting non-core assets.

This business plan has resulted in the Company retaining 5,000,000 fully paid ordinary shares in ASX listed Jackson Gold Ltd, joint ventures with AngloGold Ltd and Polaris Metals NL among others. It is the Company's policy to retain exposure to exploration success by way of either a free-carried interest or royalty. This policy allows shareholders to be exposed to exploration success whilst the Company focuses on the key assets of Mount Ida and Evanston.

International Goldfields Limited is a Western Australian based exploration and mining company. The Company's Corporate Aim is to increase shareholder wealth through the economic exploitation of high grade margin mineral deposits. The growth of the Company is paramount to the Board with maximum wealth creation being attained through maintaining a tight capital structure and achieving cashflow from mining operations.



### **CORPORATE STRATEGY**

International Goldfields Limited aims to satisfy its corporate objectives by:

- Defining and economically exploiting high grade gold resources at the flagship Mount Ida Project with initial development focus on the Baldock resource;
- Continued exploration at Evanston whereby the King Brown and Marda Central prospects will be the focus coupled with regional exploration;
- Active acquisition and review of new exploration projects that will be farmed out to mitigate exploration and commodity risk;
- Divestment of existing projects that would be best advanced by other parties whilst the Company retains exposure to these assets, such as with the Jackson Gold Ltd. Agreement;
- Minimising corporate overheads to ensure that funds are directed towards drill based exploration; and
- Alignment with key shareholders with broad industry and financial contacts that will assist the Company in its future endeavours.

## DIRECTORS' REPORT

Your directors present their report on the company and its controlled entities for the financial year ended 30 June 2003.

### 1. DIRECTORS

The names of directors in office at any time during or since the end of the year are:

Mr Antony Sage  
Mr Nathan McMahon (resigned 15 August 2003)  
Mr Clive Jones  
Mr Kent Hunter

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

### 2. PRINCIPAL ACTIVITIES

The principal activity of the economic entity during the financial year was mineral exploration.

There were no significant changes in the nature of the economic entity's principal activities during the financial year.

### 3. OPERATING RESULTS

The consolidated loss of the economic entity after providing for income tax amounted to \$285,292.

### 4. DIVIDENDS PAID OR RECOMMENDED

The directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

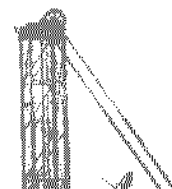
### 5. REVIEW OF OPERATIONS

During the year exploration and development work has been focussed on the Mt. Ida project with specific emphasis on advancing the feasibility study on the Baldock resource. Resource modelling and estimates were prepared by an independent consulting group resulted in an estimated resource of 60,300 Tonnes @ 32.9 g/t gold (63,800 ozs. Au).

The Company controls over 500 square kilometres within the Mt. Ida project and significant exploration success has been achieved within the project area.

Significant exploration progress has been made in the Mt. Ida project following detailed structural studies and regional exploration programmes including RAB drilling and reverse circulation drilling.

The Company has continued its policy of providing cost effective access to exploration projects which provide shareholders with significant exposure to exploration upside. During the past year the Company has entered into several joint venture agreements with companies such as Anglogold Ltd, Mount Isa Mines Ltd and Polaris Metals NL.



## 6. SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There were no significant changes in the state of affairs of the parent entity during the financial period with the exception of the process of implementing the merger as detailed in the "After Balance Date Events" note later in this Directors' Report.

## 7. AFTER BALANCE DATE EVENTS

On 18 February 2003 the directors of the Company and the directors of International Goldfields Limited (now International Goldfields (Romania) Limited) (International Goldfields) agreed to merge the two companies. On 11 July 2003 the merger was implemented by way of scheme of arrangement (Scheme). Under the terms of the Scheme, International Goldfields shareholders received six Hamill shares for every seven International Goldfields shares held.

On 15 July 2003 the Company changed its name to International Goldfields Limited.

On 25 July 2003 the Company issued 5,070,000 new ordinary fully paid shares at 30 cents per share to selected European investors.

Apart from the above, no matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the economic entity, the results of those operations, or the state of affairs of the economic entity in future financial years.

## 8. FUTURE DEVELOPMENTS

The economic entity will continue its mineral exploration activity at and around the main Mount Ida, Evanston and Sacu Projects in addition to its other projects with the object of identifying a commercial resource.

## 9. ENVIRONMENTAL ISSUES

The economic entity is aware of its environmental obligations with regards to its exploration activities and ensures that it complies with all regulations when carrying out any exploration work.

## 10. INFORMATION ON DIRECTORS

**Antony William Paul Sage** Non-Executive Chairman

Qualifications B.Com, FCPA, CA, FTIA

Experience Mr Sage has in excess of 20 years experience in the fields of corporate advisory services, funds management and capital raising. Mr Sage is based in Western Australia and has been involved in the management and financing of listed mining companies for the last 11 years.

Interest in Shares and Options	Fully Paid Ordinary Shares	7,483,246
	20 Cent, 31 December 2003 Options	1,103,400
	35 Cent, 30 June 2005 Options	750,000
	40Cent, 31 August 2005 Options	700,000

## DIRECTORS' REPORT

**Clive Bruce Jones** Technical Director

Qualifications B.App.Sc(Geol), M.AusIMM.

Experience Mr Jones has been involved in mineral exploration for 21 years since graduating from Curtin University of Western Australia in 1982. He has worked in the exploration for a wide range of commodities including gold, base metals, mineral sands and industrial minerals. He joined Mt Burgess Gold Mining NL in 1993 and was appointed to that Board in January 1995. At Mt Burgess, he oversaw exploration over all of that company's projects which included the discovery of the high grade Red October gold deposit situated in the Eastern Goldfields region of Western Australia.

Interest in Shares and Options	Fully Paid Ordinary Shares	2,345,714
	20 Cent, 31 December 2003 Options	1,097,500
	35 Cent, 30 June 2005 Options	1,125,000
	40 Cent, 31 August 2005 Options	1,000,000

**Kent Michael Hunter** Non-Executive Director

Qualifications B.Bus, CA

Experience Mr Hunter is a chartered accountant with 13 years' experience including the last 8 years as Director and Company Secretary to resource companies listed on the ASX. Kent has experience in capital raising, ASX compliance and regulatory requirements and is currently Company Secretary of four listed resource companies.

Interest in Shares	Fully Paid Ordinary Shares	1,399,915
	20 Cent, 31 December 2003 Options	nil
	35 Cent, 30 June 2005 Options	500,000
	40 Cent, 31 August 2005 Options	400,000

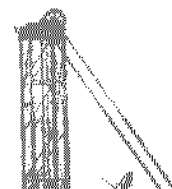


### 11. DIRECTORS' AND EXECUTIVE OFFICERS' EMOLUMENTS

Directors' remuneration and other terms of employment are reviewed annually by the non-executive directors having regard to performance against goals set at the start of the year, relative comparative information and independent expert advice.

Details of the nature and amount of emoluments of each director are as follows:

	Base Salary	Superannuation	Directors	Other Fees	Directors' Options	Total
		\$	\$	\$	\$	
A Sage	-	-	-	36,000(i)	22,995	58,995
N McMahon	-	-	-	125,000(ii)	32,850	157,850
C Jones	80,790	7,208	-	-	32,850	120,848
K Hunter	-	-	-	40,000(iii)	13,140	53,140



## DIRECTORS' REPORT

- (i) An aggregate amount of \$36,000 was paid, or was due and payable to Okewood Pty Ltd, a company controlled by Mr Tony Sage for the provision of financial and management consulting services to the economic entity.
- (ii) An aggregate amount of \$125,000 was paid, or was due and payable to Kingsreef Pty Ltd, a company controlled by Mr Nathan McMahan, for the provision of corporate and tenement management services to the economic entity.
- (iii) An aggregate amount of \$40,000 was paid, or was due and payable to Mining Corporate Advisory Services Pty Ltd, a company controlled by Mr Kent Hunter for the provision of company secretarial services to the economic entity.

Except as detailed in Note 4 to the financial report, no director has received or become entitled to receive, during or since the financial period, a benefit because of a contract made by the economic entity or a related body corporate with a director, a firm of which a director is a member or an entity in which a director has a substantial financial interest. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors and shown in Note 4 to the financial report, prepared in accordance with the Corporations regulations, or the fixed salary of a full time employee of the economic entity.

### 12. MEETINGS OF DIRECTORS

The number of directors' meetings (including committees) held during the financial period each director held office during the financial period and the number of meetings attended by each director are:

Director	Directors Meetings	
	Number Eligible to Attend	Meetings Attended
A W P Sage	12	12
N B McMahan	12	12
C B Jones	12	12
K M Hunter	12	12

The economic entity does not have a formally constituted audit committee as the board considers that the economic entity's size and type of operation do not warrant such a committee.

### 13. INDEMNIFYING OFFICERS OR AUDITOR

During or since the end of the financial year the economic entity has given an indemnity or entered into an agreement to indemnify, or paid or agreed to pay insurance premiums as follows:

- except as may be prohibited by the Corporations Act 2001 every Officer, auditor or agent of the company shall be indemnified out of the property of the company against any liability incurred by him in his capacity as Officer, auditor or agent of the company or any related corporation in respect of any act or omission whatsoever and howsoever occurring or in defending any proceedings, whether civil or criminal;

- since the beginning of the financial year the company has paid insurance premiums of \$16,470 in respect of directors and officers liability and corporate reimbursement, for directors and officers in the company. The insurance premiums relate to:
  - any loss for which the directors and officers may not be legally indemnified by the company arising out of any claim, by reason of any wrongful act committed by them in their capacity as a director or officer of the company or any related corporation, first made against them jointly or severally during the period of insurance; and
  - indemnifying the company against any payment which it has made and was legally permitted to make arising out of any claim, by reason of any wrongful act, committed by any director or officer in their capacity as a director or officer of the company or any related corporation, first made against the director or officer during the period of insurance.

The insurance policy outlined above does not allocate the premium paid to each individual officer of the company.

#### 14. OPTIONS

Options that were granted over unissued shares or interest during or since the financial year by the company or controlled entity to directors or any of the five most highly remunerated officers as part of their remuneration are as follows:

Options granted pursuant to shareholder approval include:

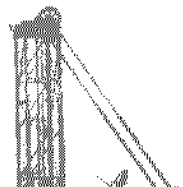
- 1,000,000 options granted to Mr N McMahon at an exercise price of \$0.40
- 1,000,000 options granted to Mr C Jones at an exercise price of \$0.40
- 700,000 options granted to Mr A Sage at an exercise price of \$0.40
- 400,000 options granted to Mr K Hunter at an exercise price of \$0.40

The options granted are exercisable on or before 31 August 2005.

At the date of this report, the unissued ordinary shares of International Goldfields Limited under option are as follows:

Grant Date	Date of Expiry	Exercise Price	Number Under Option
15 December 2000	30 June 2005	35 cents	4,500,001
18 December 2000	30 June 2005	35 cents	2,000,000
13 August 2001	31 December 2003	20 cents	17,450,005
18 October 2002	31 August 2005	40 cents	3,100,000

**K M Hunter**  
**Non-Executive Director**      **Perth, 30 September 2003**



## STATEMENT OF FINANCIAL PERFORMANCE

FOR THE YEAR ENDED 30 JUNE 2003

	NOTE	Economic Entity		Parent Entity	
		2003	2002	2003	2002
		\$	\$	\$	\$
Revenues from ordinary activities	2	268,531	1,096,491	268,531	1,096,491
Employee benefits expense		(32,360)	(40,285)	(32,360)	(40,285)
Depreciation and amortisation expense		(29,413)	(26,531)	(29,413)	(26,531)
Borrowing costs expense		(800)	(3,233)	(800)	(3,233)
Exploration written off		-	(7,757)	-	(7,757)
Write down of investments to recoverable amount		(128,125)	(49,859)	(128,125)	(49,859)
Administration expenses		(221,451)	(301,038)	(221,251)	(300,133)
Other expenses from ordinary activities		(141,674)	(500)	(141,674)	(500)
<b>Profit / (Loss) from ordinary activities before income tax expense/benefit</b>	3	<b>(285,292)</b>	<b>667,288</b>	<b>(285,092)</b>	<b>668,193</b>
Income tax expense/benefit relating to ordinary activities	6	-	-	-	-
<b>Net Profit / (Loss) attributable to members of the parent entity</b>		<b>(285,292)</b>	<b>667,288</b>	<b>(285,092)</b>	<b>668,193</b>
Basic earnings (loss) per share (cents per share)	19	(0.71)	1.90		
Diluted earnings (loss) per share (cents per share)	19	(0.43)	1.17		

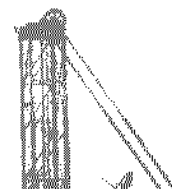
The accompanying notes form part of these financial statements.

# STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2003

	NOTE	Economic Entity		Parent Entity	
		2003 \$	2002 \$	2003 \$	2002 \$
<b>CURRENT ASSETS</b>					
Cash assets	7	335,856	2,826,016	335,855	2,826,015
Receivables	8	223,111	129,290	223,111	129,290
Other assets	11	3,300	2,200	3,300	2,200
<b>TOTAL CURRENT ASSETS</b>		<b>562,267</b>	<b>2,957,506</b>	<b>562,266</b>	<b>2,957,505</b>
<b>NON CURRENT ASSETS</b>					
Receivables	8	-	-	13,316	11,898
Other financial assets	9	849,625	973,750	849,626	973,751
Property, plant & equipment	10	85,948	53,565	85,948	53,565
Other assets	11	5,175,115	3,204,669	5,162,904	3,193,676
<b>TOTAL NON CURRENT ASSETS</b>		<b>6,110,688</b>	<b>4,231,984</b>	<b>6,111,794</b>	<b>4,232,890</b>
<b>TOTAL ASSETS</b>		<b>6,672,955</b>	<b>7,189,490</b>	<b>6,674,060</b>	<b>7,190,395</b>
<b>CURRENT LIABILITIES</b>					
Payables	13	194,881	408,945	194,881	408,945
Interest bearing liabilities	14	-	22,490	-	22,490
Provisions	15	9,091	3,778	9,091	3,778
<b>TOTAL CURRENT LIABILITIES</b>		<b>203,972</b>	<b>435,213</b>	<b>203,972</b>	<b>435,213</b>
<b>TOTAL LIABILITIES</b>		<b>203,972</b>	<b>435,213</b>	<b>203,972</b>	<b>435,213</b>
<b>NET ASSETS</b>		<b>6,468,983</b>	<b>6,754,277</b>	<b>6,470,088</b>	<b>6,755,182</b>
<b>EQUITY</b>					
Contributed equity	16	6,268,593	6,268,593	6,268,593	6,268,593
Retained profits / (Accumulated Losses)	17	200,390	485,684	201,495	486,589
<b>TOTAL EQUITY</b>		<b>6,468,983</b>	<b>6,754,277</b>	<b>6,470,088</b>	<b>6,755,182</b>

The accompanying notes form part of these financial statements.



## STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2003

	NOTE	Economic Entity		Parent Entity	
		2003	2002	2003	2002
		\$	\$	\$	\$
<b>Cash Flows from Operating Activities</b>					
- Payments to suppliers and employees		(429,335)	(407,130)	(429,333)	(407,130)
- Interest received		80,214	96,230	80,214	96,230
- Payments for exploration and evaluation		(2,067,610)	(1,654,066)	(2,067,612)	(1,654,066)
- Interest paid		(800)	(3,233)	(800)	(3,233)
- Receipts from customers		-	3,753	-	3,753
- Other Revenue		144,163	-	144,163	-
Net cash (used in) operating activities	20	(2,273,368)	(1,964,446)	(2,273,368)	(1,964,446)
<b>Cash Flows From Investing Activities</b>					
- Purchase of property, plant and equipment		(65,527)	(35,128)	(65,527)	(35,128)
- Purchase of exploration assets		(224,622)	(177,794)	(224,622)	(177,794)
- Purchase of equity investments		(27,625)	(23,609)	(27,625)	(23,610)
- Proceeds from sale of equity investments		74,775	-	74,775	-
- Loans to related entities payments made		(10,360)	-	(10,360)	-
- Loans to other entities proceeds from repayments		59,057	-	59,057	-
Net cash (used in) investing activities		(194,302)	(236,531)	(194,302)	(236,532)
<b>Cash Flows from Financing Activities</b>					
Proceeds from issue of securities		-	1,901,308	-	1,901,308
Repayment of borrowing		(22,490)	(9,566)	(22,490)	(9,566)
Repayment of application funds		-	(8,000)	-	(8,000)
Net cash provided by (used in) financing activities		(22,490)	1,883,742	(22,490)	1,883,742
Net increase (decrease) in cash held		(2,490,160)	(317,235)	(2,490,160)	(317,236)
Cash at 30 June 2002		2,826,016	3,143,251	2,826,015	3,143,251
Cash at 30 June 2003	7	335,856	2,826,016	335,855	2,826,015

The accompanying notes form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is a general purpose financial report that has been prepared in accordance with Accounting Standards, Urgent Issues Group Consensus Views, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

The financial report covers the economic entity of Hamill Resources Limited (now International Goldfields Limited) and controlled entities and Hamill Resources Limited (now International Goldfields Limited) as an individual parent entity. Hamill Resources Limited (now International Goldfields Limited) is a listed public company, incorporated and domiciled in Australia.

The financial report has been prepared on an accruals basis and is based on historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

The following is a summary of the material accounting policies adopted by the economic entity in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

#### (a) Principles of Consolidation

A controlled entity is any entity controlled by Hamill Resources Limited (now International Goldfields Limited). Control exists where Hamill Resources Limited (now International Goldfields Limited) has the capacity to dominate the decision-making in relation to the financial and operating policies of another entity so that the other entity operates with Hamill Resources Limited (now International Goldfields Limited) to achieve the objectives of Hamill Resources Limited (now International Goldfields Limited). A list of controlled entities is contained in Note 12 of the financial statements.

All inter-company balances and transactions between entities in the economic entity, including any unrealised profits or losses, have been eliminated on consolidation.

Where controlled entities have entered or left the economic entity during the year, their operating results have been included from the date control was obtained or until the date control ceased.

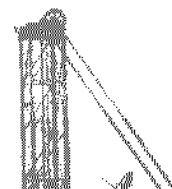
Outside interests in the entity and results of the entities that are controlled are shown as a separate item in the consolidated financial report.

#### (b) Income tax

The economic entity adopts the liability method of tax-effect accounting whereby the income tax expense is based on the loss from ordinary activities adjusted for any permanent differences.

Timing differences which arise due to the different accounting periods in which items of revenue and expense are included in the determination of accounting profit and taxable income are brought to account as either a provision for deferred income tax or as a future income tax benefit at the rate of income tax applicable to the period in which the benefit will be received or the liability will become payable.

Future income tax benefits are not brought to account unless realisation of the asset is assured beyond reasonable doubt. Future income tax benefits in relation to tax losses are not brought to account unless there is virtual certainty of realisation of the benefit.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

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.

### (c) *Exploration, evaluation and development expenditure*

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are carried forward only if they relate to an area of interest for which rights of tenure are current and in respect of which:

- (i) such costs are expected to be recouped through successful development and exploitation or from sale of the area; or
- (ii) exploration and evaluation activities in the area have not, at balance date, reached a stage which permit a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active operations in, or relating to, the area are continuing.

Accumulated costs in respect of areas of interest which are abandoned are written off in full against profit in the year in which the decision to abandon the area is made.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

### (d) *Property Plant and Equipment*

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation.

#### **Plant and Equipment**

Plant and equipment are measured on the cost basis.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets' employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts.

#### **Depreciation**

The depreciable amount of all fixed assets is depreciated on a diminishing value basis over their useful lives to the economic entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

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

Class of Fixed Asset	Depreciation Rate
Plant and equipment	40.0%
Office furniture and equipment	20.0%
Motor Vehicles	22.5%
Leasehold improvements	Term of Lease

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### **(e) Leases**

Leases of fixed assets where substantially all the risks and benefits incidental to the ownership of the asset, but not the legal ownership, are transferred to entities in the economic entity are classified as finance leases. Finance leases are capitalised, recording an asset and a liability equal to the present value of the minimum lease payments, including any guaranteed residual values. Leased assets are depreciated on a diminishing value basis over their estimated useful lives where it is likely that the economic entity will obtain ownership of the asset or over the term of the lease. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

### **(f) Investments**

Shares in listed companies held as current assets are valued by directors at those shares' market value at each balance date. The gains or losses, whether realised or unrealised, are included in profit from ordinary activities before income tax.

Non-current investments are measured on the cost basis. The carrying amount of non-current investments is reviewed annually by directors to ensure it is not in excess of the recoverable amount of these investments. The recoverable amount is assessed from the quoted market value for listed investments or the underlying net assets for other non-listed investments.

The expected net cash flow from investments have not been discounted to their present value in determining the recoverable amounts.

### **(g) Employee Benefits**

Provision is made for the economic entity's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits expected to be settled within one year together with entitlements arising from wages and salaries, annual leave and sick leave which will be settled after one year, have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

Contributions are made by the economic entity to employee superannuation funds and are charged as expenses when incurred.

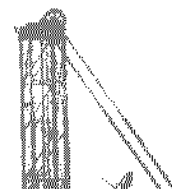
### **(h) Cash**

For the purpose of the Statements of Cash Flows, cash includes cash on hand and other funds held at call net of bank overdrafts.

### **(i) Revenue**

Sales revenue represents revenue earned from the sale of the economic entity's products and from its operating activities.

The gross proceeds of non-current asset sales are included as revenue at the date control of the asset passes to the buyer, usually when an unconditional contract of sale is signed. The gain or loss on disposal is calculated as the difference between the carrying amount of the asset at the time of disposal and the net proceeds on disposal.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

All revenue is stated net of the amount of goods and services tax (GST).

**(j) Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax 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 statement of financial position are shown inclusive of GST.

The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the statement of financial position.

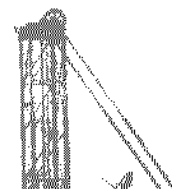
Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the ATO are classified as operating cash flows.

Note: The consideration on disposal of exploration assets consisted of 5,000,000 ordinary shares and 2,500,000 options exercisable at 35 cents each on or before 30 June 2006 issued by the purchaser Jackson Gold Limited. Pursuant to ASX requirements, the shares and options are subject to escrow until 11 June 2004.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>2. REVENUE</b>				
Operating activities				
- gold sales	47,892	-	47,892	-
- interest received	75,995	93,667	75,995	93,667
- option fees	32,170	1,100	32,170	1,100
- other	3,538	1,724	3,538	1,724
	<u>159,595</u>	<u>96,491</u>	<u>159,595</u>	<u>96,491</u>
Non-operating activities				
- proceeds from sale of exploration assets	-	1,000,000	-	1,000,000
- proceeds from sale of non-current investments	108,936	-	108,936	-
	<u>108,936</u>	<u>1,000,000</u>	<u>108,936</u>	<u>1,000,000</u>
Total Revenue	<u>268,531</u>	<u>1,096,491</u>	<u>268,531</u>	<u>1,096,491</u>
Interest revenue from:				
- Other persons	75,995	93,667	75,995	93,667
<b>3. PROFIT FROM ORDINARY ACTIVITIES</b>				
<i>Profit/(Loss) from ordinary activities before income tax has been determined after:</i>				
<b>(a) Expenses</b>				
Borrowing costs				
- other persons	800	3,233	800	3,233
Depreciation of non-current assets				
- plant and equipment	10,222	14,450	10,222	14,450
- office furniture and equipment	1,555	1,736	1,555	1,736
- motor vehicles	15,912	7,239	15,912	7,239
Total depreciation	<u>27,689</u>	<u>23,425</u>	<u>27,689</u>	<u>23,425</u>
Amortisation of non-current assets				
- leasehold improvements	1,724	3,106	1,724	3,106
Write down of Non-Current investment to recoverable amount				
	128,125	49,859	128,125	49,859
Exploration Expenditure				
	-	7,757	-	7,757
Rental expense on operating leases				
- minimum lease payments	21,250	16,200	21,250	16,200



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>3. PROFIT FROM ORDINARY ACTIVITIES</b>				
<b>(b) Revenue and Net Gains</b>				
<b>Net gain on disposal of non-current assets</b>				
- investments	85,311	-	85,311	-
<b>(c) Significant Revenues</b>				
Consideration on disposal of exploration asset	-	1,000,000	-	1,000,000
Carrying amount of exploration asset sold	-	-	-	-
Net gain on disposal of exploration asset	-	1,000,000	-	1,000,000

Note: The consideration on disposal of exploration assets consisted of 5,000,000 ordinary shares and 2,500,000 options exercisable at 35 cents each on or before 30 June 2006 issued by the purchaser Jackson Gold Limited. Pursuant to ASX requirements, the shares and options are subject to escrow until 11 June 2004.

### 4. REMUNERATION AND RETIREMENT BENEFITS

#### (i) Directors' Remuneration

Income paid or payable to all directors of the economic entity by the economic entity and any related party.

	430,833	321,350
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Income paid or payable to all directors of the parent entity by the parent entity and any related party.

	430,833	321,350
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The number of parent entity directors whose income from the parent entity and any related parties was within the following bands:

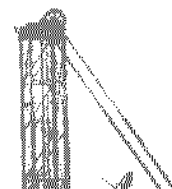
	Number 2003	Number 2002
\$30,000 - \$39,999	-	1
\$40,000 - \$49,999	-	1
\$50,000 - \$59,999	2	-
\$100,000 - \$109,999	-	1
\$110,000 - \$119,999	1	-
\$130,000 - \$139,999	-	1
\$150,000 - \$159,999	1	-

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>Superannuation</b>				
Amounts paid by the economic entity to Superannuation funds on behalf of Directors	7,208	10,000	7,208	10,000

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>4. REMUNERATION AND RETIREMENT BENEFITS (Cont.)</b>				
(ii) Executive Remuneration				
Remuneration received or due and receivable by executive officers of the economic entity, from the economic entity and any related entities for management of the affairs of the economic entity, whose remuneration is \$100,000 or more:				
	-	-	-	-
Remuneration received or due and receivable by executive officers of the parent entity, from the parent entity and any related entities for management of the affairs of the parent entity and its subsidiaries, whose income is \$100,000 or more:				
	-	-	-	-
	Economic Entity	Economic Entity	Parent Entity	Parent Entity
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>5. AUDITORS' REMUNERATION</b>				
Remuneration of the auditor for:				
- Auditing or reviewing the financial report	6,924	7,155	6,924	7,155
- Other services	-	-	-	-
	<u>6,924</u>	<u>7,155</u>	<u>6,924</u>	<u>7,155</u>
<b>6. INCOME TAX</b>				
The prima facie tax on Profit / (Loss) from ordinary activities before income tax is reconciled to the income tax as follows:				
Prima facie tax expense/(benefit) on Profit/(Loss) from ordinary activities before income tax at 30%				
	(85,588)	200,186	(85,528)	200,458
Add (Less)				
Tax effect of:				
- Permanent Differences	-	1,476	-	1,204
- Tax effect of timing differences not brought to account	(521,788)	(549,684)	(521,788)	(549,684)
- Future income tax benefit not brought to account	607,375	348,022	607,316	348,022
Income tax attributable to operating profit / (loss)	-	-	-	-



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 6. INCOME TAX (Cont.)

Potential future income tax benefits attributable to tax losses and exploration expenditure carried forward amounting to approximately \$1,100,000 (at 2003 corporate tax rate of 30%) have not been brought to account at 30 June 2003 because the directors do not believe it is appropriate to regard realisation of the future income tax benefits as virtually certain. These benefits will only be obtained if:

- (a) the economic entity derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
- (b) the economic entity continues to comply with the conditions for deductibility imposed by law; and
- (c) no changes in tax legislation adversely affect the economic entity in realising the benefit from the deductions for the loss and exploration expenditure.

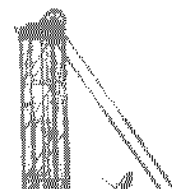
	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>7. CASH ASSETS</b>				
Cash at bank	43,845	154,964	43,844	154,963
Deposits at call	292,011	2,671,052	292,011	2,671,052
	<u>335,856</u>	<u>2,826,016</u>	<u>335,855</u>	<u>2,826,015</u>
<b>8. RECEIVABLES</b>				
<b>Current</b>				
Other debtors	223,111	70,233	223,111	70,233
Amounts receivable from director related entities	-	59,057	-	59,057
	<u>223,111</u>	<u>129,290</u>	<u>223,111</u>	<u>129,290</u>
<b>Non Current</b>				
Amounts receivable from wholly owned subsidiaries	-	-	13,316	11,898
<b>9. OTHER FINANCIAL ASSETS</b>				
<b>Non-Current</b>				
- shares in other listed corporations at market value	849,625	973,750	849,625	973,750
- shares in wholly owned subsidiaries	-	-	1	1
	<u>849,625</u>	<u>973,750</u>	<u>849,626</u>	<u>973,751</u>

Pursuant to ASX requirements, 5,000,000 shares in Jackson Gold Limited held by the Company and included in the above amount are subject to escrow until 11 June 2004. The Company holds 125,000 shares in Jackson Gold Limited not subject to escrow. Shares in other listed corporations as above have been written down to the market value of non-escrowed shares at 30 June 2003.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity			
	2003	2002	2003	2002		
	\$	\$	\$	\$		
<b>10. PROPERTY, PLANT AND EQUIPMENT</b>						
Plant and Equipment						
At cost	130,711	80,608	130,711	80,608		
Accumulated depreciation	(54,039)	(27,043)	(54,039)	(27,043)		
	<u>76,672</u>	<u>53,565</u>	<u>76,672</u>	<u>53,565</u>		
Leasehold improvements						
At cost	16,438	5,438	16,438	5,438		
Accumulated amortisation	(7,162)	(5,438)	(7,162)	(5,438)		
	<u>9,276</u>	<u>-</u>	<u>9,276</u>	<u>-</u>		
<b>Total Property, Plant and Equipment</b>	<u>85,948</u>	<u>53,565</u>	<u>85,948</u>	<u>53,565</u>		
<b>(i) Movements in Carrying Amounts</b>						
Movement in the carrying amounts for each class of property, plant and equipment between the beginning and end of the current financial year						
	Economic Entity 2003			Parent Entity 2003		
	Plant and Equipment	Leasehold Improvements	Total	Plant and Equipment	Leasehold Improvements	Total
	\$	\$	\$	\$	\$	\$
Balance at the beginning of the year	80,608	-	80,608	80,608	-	80,608
Additions	50,103	16,438	66,541	50,103	16,438	66,541
Disposals	-	-	-	-	-	-
Depreciation / Amortisation expense	(54,039)	(7,162)	(61,201)	(54,039)	(7,162)	(61,201)
Carrying amount at the end of the year	<u>76,672</u>	<u>9,276</u>	<u>85,948</u>	<u>76,672</u>	<u>9,276</u>	<u>85,948</u>
	Economic Entity			Parent Entity		
	2003	2002	2003	2002	2003	2002
	\$	\$	\$	\$	\$	\$
<b>11. OTHER ASSETS</b>						
<b>Current</b>						
Prepayments	<u>3,300</u>	<u>2,200</u>	<u>3,300</u>	<u>2,200</u>	<u>3,300</u>	<u>2,200</u>
<b>Non-Current</b>						
Exploration Expenditure						
Costs carried forward in respect of areas of interest in:						
- Exploration and evaluation phases	<u>5,175,115</u>	<u>3,204,669</u>	<u>5,162,904</u>	<u>5,162,904</u>	<u>3,193,676</u>	<u>3,193,676</u>



## NOTES TO THE FINANCIAL STATEMENTS

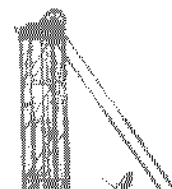
FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>11. OTHER ASSETS (Cont.)</b>				
Costs carried forward in respect of areas of interest in:				
- Exploration and evaluation phases				
Opening balance	3,204,669	1,135,436	3,193,676	1,135,436
Exploration expenditure written off	-	(7,757)	-	(7,757)
Exploration expenditure	1,970,446	2,076,990	1,969,228	2,065,997
- Exploration and evaluation phases	5,175,115	3,204,669	5,162,904	3,193,676
The value of the economic entity's interest in exploration expenditure is dependent upon:				
• the continuance of the economic entity's rights to tenure of the areas of interest;				
• the results of future exploration; and				
• the recoupment of costs through successful development and exploitation of the areas of interest, or alternatively, by their sale.				
The economic entity's exploration properties may be subjected to claim(s) under native title, or contain sacred sites, or sites of significance to Aboriginal people. As a result, exploration properties or areas within the tenements may be subject to exploration restrictions, mining restrictions and/or claims for compensation. At this time, it is not possible to quantify whether such claims exist, or the quantum of such claims.				
<b>12. CONTROLLED ENTITIES</b>				
	Country of Incorporation	Percentage Owned (%)		
(a) Controlled Entities and their Contribution to Consolidated Profit		2003	2002	
Parent Entity				
- Hamill Resources Limited (now International Goldfields Limited)	Aust	-	-	
Subsidiaries of Hamill Resources Limited (now International Goldfields Limited):				
- Dempsey Resources Pty Ltd	Aust	100	100	
	Economic Entity	Parent Entity		
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>13. PAYABLES</b>				
<b>Current Unsecured Liabilities</b>				
Trade creditors	70,054	359,481	70,054	359,481
Sundry creditors and accrued expenses	124,827	49,464	124,827	49,464
	194,881	408,945	194,881	408,945

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003 \$	2002 \$	2003 \$	2002 \$
<b>14. INTEREST BEARING LIABILITIES</b>				
<b>Current</b>				
Hire purchase liability	-	23,231	-	23,231
Less: unexpired terms charges	-	(741)	-	(741)
	-	22,490	-	22,490
<b>15. PROVISIONS</b>				
<b>Current</b>				
Employee entitlements	9,091	3,778	9,091	3,778
<i>Number of employees at year end</i>	5	5	5	5
<b>16. CONTRIBUTED EQUITY</b>				
40,135,002 (2002: 40,135,002)				
Fully paid ordinary shares (a)	6,095,453	6,095,453	6,095,453	6,095,453
17,450,005 (2002: 17,450,005)				
31 December 2003 Options (b)	173,140	173,140	173,140	173,140
	6,268,593	6,268,593	6,268,593	6,268,593
<b>(a) Ordinary Shares</b>				
At the beginning of the reporting period	6,095,453	4,318,645	6,095,453	4,318,645
Shares issued during the year				
- 301,263 on 17 December 2001	-	50,000	-	50,000
- 4,933,737 on 25 June 2002	-	1,726,808	-	1,726,808
Total issued during the year	-	1,776,808	-	1,776,808
Transaction costs relating to share issues	-	-	-	-
At reporting date	6,095,453	6,095,453	6,095,453	6,095,453
<b>(b) Options</b>				
At beginning of reporting period	173,140	-	173,140	-
Options Issued during the year				
- 17,450,005 on 13 August 2001	-	174,500	-	174,500
Transaction costs relating to option issue	-	(1,360)	-	(1,360)
	173,140	173,140	173,140	173,140



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
<b>16. CONTRIBUTED EQUITY (Cont.)</b>				
<b>(i) Ordinary Shares</b>				
At the beginning of the reporting period	40,135,002	34,900,002	40,135,002	34,900,002
Shares issued during the year				
- 17 December 2001	-	301,263	-	301,263
- 25 June 2002	-	4,933,737	-	4,933,737
Total shares issued during the year	-	5,235,000	-	5,235,000
At reporting date	40,135,002	40,135,002	40,135,002	40,135,002
Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held and in proportion to the amount paid up on the shares held.				
At shareholders meetings each ordinary share is entitled to one vote in proportion to the paid up amount of the share when a poll is called, otherwise each shareholder has one vote on a show of hands.				
	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>(ii) Options</b>				
At the beginning of the reporting period	23,950,006	6,500,001	23,950,006	6,500,001
Options issued during the year				
- 18 October 2002	3,100,000	-	3,100,000	-
- 13 August 2001	-	17,450,005	-	17,450,005
Total options issued during the year	3,100,000	17,450,005	3,100,000	17,450,005
At reporting date	27,050,006	23,950,006	27,050,006	23,950,006
At 30 June 2003 there were 27,050,006 unissued ordinary shares for which options were outstanding.				
<b>17. RETAINED PROFITS</b>				
Retained profits at the beginning of the financial year	485,682	(181,602)	486,587	(181,602)
Net profit / (loss) attributable to the members of the parent entity	(285,292)	667,288	(285,092)	668,193
Retained profits at the end of the financial year	200,390	485,682	201,495	486,587

## NOTES TO THE FINANCIAL STATEMENTS

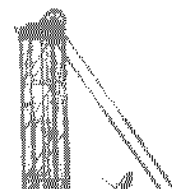
FOR THE YEAR ENDED 30 JUNE 2003

### 18. FINANCIAL INSTRUMENTS

(a) Interest Rate Risk

The economic entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rate for each class of financial assets and financial liabilities comprises:

2003	Floating Interest Rate	Fixed Interest maturing in 1 year or less	Fixed Interest maturing over 1 to 5 years	Non- interest bearing	2003 total
	\$	\$	\$	\$	\$
<b>Financial assets</b>					
Cash	43,845	292,011	-	-	335,856
Receivables	-	-	-	223,111	223,111
Prepayments	-	-	-	3,300	3,300
Investments	-	-	-	849,625	849,625
	<u>43,845</u>	<u>292,011</u>	<u>-</u>	<u>1,076,036</u>	<u>1,411,892</u>
Weighted average Interest rate	4.51%		4.80%		
<b>Financial Liabilities</b>					
Payables	-	-	-	194,881	194,881
Interest bearing Liabilities	-	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>194,881</u>	<u>194,881</u>
Weighted average interest rate		-%			
<b>Net financial assets</b>	<u>43,845</u>	<u>292,011</u>	<u>-</u>	<u>881,155</u>	<u>1,217,011</u>



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 18. FINANCIAL INSTRUMENTS (Cont.)

2003	Floating Interest Rate	Fixed Interest maturing in 1 year or less	Fixed Interest maturing over 1 to 5 years	Non- interest bearing	2003 total
	\$	\$	\$	\$	\$
<b>Financial assets</b>					
Cash	154,964	2,671,052	-	-	2,826,016
Receivables	-	-	-	129,290	129,290
Prepayments	-	-	-	2,200	2,200
Investments	-	-	-	973,750	973,750
	154,964	2,671,052	-	1,105,240	3,931,256
Weighted average Interest rate	4.26%	4.55%			
<b>Financial Liabilities</b>					
Payables	-	-	-	408,945	408,945
Interest bearing Liabilities	-	22,490	-	-	22,490
	-	22,490	-	408,945	431,435
Weighted average interest rate		8.84%			
Net financial assets	154,964	2,648,562	-	696,295	3,499,821

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	2003 Carrying Amount \$	2003 Net fair Value \$	2002 Carrying Amount \$	2002 Net fair Value \$
<b>Financial assets</b>				
Cash and deposits	335,856	335,856	2,826,016	2,826,016
Receivables	223,111	223,111	129,290	129,290
Investments	3,300	3,300	2,200	2,200
	562,267	562,267	2,957,506	2,957,506
<b>Financial liabilities</b>				
Payables	194,881	194,881	408,945	408,945
Interest bearing liabilities	-	-	22,490	22,490
	194,881	194,881	431,435	431,435

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity	
	2003	2002
	\$	\$
<b>18. FINANCIAL INSTRUMENTS (Cont.)</b>		
Reconciliation of net financial assets to net assets		
Net financial assets as above	1,217,011	3,499,821
Non-financial assets and liabilities		
Property, plant and equipment	85,948	53,565
Areas of interest	5,175,115	3,204,669
Provisions	(9,091)	(3,778)
Net assets per balance sheet	<u>6,468,983</u>	<u>6,754,277</u>

**(b) Credit Risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the economic entity. The economic entity has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults.

The economic entity does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The carrying amount of financial assets recorded in the financial statements, net of any provisions for losses, represents the economic entity's maximum exposure to credit risk.

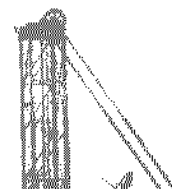
**(c) Net Fair Value of Financial Assets and Liabilities**

The net fair value of the financial assets and financial liabilities approximates their carrying value.

	Economic Entity	
	2003	2002
	\$	\$
<b>19. EARNINGS PER SHARE</b>		
(a) Earnings / (Loss) used in the calculation of basic and dilutive EPS	<u>(285,292)</u>	<u>667,288</u>
	<b>Number</b>	<b>Number</b>
(b) Weighted average number of ordinary shares outstanding during the year used in the calculation of basic earnings per share:	40,135,002	35,128,536
Weighted average number of options outstanding	<u>26,115,759</u>	<u>21,846,444</u>
Weighted average number of ordinary shares outstanding during the year used in the calculation of dilutive earnings per share	<u>66,250,761</u>	<u>56,974,980</u>

**(c) Classification of Securities**

Options outstanding have been classified as potential ordinary shares and are included in determination of dilutive EPS:



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003 \$	2002 \$	2003 \$	2002 \$
<b>20. CASH FLOW INFORMATION</b>				
<b>(i) Reconciliation of Cash Flows from Operating Activities with Profit/ (Loss) from Ordinary Activities after Income Tax</b>				
- Profit / (Loss) from ordinary activities after income tax	(285,292)	667,288	(285,092)	668,193
Non-cash flows in profit/loss from ordinary activities				
- Depreciation	29,413	26,531	29,413	26,531
- Operating revenue satisfied by issue of securities in Jackson Gold Limited	-	(1,000,000)	-	(1,000,000)
- Net gain on disposal of investments	(85,311)	-	(85,311)	-
- Write off of exploration expenditure	-	7,757	-	7,757
- Write downs to recoverable amount - investments	128,125	49,859	128,125	49,859
- Write off stolen assets	3,731	-	3,731	-
Cash flows excluded from profit/loss from ordinary activities				
- Payments for exploration and evaluation	(2,067,610)	(1,654,066)	(2,067,612)	(1,654,066)
- Proceeds from sale of tenements	-	2,500	-	2,500
Changes in assets and liabilities				
- Decrease/(Increase) in operating receivables & prepayments	(109,457)	14,773	(109,657)	13,868
- Increase/(Decrease) in trade and other creditors, accruals and employee entitlements	113,033	(77,728)	113,035	(77,728)
- Costs of capital raising paid	-	(1,360)	-	(1,360)
<b>Net cash inflows (outflows) from Operating Activities</b>	<b>(2,273,368)</b>	<b>(1,964,446)</b>	<b>(2,273,368)</b>	<b>(1,964,446)</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
<b>21. LEASE COMMITMENTS</b>				
<i>Operating Lease Commitments</i>				
Non-cancellable operating leases				
Contracted for, but not capitalised in the accounts:				
- not later than one year	30,000	30,000	30,000	30,000
- later than one year but not longer than five years	90,000	150,000	90,000	150,000
- later than five years	-	-	-	-
	<u>120,000</u>	<u>180,000</u>	<u>120,000</u>	<u>180,000</u>

## 22. COMMITMENTS

In order to maintain current rights of tenure to mining tenements, the economic entity has the following discretionary exploration expenditure requirements up until expiry of leases. These obligations, which are subject to renegotiation upon expiry of the leases, are not provided for in the financial statements and are payable:

Not longer than one year	908,220	490,580	908,220	490,580
Longer than one year, but not longer than five years	1,567,790	1,301,420	1,567,790	1,301,420
Longer than five years	1,567,790	1,301,420	1,567,790	1,301,420
	<u>4,043,800</u>	<u>3,093,420</u>	<u>4,043,800</u>	<u>3,093,420</u>

If the economic entity decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the balance sheet may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties will reduce or extinguish these obligations.

### *Joint Venture Commitments*

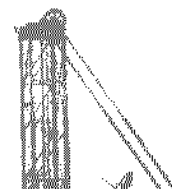
The economic entity has entered into the following joint venture arrangements:

#### **MT. IDA SALE AGREEMENT - MOBILE GOLD MINING PTY LTD**

Subject to the Option and Joint Venture heads of agreement between Hamill Resources Pty Ltd (**Hamill**) and Mobile Gold Mining Pty Ltd (**Mobile**) dated 8 December 2001 (as amended) and Sale Agreement, Mobile retain a 1% gross gold royalty on all production after the first 100,000 ounces to a limit of \$400,000.

#### **ROYAL RESOURCES OPTION AGREEMENT**

Subject to the Option and Joint Venture Heads of Agreement (as amended) between Hamill, Royal Resources Pty Ltd (**Royal**), Chatswood Crest Pty Ltd and Mary Ganef (as trustee for the Landor Mining Trust Pty Ltd) (together the **Vendors**) dated 4 December, 2000 (and amended by letter Agreement dated 14th November 2002), Hamill agreed to pay to the vendors \$30,000 as consideration for the grant to Hamill of an option to purchase an 100% interest in E29/378, 29/385, 29/386, 29/388, 29/413, 29/439 and 29/440. The exercise price of the option is \$50,000 and may be paid in cash or shares at Hamill's sole discretion. The vendors will retain a \$10/ounce royalty on all gold produced. The option remains exercisable until 3 December 2003.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 22. COMMITMENTS (Cont.)

Under the agreement and upon exercise of the option, Hamill agrees to free carry the 20% interest of the Vendors to the completion of a bankable feasibility study.

#### **SILVERTREE JOINT VENTURE**

Subject to the Letter Agreement between Hamill and Silvertree Nominees Pty Ltd (**Silvertree**) dated 30 November 2000, Silvertree granted Hamill the option to acquire an 85% interest in E29/478.

After exercising the option, Hamill agrees to free carry the 15% interest of Silvertree to the completion of a bankable feasibility study.

#### **HOOPER OPTION**

The Company has entered into an Option Agreement with Stuart Hooper on Mining Lease 29/165. The terms of the Option Agreement allow for Hamill to purchase outright 95% of the Lease within 18 months of June 20, 2001 through the payment of an option fee of \$25,000 and a subsequent exercise price of \$25,000 (which has been paid). Hooper's 5% interest is free-carried to the completion of bankable feasibility study.

#### **SPOTTED DOG ROYALTY – P29/1754 to 1760**

A \$1/tonne mined and milled royalty is payable on these tenements to Western Areas NL for the purchase of exploration data.

#### **FOUR CORNERS**

The Company has entered into a Farmin and Joint Venture Agreement with Gutnick Resources NL ("GKR") pursuant to which the Company can earn an initial 60% interest in all minerals with the exception of nickel, cobalt and magnesium on E29/133 (converted to M29/204 to M29/208), E29/134 (converted to M29/288), E29/481, E29/415 and ELA30/245 by:

- expenditure of \$100,000 within 12 months of commencement date;
- payment of \$35,000 within 7 days of execution of the Agreement.

These conditions have been satisfied.

The Company may earn an additional 20% by expenditure of a further \$125,000 within two years. After Hamill earn an 80% interest GKR may contribute or elect to dilute to a 1% gross royalty to a maximum of 1 million ounces.

Rio Tinto Exploration Pty Ltd has the right to buy back a 30% interest in E29/133 and E29/134 following the completion of a bankable feasibility study for 150% of exploration expenditure incurred.

#### **CLAMPTON FARMOUT AGREEMENT**

Subject to the Farmin Agreement with Eclipse Minerals Ltd ("Eclipse") over E77/862 and E77/864 Eclipse may earn an 80% interest through exploration expenditure of \$500,000 on each tenement within 3 years.

#### **JACKSON GOLD FARMIN AGREEMENT**

Subject to the Farmin Agreement with Jackson Gold Limited, Jackson can earn a 90% interest in Northcote and an 80% interest in Iron Range through exploration expenditure of \$700,000 within three years of achieving quotation on the ASX. Hamill will retain a 10% free carried interest in both the Northcote and Iron Range projects through to the completion of a bankable feasibility study.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 22. COMMITMENTS (Cont.)

#### QUARTZ CIRCLE FARMIN AGREEMENT

Subject to an Agreement with M.I.M Exploration Ltd ("M.I.M"):

- (i). During the term of the Joint Venture MIM are obliged to keep the tenements in good standing and drill a minimum of 2,000 metres.
- (ii). The Joint Venture is to be managed by Hamill with maximum 10% allowance for management overheads.
- (iii). Upon MIM earning 70% MIM or Hamill may elect to contribute or dilute. The sole contributing party may earn a further 1% for every full \$45,000 expenditure incurred if the other party elects to dilute. If either party elects to dilute then at 10% equity that party is deemed to convert to a 5% NPI.
- (iv). Hamill has the right to excise an area for small scale development that does not meet the development criteria of MIM.

#### LORD BYRON JOINT VENTURE AGREEMENT

A Letter Agreement allows for AngloGold Australia Ltd to earn an initial 85% interest in the defined project area by an initial expenditure of \$300,000 within three years of the grant of E39/970 and a refund of costs incurred to date. This expenditure must include a minimum of \$75,000 prior to withdrawal. The Company may elect to contribute at this point and should any party dilute their interest to less than 10% it is deemed to withdraw from the Joint Venture.

### 23. SEGMENT INFORMATION

The economic entity operates predominantly in one geographical segment, being Western Australia, and in one industry, mineral mining and exploration. All details required to be disclosed pursuant to segmental reporting requirements can be found elsewhere in this report.

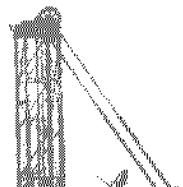
### 24. EVENTS SUBSEQUENT TO REPORTING DATE

On 18 February 2003 the directors of the Company and the directors of International Goldfields Limited (now International Goldfields (Romania) Limited) (**International Goldfields**) agreed to merge the two companies. On 11 July 2003 the merger was implemented by way of scheme of arrangement (Scheme). Under the terms of the Scheme, International Goldfields shareholders received six Hamill shares for every seven International Goldfields shares held.

On 15 July 2003 the Company changed its name to International Goldfields Limited.

On 25 July 2003 the Company issued 5,070,000 new ordinary fully paid shares at 30 cents per share to selected European investors.

Apart from the above, no matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the economic entity, the results of those operations, or the state of affairs of the economic entity in future financial years.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2003

### 25. RELATED PARTY INFORMATION

Transactions between related parties are on commercial terms and conditions, no more favourable than those available to other parties unless otherwise stated.

#### Transactions with related entities:

##### (i) Director related Entities

An aggregate amount of \$36,000 (2002: \$36,000) was paid, or was due and payable to Okewood Pty Ltd, a company controlled by Mr Tony Sage for the provision of financial and management consulting services to the economic entity.

An aggregate amount of \$125,000 (2002: \$105,000) was paid, or was due and payable to Kingsreef Pty Ltd, a company controlled by Mr Nathan McMahon, for the provision of corporate and tenement management services to the economic entity.

An aggregate amount of \$40,000 (2002:\$16,667) was paid, or was due and payable to Mining Corporate Advisory Services Pty Ltd, a company controlled by Mr Kent Hunter for the provision of company secretarial services to the economic entity.

##### (ii) Share Transactions of Directors

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	Economic Entity		Parent Entity	
	2003	2002	2003	2002
	\$	\$	\$	\$
Directors and director-related entities hold directly, indirectly or beneficially as at the reporting date the following equity interests in members of the economic entity:				
Hamill Resources Limited				
- ordinary shares	11,565,349	7,276,822	11,565,349	7,276,822
- 31 December 2003 Options	3,613,402	3,715,902	3,613,402	3,715,902
- 30 June 2005, 35 Cent Options	3,275,000	3,275,000	3,275,000	3,275,000
- 40 Cent, 31 August 2005 Options	3,100,000		3,100,000	

## DIRECTORS' DECLARATION

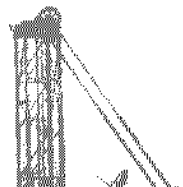
The directors of the company declare that:

1. the financial statements and notes, as set out on pages 16 to 38, are in accordance with the Corporations Act 2001:
  - (a) comply with Accounting Standards and the Corporations Regulations 2001; and
  - (b) give a true and fair view of the financial position as at 30 June 2003 of the performance for the year ended on that date of the Company and economic entity;
2. in the directors' opinion there are reasonable grounds to believe that the economic entity will be able to pay its debts as and when they become due and payable.

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

**K M Hunter**  
Director

**Perth,**  
**30 September 2003**



**INDEPENDENT AUDIT REPORT**

To the members of Hamill Resources Limited

**Scope**

We have audited the financial report of Hamill Resources Limited (now International Goldfields Limited) for the year ended 30 June 2003 as set out on pages 16 to 39. The company's directors are responsible for the financial report. We have conducted an independent audit of this financial report in order to express an opinion on it to the members of the company.

Our audit has been conducted in accordance with Australian Auditing Standards to provide reasonable assurance whether the financial report is free of material misstatement. Our procedures included examination, on a test basis, of evidence supporting the amounts and other disclosures in the financial report, and the evaluation of accounting policies and significant accounting estimates. These procedures have been undertaken to form an opinion whether, in all material respects, the financial report is presented fairly in accordance with Accounting Standards and other mandatory professional reporting requirements and statutory requirements so as to present a view which is consistent with our understanding of the company's financial position, and performance as represented by the results of its operations and its cash flows.

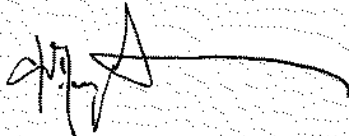
The audit opinion expressed in this report has been formed on the above basis.

**Audit Opinion**

In our opinion, the financial report of Hamill Resources Limited is in accordance with:

- (a) the Corporations Act 2001, including:
  - (i) giving a true and fair view of the company's financial position as at 30 June 2003 and of its performance for the year ended on that date; and
  - (ii) complying with Accounting Standards and the Corporations Regulations; and
- (b) other mandatory professional reporting requirements.

ORD PARTNERS  
Chartered Accountants



I K Macpherson  
Partner

Dated this 30th day of September, 2003  
Perth, Western Australia

*Ian K Macpherson*  
CA

*Robert W Parker*  
CA

*Craig A Vivian*  
CA

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West Perth WA 6005

PO Box 359  
West Perth WA 6872

Ph +61 8 9321 3514  
Fax +61 8 9321 3523



Chartered Accountant

## ADDITIONAL SHAREHOLDER INFORMATION

### **Shareholding**

The distribution of members and their holdings of equity securities in the holding company as at 28 August 2003 was as follows:

Number Held as at 28 August 2003	Class of Equity Securities	
	Fully Paid Ordinary Shares	31 December 2003 Options
1-1,000	113	2
1,001 - 5,000	215	65
5,001 - 10,000	262	40
10,001 - 100,000	508	138
100,001 and over	127	39
<b>TOTALS</b>	<b>1,225</b>	<b>284</b>
Holder of less than a marketable parcel:	- fully paid shares	1

### **Substantial Shareholders**

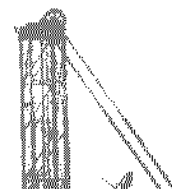
The names of the substantial shareholders listed in the holding company's register as at 26 August 2003:

Shareholder	Number
National Nominees Ltd>	9,517,229
Anthony William Paul Sage	7,457,532
Rathbone Trustees Jersey	6,848,572

### **Voting Rights**

#### Ordinary Shares

In accordance with the holding company's Constitution, on a show of hands every member present in person or by proxy or attorney or duly authorised representative has one vote. On a poll every member present in person or by proxy or attorney or duly authorised representative has one vote for every fully paid ordinary share held.



## ADDITIONAL SHAREHOLDER INFORMATION

### Twenty Largest Shareholders

The names of the twenty largest ordinary fully paid shareholders and 31 December 2003 20 cent option holders as at 28 August 2003 are as follows:

Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital	Name	Number of 31 December 2003 Options Held	% Held of Class of Equities
National Nominees Ltd.	9,517,229	9.186	Anthony William Paul Sage	1,103,400	6.323
Anthony William Paul Sage	7,457,532	7.198	Nathan Bruce McMahon	1,000,001	5.730
Rathbone Trustees Jersey	6,848,572	6.610	Clive Bruce Jones	1,000,000	5.730
Silktree Investments	5,141,429	4.962	Mr Henry Kai Tong Au	891,994	5.111
Westpac Custodian Nominees	4,726,161	4.562	Garry McDowall	612,500	3.510
J P Morgan Nominees	2,890,000	2.789	Mr Mervyn Bassett & Mrs Shirley Bassett	577,500	3.309
The Strategic Capital Superannuation services	2,834,835	2.736	HKT AU PTY LTD	476,570	2.731
Rollerblade Ltd	2,580,000	2.490	Casula Management Pty Ltd	413,576	2.370
Nathan Bruce McMahon	2,171,430	2.096	Adam James Lienert	410,000	2.349
HKT AU PTY LTD	2,085,162	2.012	Mr Rodney Alan Baring	400,000	2.292
Clive Bruce Jones	2,000,000	1.930	Mr Peter Vassileff	320,000	1.833
Peter Vassileff	1,781,035	1.719	Hightime Investments Pty Ltd	280,000	1.604
Mr Gary McDowell	1,257,431	1.213	Miss Maria Simon	260,000	1.489
Nefco Nominees	1,158,115	1.117	TV Games Pty Ltd	250,000	1.432
Williams & Glyn's Nominees Ltd	1,092,000	1.054	Mr Robert Francis Panton	225,000	1.289
Mr Kent Michael Hunter	1,033,001	0.997	Mrs Patricia Brady	220,000	1.260
Kingsreef Pty Ltd	939,434	0.906	Overnight Nominees Pty Ltd	215,000	1.232
Mr Martin Oczyon	937,715	0.905	Integrated Insurance Planning Pty Ltd	209,000	1.197
Mrs June Van Rens	908,527	0.876	Rollerblade Ltd	200,000	1.146
Ms Jane Elizabeth Glass	845,366	0.816	Gemelli Holdings	200,000	1.146
	58,204,974	56.170		8,392,440	48.084

## CORPORATE GOVERNANCE STATEMENT

The board of directors of Hamill Resources Limited (now International Goldfields Limited) is responsible for the corporate governance of the economic entity. The board guides and monitors the business and affairs of Hamill Resources Limited (now International Goldfields Limited) on behalf of the shareholders by whom they are elected and to whom they are accountable.

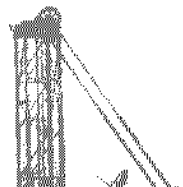
The board of directors considers that Hamill Resources Limited's structure and the scope of its activities does not justify the establishment of committees such as an audit committee, preferring to manage the economic entity through the full board of directors. The board of directors comprises two executive directors and one non-executive director as detailed in the Directors' Report. The board of directors comprises directors with an appropriate range of qualifications and expertise meeting regularly and following meeting guidelines set down to ensure all directors are made aware of and have available all necessary information to participate in an informed discussion of all agenda items.

As the board acts on behalf of the shareholders and is accountable to the shareholders the board seeks to identify the expectations of the shareholders as well as other regulatory and ethical expectations and obligations. In addition the board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks.

The board of directors aims to ensure that the shareholders on behalf of whom they act are informed of all information necessary to assess the performance of the directors. Information is communicated to the shareholders through:

- The annual report which is distributed to all shareholders;
- The quarterly reports which are available on request to all shareholders; and
- The annual general meeting and other shareholder meetings so called to obtain approval for board action as appropriate.

In order to ensure that the board continues to discharge its responsibilities in an appropriate manner the performance of all directors is continuously monitored.



## SCHEDULE OF MINERAL TENEMENTS

AS AT 18 SEPTEMBER 2003

PROJECTS	TENEMENTS	PROJECTS	TENEMENT	PROJECT	TENEMENT
Arunta	4ELA'S	Menzies	7P's, 8PLA's	Lord Byron	1ELA
Bali Hi	1ELA	Merolita	3ELA's, 3PLA's	Mt McMahon	1PLA
Bardoc JV	3M's	Mt Ida	14EL's, 8 ELA's, 2M's, 11MLA's, 2P's, 11PLA's	Kanowna	5PLA's
Bardoc 100%	4PLA's	Mulgarrrie	7PLA's	Kundana West	1EL
Bindula	1PLA	Perkolilli	1EL, 1MLA, 5P's 35 PLA's	Clampton	2ELA's
Blair	1ELA, 10PLA's 1P	Pingarring	1ELA	Cosmos North	1ELA
Boorara	2P's, 1PLA	Quartz Circle	2 ELA's, 10PLA's	Goongarrrie	9P's, 2PLA's
British Hill	2ELA's, 3PLA's 10P's	Sophie Downs	1EL, 1P	Jubuk	1EL
Broad Arrow	3PLA's	St Ives	3EL's, 4P's	Jutson Rocks	2EL's
Cardinia	8P's, 1PLA	Telfer	1ELA	Mt Vettors	1ELA, 3P's, 3PLA's
Channings	1EL	White, Mt	1ELA	Mt Clifford	1ELA, 3PLA's
Wilga Hill	1ELA, 2PLA's	Yilgangi	1ELA, 1MLA, 1P	Mt Howe	1 EL
Yerilla	1ELA	Metzke's Find	4PLA's		

**Notes:** EL = Granted Exploration Licence MLA = Mining Lease Application M = Granted Mining Lease  
ELA = Exploration Licence Application P = Granted Prospecting Licence PLA =

All tenements are 100% owned unless detailed in Note 22 - Joint Venue Commitments.



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