



ActivEX Limited

ABN 11 113 452 896

ANNUAL REPORT 2018

CORPORATE INFORMATION

Directors

Min Yang (Non-executive Chairman)

Geoff Baker (Non-executive Director)

Dongmei Ye (Non-executive Director)

Mark Derriman (General Manager/Executive Director)

Company Secretary

Craig McPherson

Registered Office

Suite 2, 3B Macquarie Street

Sydney NSW 2000

Share Register

Boardroom Pty Limited

Level 12, 225 George Street

Sydney, NSW, 2000

Auditors

Nexia Brisbane Audit Pty Ltd

Level 28, 10 Eagle Street

Brisbane, QLD, 4000

Stock Exchange Listing

ActivEX Limited shares are listed on the Australian

Securities Exchange (ASX code: AIV)

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COMPANY OVERVIEW

ActivEX Limited is an Australian Securities Exchange listed company (ASX: AIV) focusing on the acquisition, identification and delineation of quality mineral resource projects through active exploration.

The ActivEX Limited portfolio is extensive, with 29 granted Exploration Permits for Minerals, covering over 2,131 km² in Queensland and 1 granted Mining Lease in Western Australia

During the year EPMs 18717, 14121, 25194, 17454, 15055 and 15185 were surrendered.

These licence areas cover highly prospective terrain for copper and gold mineralisation in north Queensland at the Gilberton Project (Etheridge Province), Cloncurry Project (Eastern Succession of Mount Isa Inlier), Pentland Project (Macrossan and Cape River Provinces), Ravenswood Project (Charters Towers Province) and southeast Queensland at the Esk, Barambah and Coalstoun Projects (Tasman Fold Belt). The Company also has an advanced potash project in Western Australia.

Activex has defined JORC2012 compliant resources in Queensland and JORC2004 compliant resources in Western Australia.

Southeast Queensland Projects:

Barambah Project: 363Kt @ 1.47g/t Au and 61.8g/t Ag for 17.2Koz Au and 722Koz Ag

Coalstoun Project: 26.86Mt @ 0.38% Cu for 102.7Kt Cu

Northwest Queensland Project:

Cloncurry Project:

Florence Prospect 1.61Mt @ 0.77% Cu and 0.15g/t Au for 12.4Kt Cu and 7.6Koz Au

Western Australia Project:

Lake Chandler Project: 5.8Mt @ 5.7% K₂O for 330.6Kt K₂O (JORC2004 Compliant).

This information above relating to the Lake Chandler Project was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

At the Gilberton Gold Project ActivEX completed a reverse circulation drilling program of 23 holes for 1,584m that targeted near surface Au-Ag mineralisation at Mountain Maid, Carbon Copy, Carbon Copy East, Percy Queen, Long Lode prospects and Au-Cu (Co) mineralisation at Caledonia, Macedonia, and Oratava prospects.

Significant drill hole results include:

- AMH002 (Carbon Copy) 11m @ 0.15g/t Au and 14.3g/t Ag from 11m, and 2m @ 1.42g/t Au and 2.46g/t Ag from 31m
- AMH003 (Carbon Copy) 1m @ 0.24g/t Au and 1.15g/t Ag from 13m
- AMH005 (Carbon Copy East) 3m @ 0.54g/t Au and 0.62g/t Ag from 59m
- AMH008 (Carbon Copy East) 3m @ 0.26g/t Au and 3.13g/t Ag from 8m
- AMH010 (Percy Queen) 4m @ 0.38g/t Au and 61.7g/t Ag from 44m
- AMH011 (Long Lode) 2m @ 0.51g/t Au and 2.21g/t Ag from 8m
- AMH014 (Long Lode) 6m @ 0.16g/t Au and 7.50g/t Ag from 5m
- AGB001 (Caledonia) 1m @ 0.23g/t Au, 0.82g/t Ag, 0.25% Co & 0.4% Cu
- AGB004 (Macedonia) 7m @ 0.47g/t Au, 2.19g/t Ag and 0.71% Cu from 35m
- AGB009 (Oratava) 2m @ 0.18g/t Au, 1.48g/t Ag and 0.41% Cu from 26m, and 1m @ 3.03g/t Au from 33m

At the Cloncurry Copper and Gold Project, rock chip sampling of several known prospects and over target areas identified in the in-house Cloncurry Project Assessment (205 samples) returned high gold, copper and cobalt grades.

Significant rock chip assay results include:

- Carcass Creek: 2.18 to 10.6g/t Au and 0.91 to 0.27% Cu
- Dorie: 4.62g/t Au, 0.35% Cu, 0.04% Co
- Slaty Creek: 2.85g/t Au, 7.31% Cu
- Supersonic: 5.26g/t Au, 0.13% Cu
- Waster: 2.42 to 3.3g/t Au, 3.75 to 1.21% Cu and 0.03 to 0.04% Co

ActivEX Limited completed focussed exploration activities, such as geological mapping, soil sampling (portable XRF) and rock chip sampling on several Projects during the year. These activities have identified several high priority gold and copper targets.

ActivEX Limited's vision is to be a sustainable minerals exploration company which provides value to its shareholders via discovery, development and mining opportunities.

CHAIRMAN'S LETTER

Dear Fellow Shareholders

On behalf of the Board of Directors, I take pleasure in presenting the ActivEX Limited ("ActivEX" or the "Company") 2018 Annual Report. Exploration companies involved in copper and gold have experienced improvement in sentiment and investor interest due to the positive outlook and improvements in metal prices.

The Company's portfolio consists of 29 granted Exploration Permits for Minerals, covering over 2,131 km² in Queensland and 1 granted Mining Lease in Western Australia. These licence areas cover highly prospective terrain for copper and gold mineralisation in north and southeast Queensland and in the Cloncurry district of northwest Queensland. ActivEX also has an advanced potash project in Western Australia.

The Company's exploration focus during the year has been on gold exploration in north Queensland where the Company completed detailed geological mapping, soil (portable XRF) and rock chip sampling at the Gilberton, Ravenswood and Cloncurry Projects. ActivEX drilled a total of 1,584m through 23 reverse circulation (RC) holes at the Gilberton Gold Project. The drilling program identified the significant potential for the Project. In addition, two broad zones of gold mineralisation have been identified and highlighted in the Fenian prospect at the Ravenswood Gold Project. The process of advancing the Fenian prospect is a high priority for the company, with additional data being interpreted before field work on these prospects commences in late-2018 and early-2019.

ActivEX has clear exploration strategies and will also pursue growth opportunities that offer near term production potential. Divestment of non-core assets is also a priority of the Company and will be pursued in 2019.

The Company's shareholders have again shown substantial support for the Company during the year, for which we are appreciative. In November 2017, ActivEX entered into a Loan Facility Agreement with ASF Group Limited ("ASF"). Pursuant to the Loan Facility, ASF has agreed to provide up to \$1 million in standby funding under which ActivEX can draw down as required.

The proceeds of the Loan Facility are being utilised to pursue on-going exploration activity by the Company as well as to meet working capital requirements. ActivEX continues to monitor and maintain strict controls on overhead expenses and cashflow management.

In March 2018, ActivEX signed a Term Sheet with Au Resource Company Limited ("Au Resource") to carry out a technical review using its own proprietary technology assessment tools on selected AIV's tenements in Queensland. Au Resource is currently reviewing regional open file datasets relating to ActivEX North Queensland Projects and has completed a preliminary in-house analysis of geochemical, geophysical, geological and deposit datasets on data supplied by ActivEX. Au Resource is primarily targeting IOCG (Iron Oxide Copper Gold), SEDEX Cu and Porphyry/Epithermal Cu Au. The initial data processing has highlighted several areas of exploration interest with field appraisal planned to commence in the September Quarter.

Current efforts are being devoted to generating shareholder returns by maximising the potential of the Company's mineral projects, including advancing mineral resources towards project development and also seeking joint venture arrangements to build on the Company's current project base.

I would like to thank our Directors, staff, contractors and shareholders for their continued support and contribution over the past year and we all look forward to continued growth and exploration success by ActivEX in the year to come.

Yours faithfully



Min Yang
Chairman

OPERATIONS REPORT

The Company's portfolio is extensive, with interests in 29 granted Exploration Permits for Minerals, covering over 2,131 km² in Queensland and 1 granted Mining Lease in Western Australia (Figure 1). These licence areas covers highly prospective terrain for copper and gold mineralisation in north and southeast Queensland and in the Cloncurry district of northwest Queensland. ActivEX also has an advanced potash project in Western Australia.

The primary area of focus during the year has been on gold exploration in north Queensland where the Company completed a reverse circulation drilling program of 23 holes for 1,584m that targeted near surface Au-Ag mineralisation at Mountain Maid, Carbon Copy, Carbon Copy East, Percy Queen, Long Lode prospects and Au-Cu (Co) mineralisation at Caledonia, Macedonia, and Oratava prospects.

At Cloncurry Copper and Gold Project, rock chip sampling of several known prospects and over target areas identified in the in-house Cloncurry Project Assessment (205 samples) returned high gold, copper and cobalt grades.

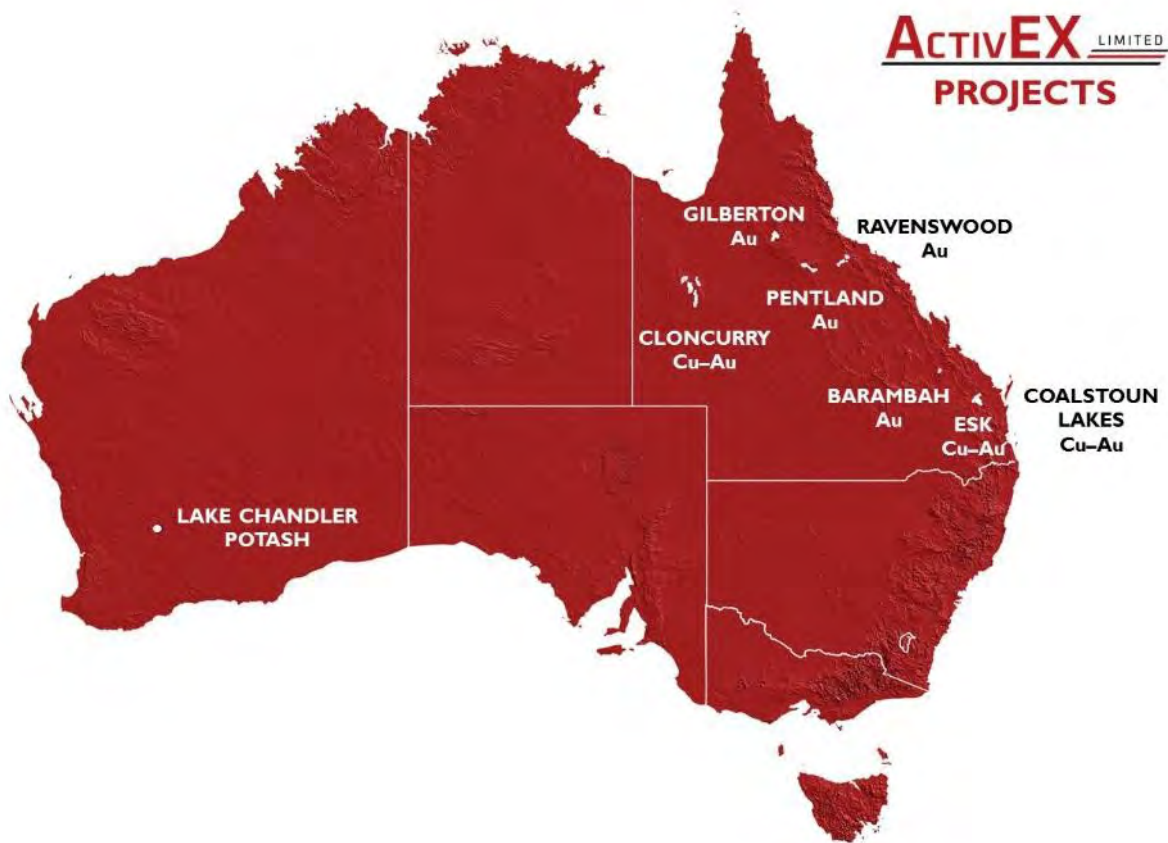


Figure 1. ActivEX Limited tenements and Projects

GILBERTON GOLD PROJECT

The Gilberton Gold Project is situated in the Georgetown Province in northeast Queensland, approximately 300km west-northwest of Townsville (Figure 2). The Project is in an area which is prospective for several metals (Au, Ag, Cu, Ta-Nb, Co) and a wide range of deposit styles (plutonic IRGS, porphyry breccia, and epizonal / epithermal IRGS). The world-class Kidston breccia hosted Au-Ag deposit occurs in similar geological terrain approximately 50km to the northeast. The Project consists of EPMs 18615 (Mt Hogan), 18623 (Gilberton), 19207 (Percy River), 26232 (Gum Flat) and 26307 (Split Rock). The Project is comprised of a total of 174 sub-blocks and encompasses an area of 564km² (Figure 2). ActivEX Limited holds a 100% interest in all tenements.

During July-August 2017, ActivEX completed a reverse circulation (RC) drilling program (23 holes for 1,584m) that targeted near surface Au-Ag mineralisation at Mountain Maid (1 hole), Carbon Copy (2 holes), Carbon Copy East (6 holes), Percy Queen (1 hole), Long Lode (4 holes) prospects (EPM 18615, Mt Hogan) and Au-Cu-(Co) mineralisation at Caledonia (3 holes), Macedonia (3 holes), and Oratava (3 holes) prospects (EPM 18623, Gilberton) (Figures 3-5).

All assays have been received and significant drill hole results include:

- AMH002 (Carbon Copy) 11m @ 0.15g/t Au and 14.3g/t Ag from 11m, and 2m @ 1.42g/t Au and 2.46g/t Ag from 31m
- AMH003 (Carbon Copy) 1m @ 0.24g/t Au and 1.15g/t Ag from 13m
- AMH005 (Carbon Copy East) 3m @ 0.54g/t Au and 0.62g/t Ag from 59m
- AMH008 (Carbon Copy East) 3m @ 0.26g/t Au and 3.13g/t Ag from 8m
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- AGB001 (Caledonia) 1m @ 0.23g/t Au, 0.82g/t Ag, 0.25% Co & 0.4% Cu
- AGB004 (Macedonia) 7m @ 0.47g/t Au, 2.19g/t Ag and 0.71% Cu from 35m
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- AGB009 (Oratava) 2m @ 0.18g/t Au, 1.48g/t Ag and 0.41% Cu from 26m, and 1m @ 3.03g/t Au from 33m

>0.1g/t Au cut-off; may include up to a maximum of 2m internal dilution used for intercept calculations.

Drill hole lithology, alteration, weathering and gold assays are presented in section format (Figures 2-5).

The drill hole information is being fully evaluated and interpreted to ascertain if infill drilling (e.g. along strike and at depth) is required at any prospect.

Further exploration activities, such as pXRF surveys and focussed rock chip and conventional soil sampling, will be undertaken at Mt Hogan, Gilberton, Percy River, Gum Flat and Split Rock EPMs (e.g. Red Flat, Bernecker, Split Rock and Christmas Hill prospects) with a view to trenching and channel sampling at multiple targets within the Gilberton Gold Project.

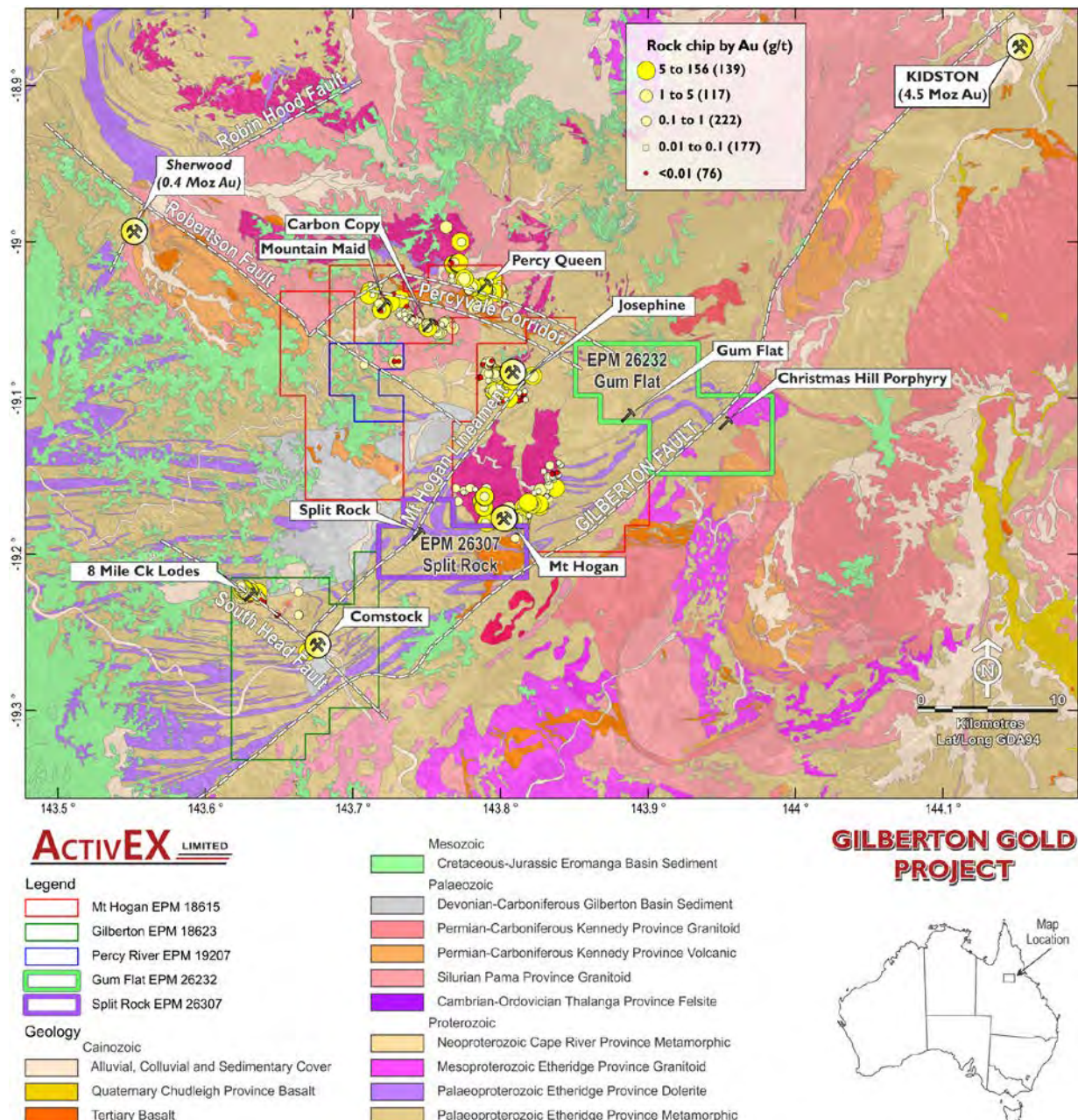


Figure 2. ActivEX Limited Gilberton Gold Project regional geology, tenements, prospect and rock chips thematically mapped by Au content.

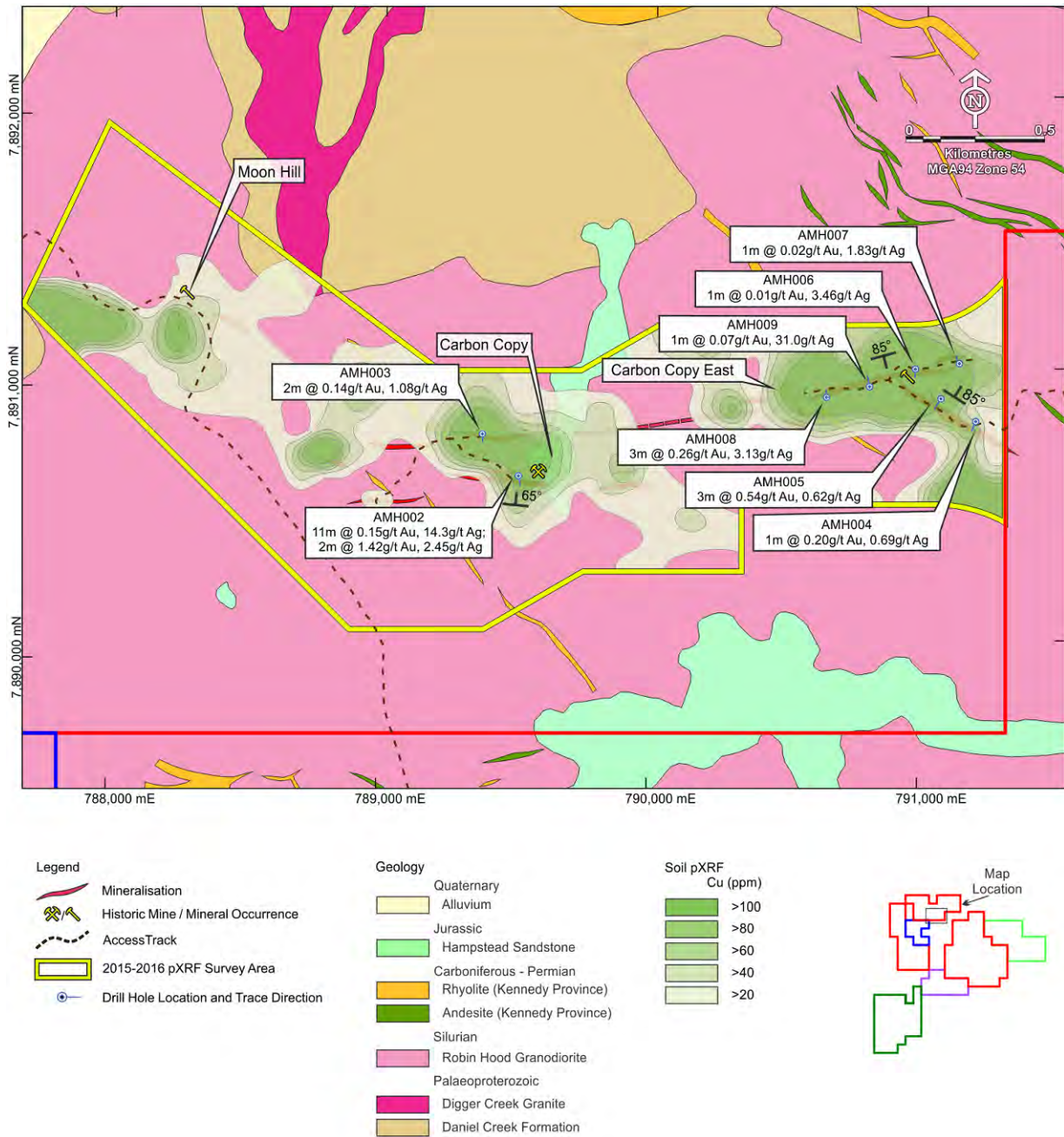


Figure 3. ActivEX Limited Gilberton Gold Project Carbon Copy and Carbon Copy East prospects and drill hole results.

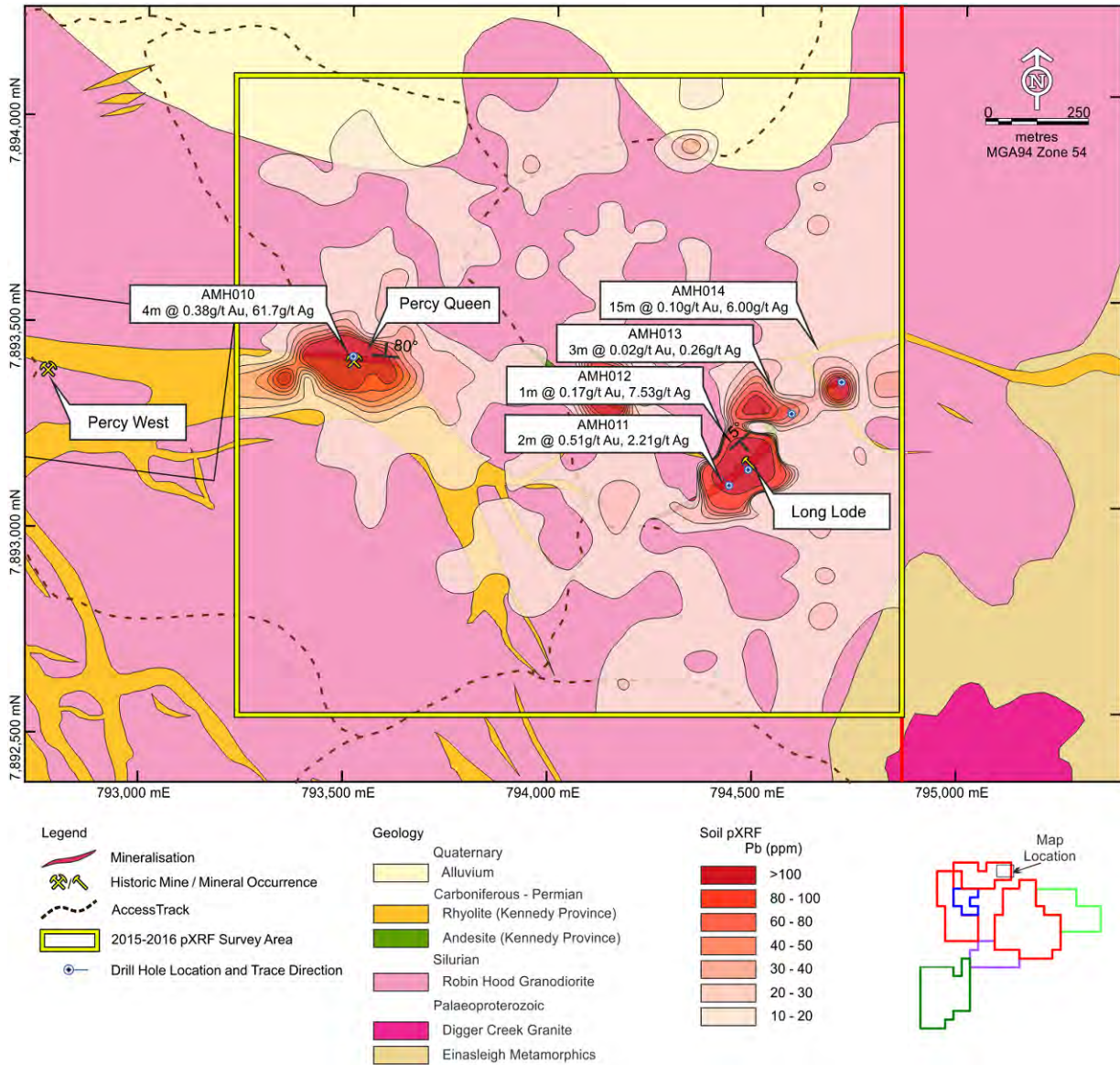


Figure 4. ActivEX Limited Gilberton Gold Project Percy Queen and Long Lode prospects and drill hole results.

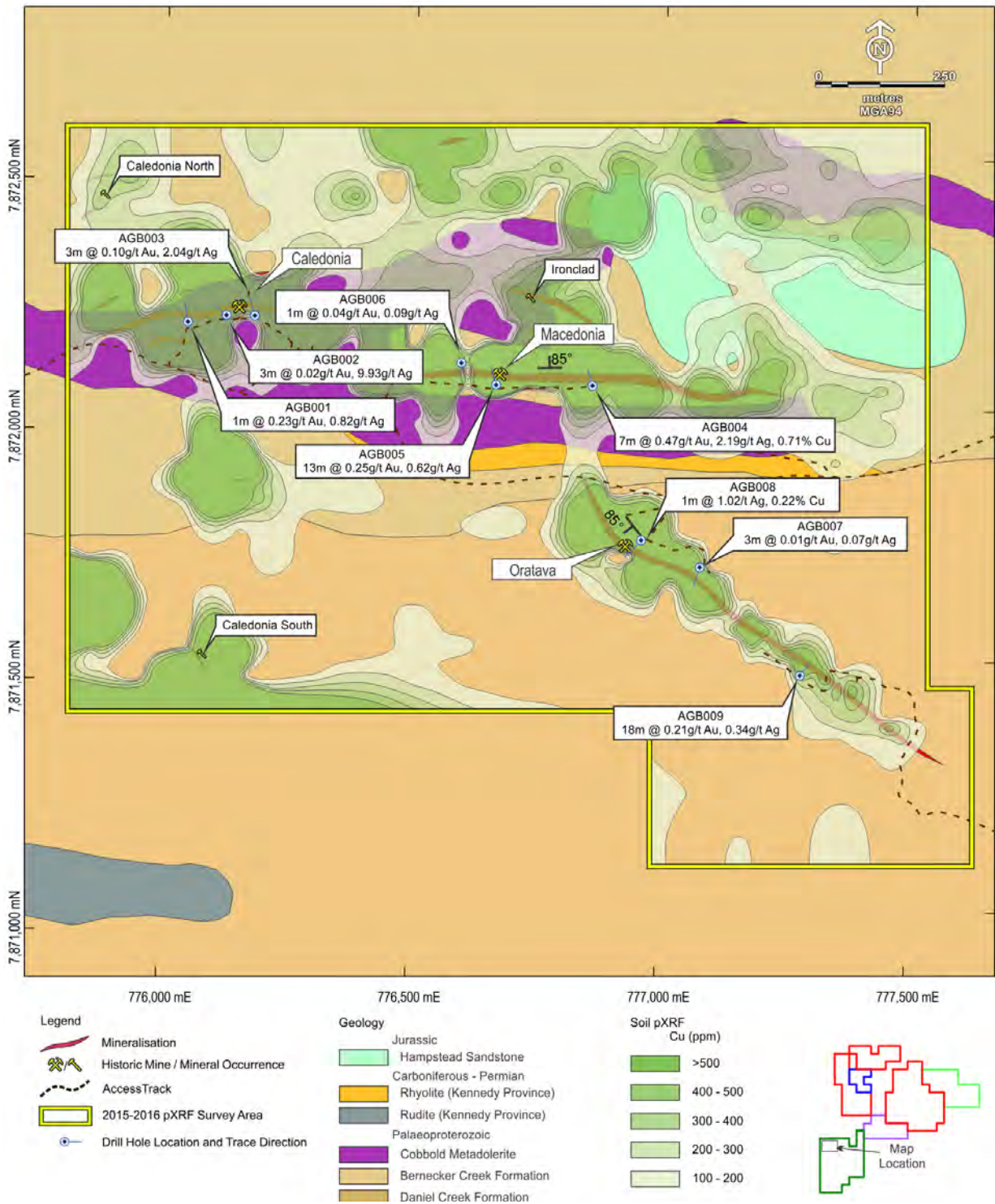


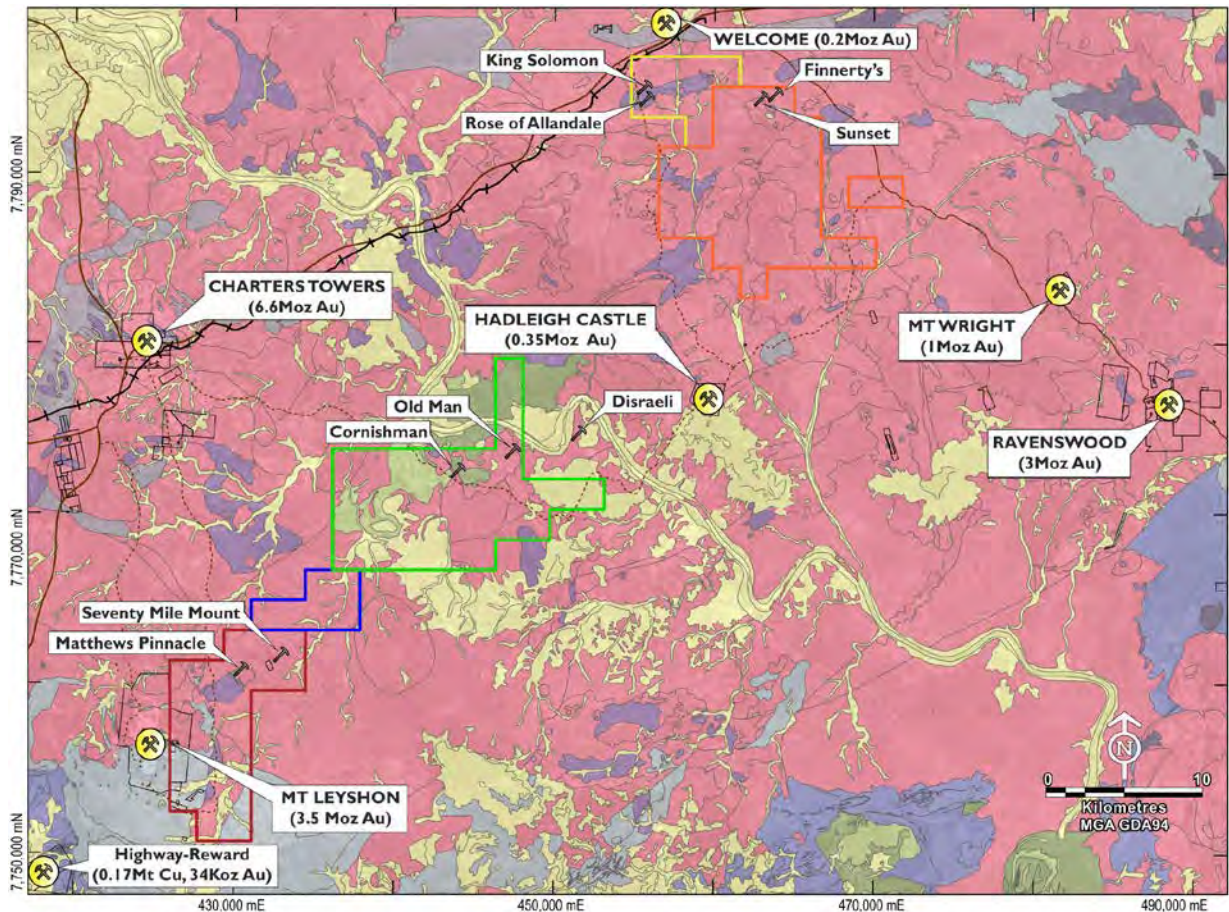
Figure 5. ActivEX Limited Gilberton Gold Project Caledonia, Macedonia and Oratava prospects and drill hole results.

RAVENSWOOD GOLD PROJECT – Far North Queensland

The Ravenswood Gold Project is situated in the Charters Towers Province in northeast Queensland, approximately 60km south of Charters Towers. The Project consists of EPMs 18424, 18637, 18426, 25466 and 25467, which comprise a total of 104 sub-blocks and encompass an area of 335km². ActivEX Limited holds a 100% interest in all tenements (Figure 6).

The Project is located in the highly prospective Charters Towers – Ravenswood region which has produced over 12Moz of Au and hosts the 3.5Moz Mount Leyshon deposit as well as the 1Moz Mount Wright Au deposit. Mineralisation styles in the district include mesothermal gold veins (e.g. Charters Towers and Ravenswood Goldfields), breccia hosted gold (e.g. Mount Leyshon, Welcome Breccia) and epithermal gold veins (e.g. the Pajingo group).

ActivEX has reviewed historical drilling data at the Fenian prospect on EPM 18424 (Ravenswood Gold Project) located adjacent to the Mt Leyshon mine (under care & maintenance) in northern Queensland. In 2017, H&S Consultants completed an exploration targets estimation report which established two broad zones of gold mineralisation and highlighted additional data that would be required to enable the prospects to be classified as an exploration target, compliant with the requirements of the JORC Code 2012. There has been a significant amount of historical drilling, especially within the Mt Leyshon (EPM18424) tenement where several zones of gold mineralisation have been intersected along the Mt Leyshon mineralised corridor (Figure 7) to the north east of the Mt Leyshon mine at Seventy Mile and Matthews Pinnacle. This review may provide early stage drill targets. The owner of a gold processing plant situated within 15km of the Fenian Project have stated they will be looking at toll treating options for their facility, this is an opportunity the Company will be pursuing.



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Legend

- Mt Leyshon EPM 18424
- Cornishman EPM 18426
- King Solomon EPM 18637
- Charlie Creek EPM 25466
- Birthday Hills EPM 25467
- Mining Lease (not ActivEX Ltd)
- Road
- Access Track
- Railway

Geology

- Cainozoic
- Alluvial, Colluvial and Sedimentary Cover
- Palaeozoic
- Carboniferous-Permian Granitoid
- Carboniferous-Permian Volcanic
- Devonian Sediment
- Ordovician Volcanic
- Palaeozoic Felsic Granitoid
- Palaeozoic Mafic Granitoid
- Cambrian Volcanic

RAVENSWOOD GOLD PROJECT



Figure 6. ActivEX Limited Ravenswood Gold Project tenement locations and selected gold deposits

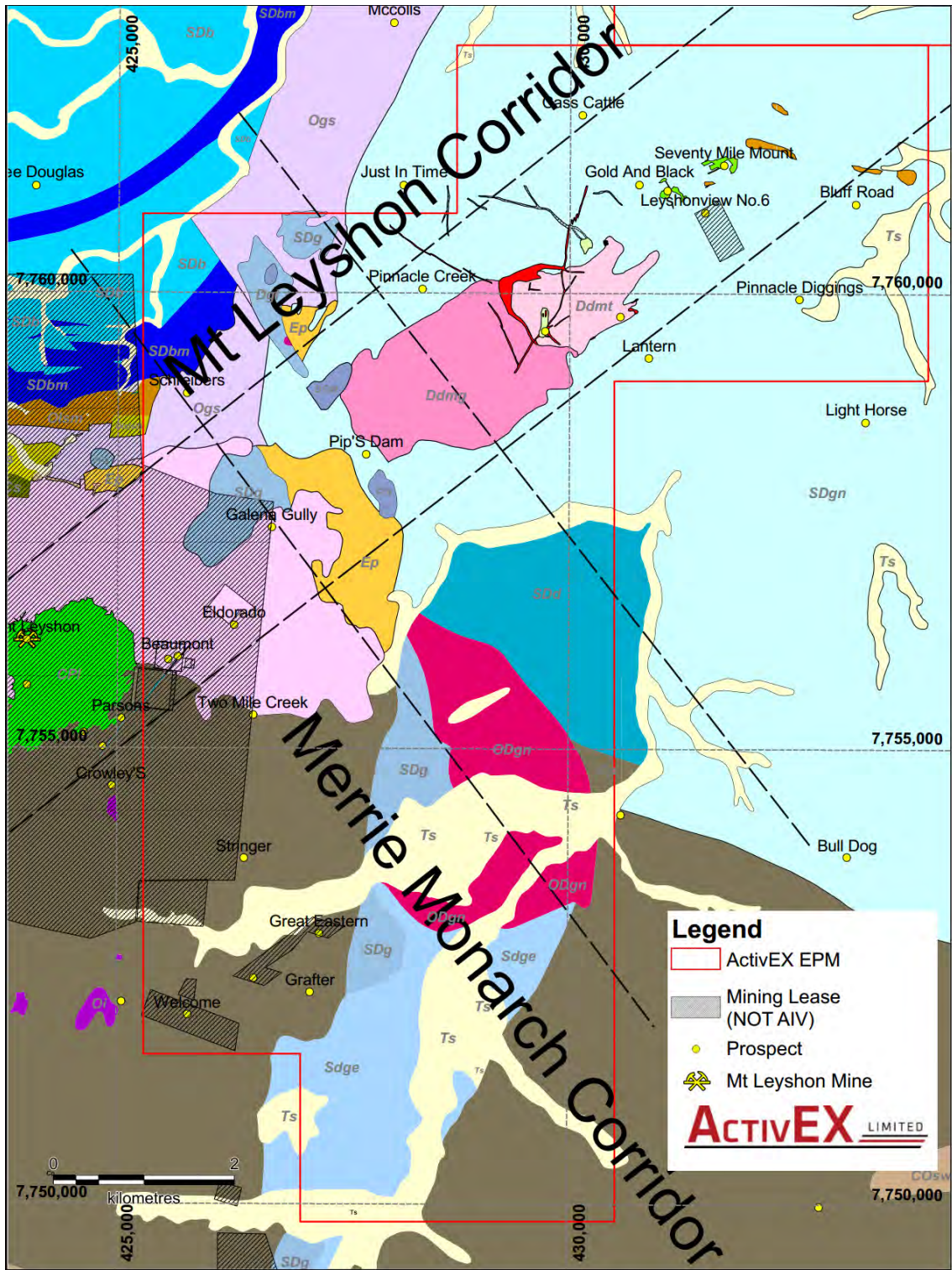


Figure 7. Mt Leyshon EPM18424 Geology

PENTLAND GOLD PROJECT – Far North Queensland

The Pentland Gold Project consists of tenement EPM 14332 (Pentland), which comprises a total of 39 sub-blocks and encompass an area of 125km² (Figure 8). It is in the Charters Towers district of northern Queensland. The township of Pentland is located within the tenement area, in the southeast of EPM 14332. The project contains 4 established prospects where ActivEX has carried out extensive ground-based surveys and these areas are drill-ready with a number of targets already identified. Outside of these areas, the project package is only lightly explored and significant potential remains.

The Pentland tenement encompasses much of the Cape River Gold and Mineral Field. Alluvial, deep lead and primary gold were discovered along the Cape River in 1867. Recorded production from the field was around 45,000 ounces (approximately 1,400kg), but true production was considerably more as there is no record of the amount extracted by the Chinese miners, who were almost as numerous as Europeans during the productive years of the field in the late 1800's. Several areas within the Exploration Permits have seen small scale mining since that time. The Pentland tenements cover an area in which a wide variety of mineralisation styles have been identified and worked in part, including quartz vein gold, alluvial, elluvial and deep lead gold, shear zone hosted gold, epithermal and porphyry-related gold, porphyry-related copper-molybdenum, and shear-breccia zone hosted Pb-Cu-Au.

Gold, copper and molybdenum mineralisation is hosted in breccia zones containing diorite fragments in a vuggy quartz-sulphide matrix and steeply dipping, vuggy quartz-galena-sphalerite veins. There are many mineral occurrences in the tenement with four prospects currently under investigation at various stages in the exploration process.

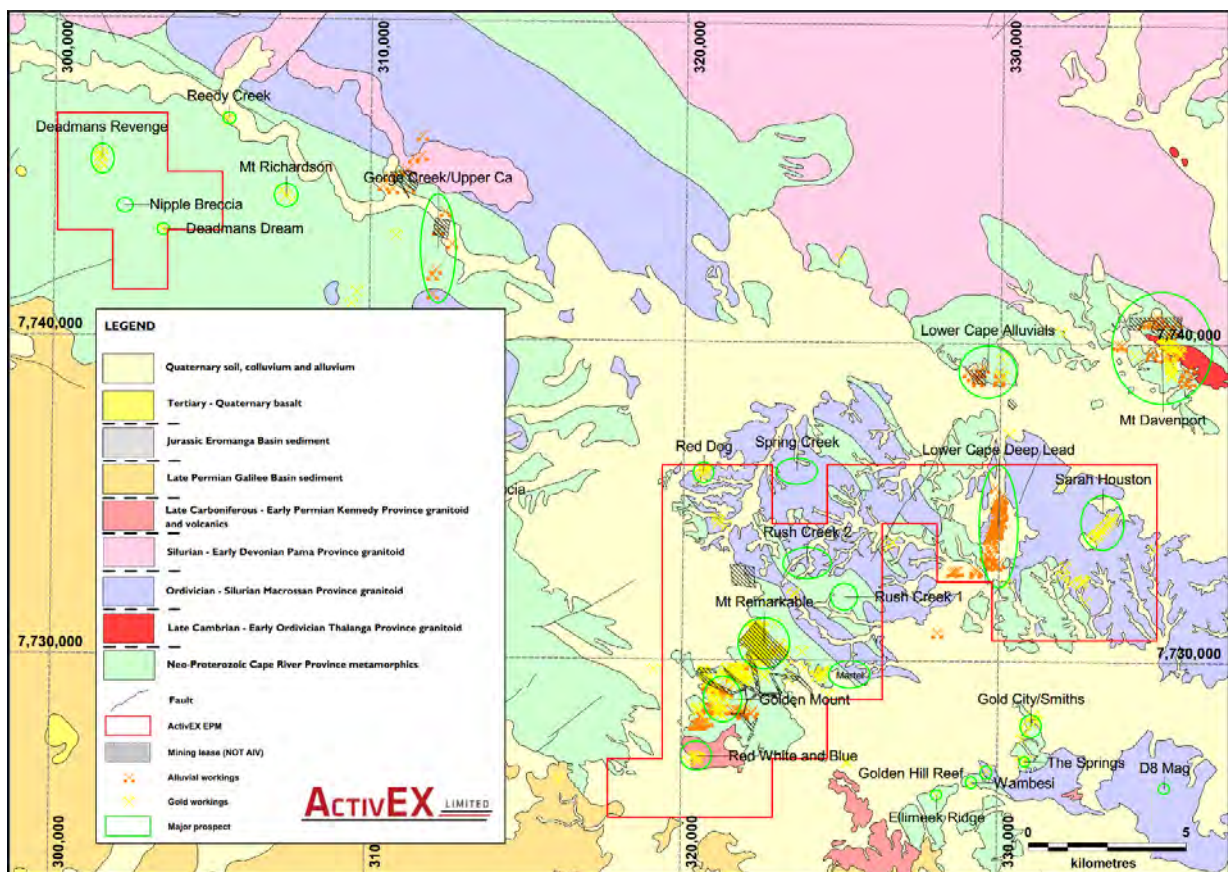


Figure 8. ActivEX Limited Pentland Gold Project regional geology

CLONCURRY COPPER AND GOLD PROJECT – Northwest Queensland

(EPM 14955, 15285, 17313, 17805, 18053, 18073, 18511, 18852, 25192, 25454 and 25455 – ActivEX 100%)

The Cloncurry Copper and Gold Project is situated in northeast Queensland, approximately 60km south of Cloncurry (Figure 9). The Project consists of EPMs 14955, 15285, 17313, 17805, 18053, 18073, 18511, 18852, 25192, 25454 and 25455, which comprise a total of 222 sub-blocks and encompasses an area of 710km² (Figure 9). During the year EPMs 25194 and 17454 were relinquished. ActivEX Limited holds 100% interest in all the tenements.

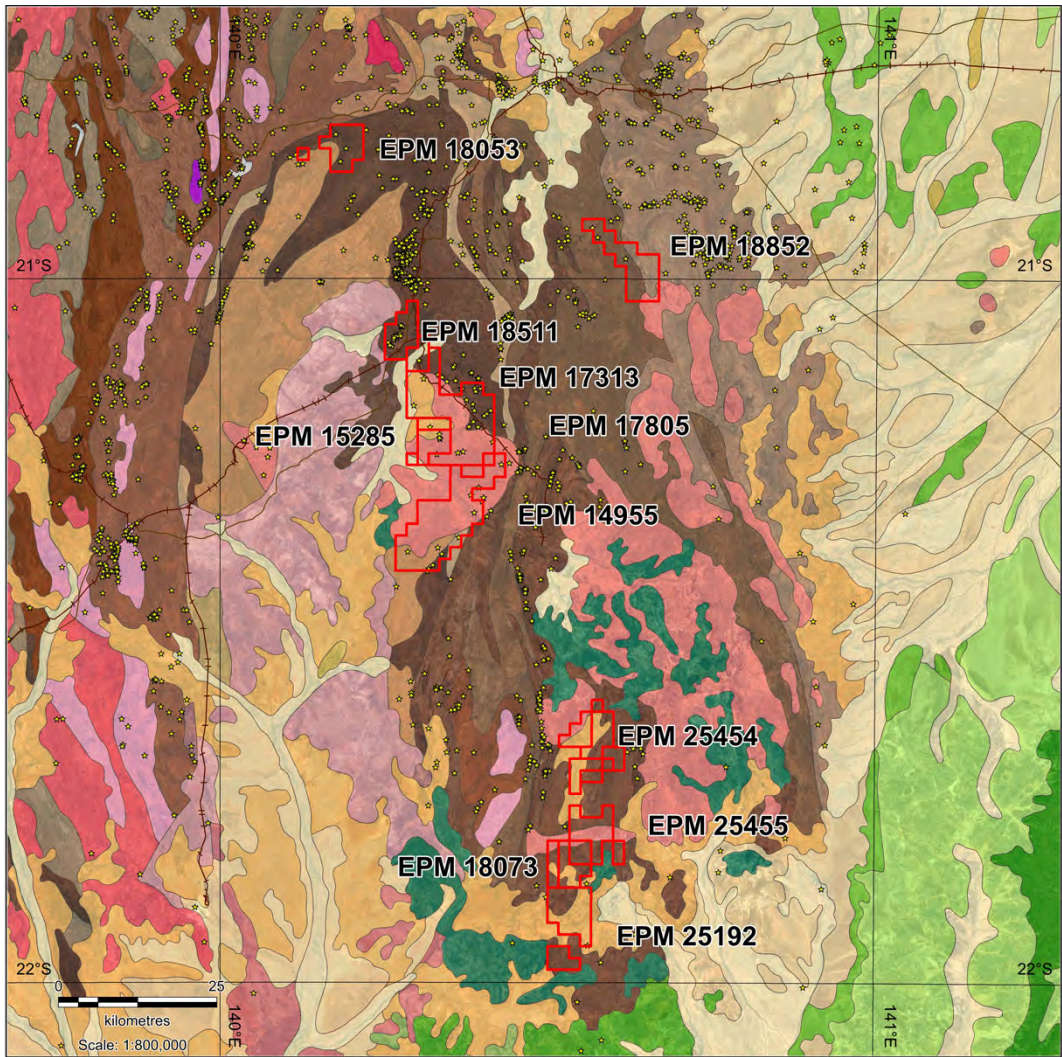
The Project is situated within the Eastern Succession of the Mount Isa Inlier, which is a highly prospective geological terrane containing numerous major deposits (Figure 9). These include Iron Oxide Copper Gold, skarn style Cu-Au, and Merlin-style Mo deposits.

During the year ActivEX carried out rock chip sampling over several known prospects and over target areas identified in the in-house Cloncurry Project Assessment (Figure 9). In all, 205 rock chip samples were collected and submitted for assay. Samples were collected from the following prospects: Carcass Creek, Slaty Creek, Tamborine, Tamborine South, Ross Williams (Bulonga EPM); Bull Creek, Bull Creek East (Camel Hill EPM); Hugarty South, Hugarty, Dorie, Pioneer South (Brightlands EPM); Waster (Malbon EPM); Trump, Dandy, Florence Bore North, Florence Bore South, Iron Clad (Florence Creek EPM); Sterling, Saddle Ridge, QMH (Mount Agate EPM); Heathrow, JFK (Selwyn East EPM); LAX (Heathrow East EPM) and Concorde, Blue Duck, Supersonic (Concorde EPM).

During the year, these rock chip samples were assayed and returned high gold, copper and cobalt grades (Figure 9). Significant rock chip assay results include:

- Carcass Creek: 2.18 to 10.6g/t Au and 0.91 to 0.27% Cu
- Dorie: 4.62g/t Au, 0.35% Cu, 0.04% Co
- Slaty Creek: 2.85g/t Au, 7.31% Cu
- Supersonic: 5.26g/t Au, 0.13% Cu
- Waster: 2.42 to 3.3g/t Au, 3.75 to 1.21% Cu and 0.03 to 0.04% Co

Further exploration activities, such as pXRF surveys and focussed rock chip, conventional soil sampling and geological mapping, will be undertaken several prospects with a view to defining drill targets within the Cloncurry Copper and Gold Project in 2018-2019.



ACTIVEX LIMITED

**CLONCURRY
COPPER & GOLD PROJECT**

- Road
- Railway
- Prospect / Mineral Occurrence
- Geology**
- Cainozoic**
- Quaternary Alluvial, Colluvial and Sedimentary Cover
- Tertiary Alluvial, Colluvial and Sedimentary Cover
- Mesozoic**
- Cretaceous-Jurassic Sediment
- Palaeozoic**
- Cambrian Stratified Metasediment
- Precambrian**
- Proterozoic Granitoid
- Proterozoic Stratified Metasediment



Figure 9. ActivEX Limited Cloncurry Copper and Gold Project

SOUTH EAST QUEENSLAND COPPER AND GOLD PROJECTS

The Esk Gold Project, Barambah Gold Project and Coalstoun Copper and Gold Projects are located near Biggenden in southeast Queensland. The Projects comprise EPMs 14937, 18732, 14476, 14979, 16265, 16327 and 14079 which comprise a total of 128 sub-blocks and encompass an area of 396km². ActivEX Limited holds a 100% interest in the tenements (Figure 10). During the year EPMs 14121 (Prospect Creek) and 18717 (Stockhaven) were relinquished.

Coalstoun Lakes has been explored for porphyry copper style mineralisation since discovery in the 1960s. Kennecott Exploration Pty Ltd ('Kennecott') discovered the Coalstoun porphyry copper systems and drilled 13 diamond holes. In 1971 Mines Administration Pty Ltd completed 7 RC holes testing for secondary copper enrichment in the porphyry system. During 1972 – 1975 Esso Australia Ltd ('Esso') drilled 42 vertical diamond core holes.

ActivEX completed an upgrade to the Coalstoun copper deposit supergene zone Inferred Mineral Resource estimate (2012 JORC Code and Guidelines) to 6.1Mt @ 0.5% Cu (for 29,588t Cu contained at a 0.35% Cu cut off – Table 1, see ASX announcement 18 August 2016). This new Mineral Resource incorporates the results from RC and diamond core drilling completed in late 2015, which targeted near surface oxidised copper mineralisation. A resource estimate using a lower cut off of 0.30% Cu in the supergene zone, resulted in an Inferred Mineral Resource estimate of 8.5Mt @ 0.44% Cu for 38,000t Cu contained (Table 2) after incorporating the 2015 drilling data.

The Total Inferred Mineral Resource for Coalstoun copper deposit was not re-estimated and remains at 26.86Mt @ 0.38% Cu for 102,677t Cu contained (Table 1, see ASX announcement 31 March 2015).

The Coalstoun deposit is located within the Coalstoun tenement (Figure 10) and is situated about 25km east of Gayndah in southeast Queensland.

The project sits within the Esk Basin (formerly Esk Trough), a tectonostratigraphic member of the Devonian to Triassic New England Orogen. The Coalstoun Intrusive Complex occurs as a Middle Triassic Cu-Au-Mo mineralised porphyry system emplaced in meta-argillites of the Goodnight Block during regional shortening across the Northern New England Orogen in southeast Queensland (Figure 10). The Coalstoun copper deposit is associated with a topographic low surrounded by hills of the Walla Range, in the middle of the complex.

Hydrothermal alteration and mineralisation is characterised by multiple porphyritic intrusions and associated igneous-matrix breccia.

At least three intrusives are known from drill hole information. Two are syn-mineral, porphyritic intrusions and one is a lesser post-mineral porphyritic intrusion. Syn-mineral intrusives can vary in xenolith percentage to form 'igneous breccia' which are common throughout the area. Two hydrothermal breccia phases have also been identified grading from quartz-pyrite dominant to anhydrite, although the anhydrite phase appears to post-date primary sulphide copper mineralisation. Subsequent weathering has exposed primary mineralisation and produced a supergene body of copper enrichment.

CORPORATE GOVERNANCE STATEMENT

ActivEX Limited (“ActivEX” or “Company”) is committed to implementing the highest standards of corporate governance and to determine these standards, the Company has used the reporting recommendations set out by the Australian Securities Exchange (ASX) Corporate Governance Council’s Corporate Governance Principles and Recommendations (ASX Principles and Recommendations) as the basis for its corporate governance policies.

While seeking to implement optimal corporate governance practices, the Company does not accept that all the recommendations are applicable to the Company due to the current size and nature of its operations. Where the Company has not fully adopted the relevant recommendation, the reasons for non-adoption are set out below.

To assist the Board carry out its functions, it has developed a Corporate Governance Manual to guide the Non-Executive Directors, Executive Directors and other key senior executives in the performance of their roles.

PRINCIPLE 1 - LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

Principle 1 identifies that a Company should establish and disclose the respective roles and responsibilities of its board and management and how their performance is monitored and evaluated.

Each of the recommendations of Principle 1, including the extent to which the Company has followed those recommendations, is discussed as follows.

1.1 Role of Board and Management

The Company has established the functions reserved to the Board and those delegated to senior executives. The Board of Directors’ role is to govern the Company rather than to manage it and to ensure that it represents effectively the interests of all shareholders. It is currently the role of the Executive Directors to manage the Company in accordance with the direction and delegations of the Board and it is the responsibility of the Board to oversee the activities of the Executive Directors in carrying out these delegated duties.

The Company has developed a statement of matters reserved for the Board which documents the role and responsibilities of the Board, a summary of which is as follows:

- providing leadership to the Company;
- overseeing the development and implementation of an appropriate strategy;
- overseeing planning activities including the development and approval of strategic plans, annual corporate budgets and long-term budgets including operating budgets, capital expenditure budgets and cash flow budgets;
- reviewing the progress and performance of the Company in meeting these plans and corporate objectives, including reporting the outcome of such reviews on at least an annual basis;
- ensuring corporate accountability to the shareholders primarily through effective shareholder communications;
- overseeing the control and accountability systems that ensure the Company is progressing towards the goals set by the Board and in line with the Company’s purpose, the agreed corporate strategy, legislative requirements and community expectations;
- ensuring that robust and effective risk management, compliance and control systems (including legal compliance) are in place and operating effectively;
- being responsible for the Company’s senior executives, management and other personnel; and
- making all decisions outside the scope of these delegated powers.

In general, the Board is responsible for, and has the authority to determine, all matters relating to the policies, practices, management and operations of the Company. It is required to do all things that may be necessary to be done in order to carry out the objectives of the Company, which includes supervising the Company’s framework of control and accountability systems to enable risk to be assessed and managed.

The Board has delegated all powers to the Executive Directors necessary to effectively and efficiently carry out the business of the Company and any exceptions to this delegation requires Board approval, as set out in the Company’s Corporate Governance Manual.

Details of the Company’s Corporate Governance Manual are available on the Company’s website (www.activex.com.au).

1.2 Background Checks

The Board is responsible for undertaking appropriate background checks before appointing a person, or putting forward a candidate for election, as a Director. In addition, all material information in the Board's possession, relevant to whether or not to elect or re-elect a Director, shall be provided to Shareholders.

1.3 Written Contracts of Appointment

The Company provides newly appointed Directors with formal appointment letters setting out the key terms and conditions of their appointment. Similarly, senior executives (including any Executive Directors) are provided with formal appointment letters making clear the responsibilities of their role, remuneration, appointment term and entitlements on termination.

1.4 Company Secretary

The Company's Corporate Governance Manual provides that the Company Secretary is accountable directly to the Board, through the chair, on all matters to do with the proper functioning of the Board.

1.5 Diversity

The Company has implemented a Diversity Policy which is available on its website. The Diversity Policy is a commitment by the Company to actively seek to maintain a diverse workforce to create a workplace that is fair and inclusive, applies fair and equitable employment practices and provides a working environment that will allow all employees to reach their full potential.

The Company is of the view that any measurable statistical objectives on a diverse workforce must be fit for purpose, in line with the Company strategic objectives and ensure the Company is in compliance with all relevant legislative requirements. As at the date of this Annual Report, the Company is of the opinion that measurable objectives are not appropriate at its present stage of development. However, the Company will consider implementation of measurable objectives in future.

As at the date of this Annual Report, 50% of Board Members are female.

1.6 Board Reviews

The Board considers the evaluation of its performance as fundamental to establishing a culture of performance and accountability. The Company's Corporate Governance Manual provides that the Chairperson is to undertake a review of the Board and individual Director's performance at least once a year at a special meeting of the Board. Board performance is to be evaluated in relation to goals that are set at the time of the Board's annual strategic planning session.

A formal review of the Board and Individual Director's was not undertaken by the Chairperson during the current year.

1.7 Management Reviews

The remuneration structure for executive officers is based on a number of factors, including length of service, particular experience of the individual concerned and the overall performance of the Company.

Senior executives' performance is reviewed against a range of quantitative and qualitative measures and considers past performance of the Company as well as the executive and also takes into account market practice with respect to comparable positions.

The Non-Executive Directors are responsible for regularly evaluating the Executive Director's performance. This evaluation is based on the Company's business performance and whether strategic objectives are being achieved. The Executive Director reviews other executives' and staff performance. The results of the Executive Director's performance reviews of senior executives and staff are reported to the Board for information.

The performance of the Executive Director and Senior executives is reviewed on a formal basis annually and this review has taken place during the year in accordance with the process detailed above.

PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE

Principle 2 identifies that a Company should establish a board of an appropriate size, composition, skills and commitment to enable it to discharge its duties effectively.

Each of the recommendations of Principle 2, including the extent to which the Company has followed those recommendations, is discussed as follows.

2.1 Nomination Committee

The Company does not comply with this recommendation as a nomination committee has not been established. Currently, the role of the nomination committee is undertaken by the full Board. The size and nature of the Company's activities do not justify the establishment a separate committee at this time. The Board regularly reviews the composition, skill base and effectiveness of the Directors of the Board.

The Board has a policy and procedure for nominating and appointing new Directors. Candidates for the Board are considered and selected by reference to a number of factors which include, but are not limited to, their relevant experience and achievements, independence and ability to meet the Board's expectation as set out in the Corporate Governance Manual. Directors are initially appointed by the full Board, subject to election by shareholders at the next general meeting. Directors are required to retire and be subject to re-election by shareholders at least once every three years.

2.2 Board Skills, Knowledge and Experience

The Board considers the mix of skills and the diversity of board members when assessing the composition of the Board. Directors are appointed based on the specific corporate and governance skills and experience required by the Company. The Board seeks to maintain a relevant blend of personal experience across commercial and technical disciplines relevant to the business of the Company.

The Board does not maintain a formal Board Matrix in accordance with Recommendation 2.2. However, the Board is comprised of experienced senior business personnel from a variety of professional and enterprise backgrounds. They each meet the fundamental requirements and, collectively, possess the skills, experience and diversity considered necessary to appropriately govern the Company.

The skills of each individual director which comprise the Board have been outlined in Section 2 of the Directors' Report.

2.3 Independence and Length of Service of Directors

The board of directors has one executive and three non-executive directors. The names of the directors of the Company in office at the date of this report, specifying who are independent together with their length of service and relevant personal particulars, are set out in Section 2 of the Directors' Report.

2.4 Assessment of Independence

While determining the independent status of Directors, the Board has considered whether the Director:

- a) holds less than five percent of the voting shares of the Company (in conjunction with their associates); or is an officer of the Company, or otherwise associated directly with a shareholder of more than five percent of the voting shares of the Company;
- b) has within the last three years, been employed in an executive capacity by the Company or another group member;
- c) has within the last three years been a principal of a material professional adviser or a material consultant to the Company or another group member, or an employee materially associated with the service provided. In this context, the relationship with the professional adviser or consultant shall be deemed to be material if payments from the Company exceed 10% of the Company's annual expenditure to all professionals and consultants or exceed 10% of the recipient's annual revenue for advisory or consultancy services;
- d) is a material supplier or customer of the Company or another group member, or an officer of or otherwise associated directly or indirectly with a material supplier or customer. In this context, the relationship with the supplier or customer shall be deemed to be material if annual payments to or from that supplier or customer exceed 10% of the annual consolidated gross revenue of either the Company or that supplier or customer; and

- e) has a material contractual relationship with the Company or other group member other than as a Director of the Company.

Due to the size and scale of the Company's current activities, the majority of the Board are not considered independent. However, although the Board does not follow Recommendation 2.4, to facilitate independent decision-making, the Board has agreed procedures for directors to have access in appropriate circumstances to independent professional advice.

Directors are entitled to request and receive such additional information as they consider necessary to support informed decision-making.

2.5 Chairperson and Chief Executive Officer

The Chairperson is responsible for leadership of the Board and for the efficient organisation and conduct of the Board's functioning. The Executive Director is responsible and accountable to the Board for the Company's management.

The office of Chairperson is held by Ms Min Yang, who is not considered independent in accordance with the Corporate Governance Council's recommendations. However, the board considers that the office of Chairperson is best served by Ms Yang due to her extensive relevant experience.

In accordance with the Corporate Governance Council's recommendations the role of Chief Executive Officer and Chairman are not exercised by the same person.

2.6 Induction and Professional Development

New Directors undergo an induction process in which they are given a full briefing on the Company. Where possible, this includes meetings with key executives, tours of the premises, an induction package and presentations.

In order to achieve continuing improvement in Board performance, all Directors are encouraged to undergo continual professional development.

PRINCIPLE 3 - ACT ETHICALLY AND RESPONSIBLY

Principle 3 identifies that a Company should act ethically and responsibly.

Each of the recommendations of Principle 3, including the extent to which the Company has followed those recommendations, is discussed as follows.

3.1 Code of Conduct

The Company acknowledges that the community expects businesses to be aware of their wider social obligations and to promote practices to maintain confidence in the Company's integrity. The Company's Board requires high standards of conduct and responsibility from Directors, senior executives and employees at all times. As part of its commitment to recognising the expectations of their stakeholders, the Company has established a Code of Ethics and Conduct for Directors within its Corporate Governance Manual to guide compliance with legal and other obligations to stakeholders, which include employees, clients, customers, government authorities, creditors and the community. Directors are required to adhere to industry standards in conduct and dealings and promote a culture of honesty, fairness and ethical behaviour into its internal compliance policy and procedures as well as dealing with stakeholders.

The Board also requires the Company's employees and consultants to have similar high standards and are required to adhere to industry standards in their conduct and dealings, including trading in securities. The Company's Board has built the promotion of a culture of honesty, fairness and ethical behaviour into its internal compliance policy and procedures.

A copy of the Code of Ethics and Conduct for Directors is contained within its Corporate Governance Manual. The Company does not have a formal Code of Conduct for employees and contractors.

Any breach of applicable laws, accepted ethical commercial practices or other aspects will result in disciplinary action. Depending on the severity of the breach, such disciplinary action may include reprimand, formal warning, demotion or termination of employment/engagement (as the case may be). Similar disciplinary action may be taken against any manager who directly approves of such action or has knowledge of the action and does not take appropriate remedial action.

Breach of applicable laws or regulations may also result in prosecution by the appropriate authorities.

The Company will not pay, directly or indirectly, any penalties imposed on personnel as a result of a breach of law or regulation.

Personnel are expected to report any instances of suspected non-compliance and investigating reports of unethical practices. These instances will be investigated fairly. Individuals who report suspected non-compliance in good faith will be appropriately protected.

The Code of Ethics and Conduct for Directors, that forms part of the Corporate Governance Manual, is available on the Company's website.

PRINCIPLE 4 - SAFEGUARD INTEGRITY IN CORPORATE REPORTING

Principle 4 identifies that a Company should have formal and rigorous processes that independently verify and safeguard the integrity of its corporate reporting.

Each of the recommendations of Principle 4, including the extent to which the Company has followed those recommendations, is discussed as follows.

4.1 Audit Committee

Given the current membership of the Board and the size, organisational complexity and scope of operations, the same efficiencies of an audit committee would not be derived from a formal committee structure. The Board has therefore not established an audit committee.

Responsibility for establishing and maintaining a framework of internal control and setting appropriate standards for the management of the Company rests with the Board in accordance with the Corporate Governance Manual. The Board is also responsible for the integrity of financial information in the financial statements; audit, accounting and financial reporting obligations; safeguarding the independence of the external auditor; and financial risk management.

4.2 CEO and CFO Certification

In accordance with Recommendation 4.2, the Board received assurance from the Chief Executive Officer and the Chief Financial Officer that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

4.3 Auditor

In accordance with recommendation 4.3, the Board ensures that the Company's external auditor attends its AGM and is available to answer questions from shareholders relevant to the audit.

The external auditor attended the Company AGM during the past financial year.

PRINCIPLE 5 - MAKE TIMELY AND BALANCED DISCLOSURE

Principle 5 identifies that a Company should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities.

Each of the recommendations of Principle 5, including the extent to which the Company has followed those recommendations, is discussed as follows.

5.1 Disclosure Policy

The Company is committed to promoting investor confidence and ensuring that shareholders and the market are provided with timely and balanced disclosure of all material matters concerning the Company, as well as ensuring that all shareholders have equal and timely access to externally available information issued by the Company, and takes its continuous disclosure obligations seriously. The Board has designated the Company Secretary as the person responsible for overseeing and co-ordinating disclosure of information to the ASX as well as communicating with the ASX.

In accordance with the ASX Listing Rules, the Company immediately notifies the ASX of information:

1. Concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's shares; and

2. That would, or would be likely to influence persons who commonly invest in securities in deciding whether to acquire or dispose the Company's shares.

Such matters are advised to the ASX immediately they are identified as being material. Upon confirmation of receipt from the ASX, the Company posts all information disclosed in accordance with this policy on its website in an area accessible to the public.

Given the size of the Company, a formal continuous disclosure policy has not been adopted and Recommendation 5.1 has not been followed.

PRINCIPLE 6 - RESPECT THE RIGHTS OF SECURITY HOLDERS

Principle 6 identifies that a Company should respect the rights of its security holders by providing them with appropriate information and facilities to allow them to exercise those rights effectively.

Each of the recommendations of Principle 6, including the extent to which the Company has followed those recommendations, is discussed as follows.

6.1 Company Website

In accordance with Recommendation 6.1, the Company maintains a corporate governance section on its website where all relevant corporate governance information can be accessed.

6.2 Communication Policy

The Company's Board respects the rights of its shareholders and to facilitate the effective exercise of those rights, it has adopted an informal policy on communication with shareholders and implemented a set of processes to ensure timely and effective communication with shareholders and the wider investment community. The Company is committed to:

- communicating effectively with shareholders through releases to the market via the ASX, the Company's website, information mailed to shareholders and the general meetings of the Company;
- giving shareholders ready access to balanced and understandable information about the Company and corporate proposals;
- making it easy for shareholders to participate in general meetings of the Company and ask questions regarding the conduct of audit and the functioning of the Company generally; and
- making it possible for shareholders to receive communication by electronic means.

The Company also makes available a telephone number and email address for shareholders to make enquiries of the Company.

A formal Shareholder Communications Policy has not been adopted given the Company's size and nature of operations, and therefore Recommendation 6.2 has not been followed.

6.3 Meetings of Security Holders

The Board encourages full participation of shareholders at the Annual General Meeting in accordance with Recommendation 6.3, to ensure a high level of accountability and identification with the Company's strategy and goals. Shareholders are requested to vote on the appointment and aggregate remuneration of directors, the granting of options and shares to directors, the remuneration report and other important considerations relevant to the Company at that time.

6.4 Electronic Communication

The Company encourages shareholders to receive communications electronically in accordance with Recommendation 6.4. Information on lodging e-mail addresses with the Company is available on the Company's website and via the Company's share registry.

PRINCIPLE 7 - RECOGNISE AND MANAGE RISK

Principle 7 identifies that a Company should establish a sound risk management framework and periodically review the effectiveness of that framework.

Each of the recommendations of Principle 7, including the extent to which the Company has followed those recommendations, is discussed as follows.

7.1 Risk Committee

The Board is responsible for the identification, monitoring and management of significant business risks and the implementation of appropriate levels of internal control, recognising however, that no cost effective internal control system will preclude all errors and irregularities. The Board regularly reviews and monitors areas of significant business risk.

Due to the size of the Company, the number of officers and employees and the nature of the business, a formal risk management policy and internal compliance and control system have not been implemented.

The risk management functions and oversight of material business risks are performed by the Board.

7.2 Annual Risk Review

Given the nature and size of the Company, the Board did not complete a formal review of the Company's risk management framework in the past financial year as provided by Recommendation 7.2.

7.3 Internal Audit

The Company did not have an internal audit function for the past year as provided by Recommendation 7.3. The internal audit function is carried out by the Board, which continually considers the entity's risk management effectiveness and associated internal control procedures. The Company does not have an internal audit department nor does it have an internal auditor. The size of the Company does not warrant the need or the cost of appointing an internal auditor.

7.4 Sustainability Risks

In accordance with Recommendation 7.4, the Company does not have any material exposure to economic, environmental and social sustainability risks other than as disclosed in accordance with its continuous disclosure obligations in its Annual Report and ASX announcements.

PRINCIPLE 8 - REMUNERATE FAIRLY AND RESPONSIBLY

Principle 8 identifies that a Company should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract, retain and motivate high quality senior executives and to align their interests with the creation of value for security holders.

Each of the recommendations of Principle 8, including the extent to which the Company has followed those recommendations, is discussed as follows.

8.1 Remuneration Committee

Given the current membership of the Board and the size, organisational complexity and scope of operations, the same efficiencies of a remuneration committee would not be derived from a formal committee structure. The Board has not established a remuneration committee and the responsibility for the Company's remuneration policy rests with the Board.

8.2 Remuneration Policy

The Board is responsible for reviewing and recommending remuneration packages and policies applicable to non-executive directors, executive directors and executive management of the Company. It is also responsible for reviewing and recommending appropriate grant of any equity securities.

The remuneration objective is to adopt policies, processes and practices to:

- attract and retain appropriately qualified and experienced directors and executives who will add value; and

- adopt reward programmes which are fair and responsible and in accordance with principles of good corporate governance, which dictates a need to align director and executive entitlements with shareholder objectives.

The Board conducts reviews based on individual performance, trends in comparative companies and the need for a balance between fixed remuneration and non-cash incentive remuneration.

Remuneration packages for executive directors and senior executives comprise fixed remuneration and may include bonuses or equity based remuneration as per individual contractual agreements or at the discretion of the Board where no contractual agreement exists.

Non-Executive director remuneration is a fixed annual amount of director fees, the total of which is within the aggregate amount fixed by shareholders at general meeting. Any amendments to the maximum sum must be approved by the Company's shareholders at a general meeting.

The Company has entered into employment agreements with executives, on those terms noted in the Remuneration Report.

8.3 Security Trading Policy

The Company has adopted a Securities Trading Policy pursuant to ASX Listing Rule 12.9. A copy of the policy is available on the Company's website.

Directors, senior executives and employees are required to advise the Chairperson and Company Secretary of their intentions prior to undertaking any transaction in the Company's securities. If a Director, senior executive or employee is considered to possess unpublished market price sensitive information, they will be precluded from making a security transaction until after the time of public release of that information.

That policy prohibits Directors and employees from engaging in hedging arrangements over unvested securities issued pursuant to an employee option plan.

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DIRECTORS' REPORT

Your Directors present their report, together with the financial statements, of the Company for the financial year ended 30 June 2018.

1. Directors

The Directors of the Company at any time during the year or since the end of the year are listed below. During the year there were 7 meetings of the full board of Directors. The meetings attended by each Director were:-

Directors	Status	Eligible to Attend	Attended
Min Yang	Non-Executive Chairman	7	7
Grant Thomas (Resigned 19 February 2018)	Managing Director	5	5
Geoff Baker (Appointed 8 August 2017)	Non-Executive Director	6	6
Dongmei Ye	Non-Executive Director	7	7
Mark Derriman (Appointed 24 May 2018)	Executive Director	-	-

2. Information on Directors

Min Yang

Non-Executive Chairman (appointed director on 10 May 2012; and Chairman on 22 August 2013)

Ms Min Yang is Executive Chairman of ASF Group Limited. ASF is a creator and facilitator of two-way cross-border investments, trade and technology transfers between China and Australia.

She has extensive business connections in the Asia Pacific region especially greater China and has over twenty years of hands-on experience dealing with both private and state-run businesses in China. Over the years, Min Yang has been involved in transactions in a range of sectors including resources, property, travel and financial investment.

Directorships held in other listed companies in the last 3 years: ASF Group Limited, Rey Resources Limited, Key Petroleum Limited and Metaliko Resources Ltd (resigned 27 October 2016).

Geoff Baker B.Com., LLB., MBA

Non-Executive Director (15 February 2013 to 26 June 2017, reappointed 8 August 2017)

For the past 20 years Mr Baker has been active in China working in law and conducting a practice in assisting companies doing business in the region. As an experienced lawyer qualified to practice in Australia and Hong Kong, Mr Baker provides valuable assistance to ASF's international operations and in particular to the negotiation, structuring and implementation of joint venture and co-operation agreements with ASF's key strategic partners.

Directorships held in other listed companies in the last 3 years: ASF Group Limited, Rey Resources Limited, Key Petroleum Limited and Metaliko Resources Ltd (resigned 9 January 2017).

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Dongmei Ye MAcc., CPA

Independent Non-Executive Director (appointed 15 October 2014)

Ms Ye holds a Master of Accounting from Macquarie University and is a Member of CPA Australia.

Ms Ye has worked with a firm of Chartered Accountants in Australia and has gained extensive experiences in the areas of business restructuring and tax planning in a number of industries both in Australia and internationally. She also has extensive experience in corporate finance in Hong Kong and China and with Australian Listed Companies.

Mark Derriman, BSc (Hons), MappSc, MBA, MAIG RPGeo

Executive Director (appointed 24 May 2018)

Mr Derriman was appointed General Manager overseeing operations of the Company on 22 February 2018 and subsequently appointed as Executive Director on 24 May 2018.

Mr Derriman is an exploration geologist with over 30 years' experience in near mine and regional exploration, joint venture management and overall management of exploration projects. He has worked in a variety of geological environments across Australia and is experienced in the various jurisdictional statutory requirements. His primary experience is in gold and base metals as well as management of exploration programs for coal, iron ore and bauxite. Prior to commencing as a Director of ActivEX Limited Mark was employed as Chief Operations Officer for Queensland Bauxite where he was primarily responsible for raising \$5m in capital and management of bauxite exploration activities in Queensland. Subsequent to Queensland Bauxite, Mr Derriman set up Rock Tiger Mineral Exploration Services which specialises in managing exploration activities for ASX listed companies.

Mr Derriman is a Member of the AIG(MAIG) and holds Registered Professional Geologist(RPGeo) accreditation.

Grant Thomas B. Sc. (Hons), AusIMM, MAIG

Mr Thomas was appointed as a director on 29 July 2013 and was the Company's Managing Director from 14 January 2014 until 19 February 2018.

Mr Thomas has over 30 years of professional experience covering mineral exploration and resource project evaluations for several minerals, including iron ore, gold, copper, lead, zinc, uranium, fluorspar and coal in Australia, China, South Africa, Tajikistan, Kazakhstan, Brazil and Mongolia.

3. Directors Interests

The relevant interest of each director in shares or other securities issued by the Company and other related bodies corporate, as noted by the directors to the Australian Securities Exchange in accordance with section 205G(1) of the Corporations Act 2001, at the date of this report is as follows:

Directors	Shares	Options
Min Yang	-	-
Geoff Baker	-	-
Dongmei Ye	-	-
Mark Derriman	-	-

In addition, Ms Yang and Mr Baker are directors of ASF Group Limited which has a relevant interest in the Company of 34,769,079 Shares.

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4. Company Secretary

Craig McPherson B.Com, CA

Mr McPherson was appointed Company Secretary on 4 March 2015.

Mr McPherson graduated with a Bachelor of Commerce from the University of Queensland and is a member of Chartered Accountants Australia and New Zealand (CAANZ). Mr McPherson has in excess of 15 years commercial experience, the last 10 years within the mineral resources sector for Australian and international companies. Mr McPherson has acted as Company Secretary for both ASX and TSX listed public companies.

5. Principal Activities

The principal activity of the Company during the course of the year was minerals exploration. The Company holds mineral exploration tenements in Queensland and one mining lease in Western Australia. The Company's focus is on exploration for gold and copper deposits across its Queensland tenements. There was no significant change in the principal activity during the year.

The Company's business model is to focus on exploration with the objective to be a sustainable minerals exploration company.

6. Review of Operations & Operating Results

For the year ended 30 June 2018, operating loss of the Company before income tax was \$648,677, a decrease of approximately 44% compared with loss for the last year of \$1,157,203.

During the year, the Company obtained a standby loan facility of up to \$1 million from ASF Group Limited for a term of 12 months at the interest rate of 12% per annum. As at 30 June 2018, a total of \$735,288 loan facility (inclusive of accrued interest) had been drawn down.

During the year the Company completed 23 Reverse Circulation drill holes at the Gilberton Project and collected 205 rock chip samples at the Cloncurry Project. In addition, in geological prospecting was carried out at the Ravenswood Project. Project descriptions are set out in the Company Overview section of the Annual Report. The Company is in the process of developing an exploration strategy to advance all the projects in 2018 - 2019.

Occupational Health and Safety

The Company suffered no lost time injuries during the year.

Diversity

The Company has a policy of diversity in employment. As at the date of this Annual Report, 50% of Board Members are female.

Financial Position

The financial statements have been prepared on the basis of accounting principles applicable to a "going concern" which assumes the Company will continue in operation for the foreseeable future and will be able to realise its assets and discharge its liabilities in the normal course of operations.

At 30 June 2018, the Company had \$48,889 (2017: \$909,609) in cash. Capitalised mineral exploration and evaluation expenditure carried forward was \$9,444,678 (2017: \$8,625,566). The Company had net assets of \$8,859,872 (2017: \$9,508,549). Conditions of exploration permits held include minimum expenditure commitments. Committed exploration & evaluation expenditure and operating leases in the next 12 months totals \$1,419,060.

The Company currently undertakes exploration activities on a number of projects. The Company's ability to continue with its planned exploration activities is dependent on having funding available.

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The Company currently has no source of operating cash inflow, but it does have the ability to seek to raise funds as and when required to complete its exploration activities. On 14 November 2017, a loan facility agreement was entered into between the Company and ASF Group Limited (“ASF”), pursuant to which ASF will provide up to \$1 million unsecured loan facility to the Company for a term of 12 months, at the interest rate of 12% per annum. As at 30 June 2018, a total of \$735,288 loan facility (inclusive of accrued interest) had been drawn down by the Company. Since balance date the Company has extended the loan facility to \$2 million maturing 31 December 2019. The Company is also undertaking a technical review of its exploration projects which may result in farm-in arrangements on its tenements.

Whilst the Directors are confident that further funds can be raised when required there is no guarantee that such funds can and will be raised. Should sufficient funding not be available the Company intends on reducing expenditure in line with its available funding.

Directors have formed the view that it is appropriate to prepare the financial report on a going concern basis.

7. Dividends

No dividend has been proposed or paid since the start of the year.

8. Significant Changes in the State of Affairs

The following significant changes in the state of affairs of the Company have occurred during the financial year:

- On 14 November 2017, a loan facility agreement was entered into between the Company and ASF pursuant to which ASF will provide up to \$1 million unsecured loan facility to the Company for a term of 12 months, at the interest rate of 12% per annum.
- On 12 December 2017, the Company announced the extension of its on-market share buy-back proposal (“Buy-back Proposal”). Under the rules for the Buy-back Proposal, the Company can purchase on the ASX up to 10% of its issued shares within 12 months from 2 January 2018.
- On 19 February 2018, the Company announced that Mr Grant Thomas resigned as Managing Director of the Company.
- On 24 May 2018, the Company announced the appointment of Mr Mark Derriman as Director of the Company.

There were no other significant changes in the state of affairs of the Company during the year.

9. Events Subsequent to Balance Date

As set out in section 6 above, the Company has extended its loan facility and is undertaking a technical review of its exploration projects. No other matters or circumstances have arisen since the end of the reporting period, which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

10. Likely Developments

The Company will continue to pursue its objective of exploration and evaluation for gold and copper mineralisation with the objective of eventually developing a commercially viable mining operation. The Company will also continue to investigate other projects and opportunities involving those activities.

Au Resource Company Limited (“Au Resource”) is currently carrying out technical review on the Company’s tenements and upon completion of the review, Au Resource may enter into Farm-in Agreement with the Company on some of the prospective tenements.

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Further information about likely developments in the operations of the Company have not been included in this report because disclosure of the information would be likely to result in unreasonable prejudice to the Company and given the nature of exploration and evaluation it does not have sufficient certainty.

Risks associated with the Company pursuing these activities relate to the general risks involved in exploration activities.

11. Remuneration Report - Audited

This report details the nature and amount of remuneration for each Director and other key management personnel.

Remuneration Policy

The Company's remuneration policy seeks to align Director and executive objectives with those of shareholders and business, while at the same time, recognising the early development stage of the Company and the criticality of funds being utilised to achieve development objectives. The Board believes that the current policy has been appropriate and effective in achieving a balance of objectives.

The Company's policy for determining the nature and amount of remuneration of board members and key management of the Company is set out below.

The remuneration structure for executives is based on a number of factors, including length of service, particular experience of the individual concerned, market factors and overall performance of the Company.

Board policy is to remunerate non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The maximum aggregate annual amount of fees that can be paid to non-executive Directors is subject to approval by shareholders at the Annual General Meeting and is not linked to the performance of the Company. Non-executive Directors may also be awarded equity based performance remuneration. The maximum aggregate annual amount of fees that can be paid to non-executive Directors approved by shareholders is currently \$150,000.

The Company's remuneration policy provides for long-term incentives through participation in the Company's Employee and Officers Share Option Plan. Company policy prohibits holders of such options from entering hedge arrangements on any unvested options. Further details on options issued under the Plan are set out in Note 19 in the financial statements. The Company currently does not have any other performance-based incentive component built into Director and executive remuneration. Nor does the Company remunerate any management personnel with securities that are not performance based.

KMP or closely related parties of KMP are prohibited from entering into hedge arrangements that would have the effect of limiting the risk exposure relating to the remuneration.

The Company does not engage remuneration consultants. The Board of Directors is responsible for determining and reviewing the Company's remuneration policy, remuneration levels and performance of both executive and non-executive Directors. Independent external advice will be sought when required.

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DIRECTORS' REPORT

The remuneration of each Director and key officer of the Company during the year was as follows:

2018 Key Management Personnel	Short Term Benefits		Termination Benefits	Post- employment Superannuation	Long Term Benefits	Total
	Salary & Fees	Non-Cash Benefits				
Grant Thomas ¹	160,142	-	58,708	15,213	-	234,063
Min Yang ²	36,000	-	-	-	-	36,000
Geoff Baker ²	36,000	-	-	-	-	36,000
Dongmei Ye ²	36,000	-	-	-	-	36,000
Mark Derriman ^{2,3}	20,000	-	-	-	-	20,000
	288,142	-	58,708	15,213	-	362,063

2017 Key Management Personnel	Short Term Benefits		Termination Benefits	Post- employment Superannuation	Long Term Benefits	Total
	Salary & Fees	Non-Cash Benefits				
Grant Thomas ¹	254,400	-	-	24,168	-	278,568
Min Yang ²	36,000	-	-	-	-	36,000
Geoff Baker ²	36,000	-	-	-	-	36,000
Dongmei Ye ²	36,000	-	-	-	-	36,000
	362,400	-	-	24,168	-	386,568

¹ Mr Grant Thomas resigned as Managing Director on 19 February 2018.

² See related parties below.

³ Mr Mark Derriman was appointed on 22 February 2018 and as Executive Director on 24 May 2018.

Securities Received that are not Performance-related

No Key Management Personnel are entitled to receive securities that are not performance-based as part of their remuneration package.

Cash Bonuses, Performance-related Bonuses and Share-based Payments

There were no cash bonuses, performance-related bonuses or share-based payments by the Company during the year (2017: NIL).

Other Transactions with KMP and/or Related Parties

During the year the Company paid Luxe Hill Limited an entity controlled by Ms Min Yang, a Director of the Company, director fees of \$36,000 (2017: \$36,000).

During the year the Company paid Gold Star Industry Limited an entity controlled by Mr Geoff R. Baker, a Director of the Company, director fees of \$36,000 (2017: \$36,000).

During the year the Company paid Star Surpass Limited an entity controlled by Ms Dongmei Ye, a Director of the Company, director fees of \$36,000 (2017: \$36,000).

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KMP Shareholdings and Option Holdings

(a) Number of shares held by Key Management Personnel

2018	Balance 1 July 2017	Impact of Share Consolidation	Options Exercised	Purchased/ (Sold)	Balance 30 June 2018
Grant Thomas	-	-	-	-	-
Min Yang	-	-	-	-	-
Geoff Baker	-	-	-	-	-
Dongmei Ye	-	-	-	-	-
Mark Derriman	-	-	-	-	-
Total	-	-	-	-	-

2017	Balance 1 July 2016	Impact of Share Consolidation	Options Exercised	Purchased/ (Sold)	Balance 30 June 2017
Grant Thomas	-	-	-	-	-
Min Yang	-	-	-	-	-
Geoff Baker	-	-	-	-	-
Dongmei Ye ¹	125,964,250	(100,771,400)	-	(25,192,850)	-
Total	125,964,250	(100,771,400)	-	(25,192,850)	-

¹ Represents shares held directly, indirectly or beneficially.

In addition to the above holdings, directors Ms Yang and Mr Baker are directors of ASF Group Limited which beneficially holds 34,769,079 shares in the Company at 30 June 2018.

(b) Number of Options Held by Key Management Personnel

There were no options over ordinary shares in the Company held by key management personnel at any time during the current year or prior year.

Employment Details of Key Management Personnel

Following are employment details of persons who were key management personnel of the Company during the financial period.

Key Management Personnel	Position held at 30 June 2018	Contract Details	Proportion of Remuneration:		Total
			Related to performance	Not related to performance	
			Incentives	Fixed	
Min Yang	Non-executive Chairman	No fixed term, termination as provided by Corporations Act	-	100%	100%
Geoff R Baker	Non-executive Director	No fixed term, termination as provided by Corporations Act	-	100%	100%
Dongmei Ye	Non-executive Director	No fixed term, termination as provided by Corporations Act	-	100%	100%
Mark Derriman	General Manager/ Executive Director	12 months from 22 February 2018 and can be extended by mutual agreement. The contract can be terminated by either party giving to the other party not less than one month prior written notice.	-	100%	100%
Grant Thomas (resigned 19 February 2018)	Managing Director	3 months' notice to terminate	-	100%	100%

Other than Mr Derriman, no directors have formalised contracts.

ACTIVEX LIMITED
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DIRECTORS' REPORT

Options Granted as Remuneration

There were no options over ordinary shares in the Company granted as compensation to key management personnel during the current year or prior year.

In addition, no options have been granted as compensation to key management personnel since the end of the year.

No options have been exercised in the current or prior years that were granted as compensation.

Company Performance, Shareholder Wealth and Director and Executive Remuneration

As outlined above, the Company's remuneration policy seeks to align Directors' and executives' objectives with shareholders and business, whilst recognising the developmental stage of the Company. The following table shows some key performance data of the Company for the last 4 years, together with the share price at the end of the respective financial years.

	2015	2016	2017	2018
Exploration expenditure (\$)	797,175	1,041,137	1,220,081	849,157
Exploration tenements (no.)	35	36	36	30
Net assets (\$)	8,039,609	9,378,831	9,508,549	8,859,872
Share Price at Year-end (\$)	0.175 *	0.045 *	0.17	0.12
Dividends Paid (\$)	NIL	NIL	NIL	NIL

* Adjusted for 5 into 1 share consolidation in 2016

12. Indemnifying Officers and Auditor

During the year the Company paid insurance premiums to insure each of the Directors and Officers of the Company against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of Director of the Company, other than conduct involving a wilful breach of duty in relation to the Company. The contracts include a prohibition on disclosure of the premium paid and nature of the liabilities covered under the policy.

The Company has in place Deeds with each of the Directors whereby the Company has agreed to provide certain indemnities to each Director to the extent permitted by the Corporations Act and to use its best endeavours to obtain and maintain Directors' and Officers' indemnity insurance, subject to such insurance being available at reasonable commercial terms.

The Company has not given an indemnity or entered into an agreement to indemnify, or paid or agreed to pay insurance premiums in respect of any person who is or has been an auditor of the Company or a related body corporate during the year and up to the date of this report.

13. Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of ActivEX Limited support and where practicable or appropriate have adhered to the ASX Principles of Corporate Governance. The Company's corporate governance statement is contained within its annual report.

14. Options

At the date of this report, there were no unissued ordinary shares of the Company under options. Options on issue during the year expired.

There have been no options granted over unissued shares during or since the end of the reporting period.

ACTIVEX LIMITED
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DIRECTORS' REPORT

For details of options issued to Directors and executives as remuneration, refer to the remuneration report.

15. Environmental Issues

The Company's operations are subject to environmental regulation under the law of the Commonwealth and the States of Queensland and Western Australia.

The Directors monitor the Company's compliance with environmental regulation under law, in relation to its exploration activities. After drilling at Barambah (EPM 14937) in 2012 and in Booubyjan (EPM 14476) in 2015, rehabilitation was undertaken for both tenements and the Company was informed by DEHP that the rehabilitation for EPM14476 satisfied the conditions of the EA. In respect of EPM14937, the acidic conditions of the site due to the high sulphidation state, have made rehabilitation problematic. Rehabilitation efforts were found to be inadequate upon inspection by DEHP due to inadequate erosion controls. The Company was found to be in breach of the conditions of the Environmental Authority. Tracks have been repaired, and further rehabilitation measures have been implemented and ongoing monitoring by DEHP has been positive. Other than as noted, the Directors are not aware of any compliance breach arising during the year and up to the date of this report.

16. Proceedings on Behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

17. Auditor's Independence Declaration

The auditor's independence declaration under section 307C of the Corporations Act 2001 has been received and is included in this financial report.

The Company's auditors did not perform any non-audit services during the year.

This Directors' Report, incorporating the Remuneration Report is signed in accordance with a resolution of Directors.



Min Yang
Chairman

Signed: 24th day of September 2018

ACTIVEX LIMITED
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DIRECTORS' REPORT

Competent Person Statement

The information in this report which relates to Exploration Results is based on information reviewed by Mr. Mark Derriman, who is a member of The Australian Institute of Geoscientists (1566) and Mr. Xusheng Ke, who is a Member of the Australasian Institute of Mining and Metallurgy (310766) and a Member of the Australian Institute of Geoscientists (6297).

Mr. Mark Derriman and Mr. Xusheng Ke have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activities which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.

Mr. Mark Derriman and Mr. Xusheng Ke consent to the inclusion of his name in this report and to the issue of this report in the form and context in which it appears.

Auditor's Independence Declaration

Under Section 307C of the *Corporations Act 2001*

To the Directors of ActivEX Limited

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2018 there have been no contraventions of:

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



Nexia Brisbane Audit Pty Ltd



ND Bamford
Director

Date: 24 September 2018

ACTIVEX LIMITED

ABN 11 113 452 896

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

As at 30 June 2018

	Note	2018 \$	2017 \$
Revenue	2	2,764	21,750
Other income	2	5,000	1,871
Less expenses:			
Corporate & administrative expenses		(254,886)	(270,230)
Employee benefit expense	3	(258,566)	(264,405)
Occupancy expenses		(112,944)	(111,644)
Current year exploration & evaluation expenditure written-off	3	(12,107)	(51,434)
Impairment - of exploration assets	3	(17,938)	(483,112)
Loss before income tax		(648,677)	(1,157,203)
Tax expense	4	-	-
Loss for the year		(648,677)	(1,157,203)
Other comprehensive income		-	-
Total comprehensive income for the year, attributable to members of the entity		(648,677)	(1,157,203)
Earnings per Share			
Basic earnings per share (cents)	23	(0.37)	(0.71)
Diluted earnings per share (cents)	23	(0.37)	(0.71)

The accompanying notes form part of these financial statements.

ACTIVEX LIMITED
 ABN 11 113 452 896
STATEMENT OF FINANCIAL POSITION
 As at 30 June 2018

	Note	2018 \$	2017 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	5	48,889	909,609
Trade and other receivables	6	-	7,303
Other assets	7	70,982	94,590
Total Current Assets		119,871	1,011,502
NON-CURRENT ASSETS			
Property, plant and equipment	8	9,935	33,595
Exploration and evaluation assets	9	9,444,678	8,625,566
Trade and other receivables	6	66,940	69,440
Total Non-Current Assets		9,521,553	8,728,601
TOTAL ASSETS		9,641,424	9,740,103
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	10	30,215	71,095
Provisions	11	16,049	160,459
Borrowings	12	735,288	-
Total Current Liabilities		781,552	231,554
NON-CURRENT LIABILITIES			
Total Non-Current Liabilities		-	-
TOTAL LIABILITIES		781,552	231,554
NET ASSETS		8,859,872	9,508,549
EQUITY			
Issued capital	13	20,739,271	20,739,271
Reserves	14	-	-
Retained earnings		(11,879,399)	(11,230,722)
TOTAL EQUITY		8,859,872	9,508,549

The accompanying notes form part of these financial statements.

ACTIVEX LIMITED
 ABN 11 113 452 896
STATEMENT OF CHANGES IN EQUITY
 For the year ended 30 June 2018

	Note	Share Capital \$	Option Reserve \$	Retained Earnings \$	Total Equity \$
Balance at 1 July 2016		19,452,350	332,749	(10,406,268)	9,378,831
Shares issued during the year	13	1,307,686	-	-	1,307,686
Share buyback		(7,459)	-	-	(7,459)
Transaction Costs		(13,306)	-	-	(13,306)
Option Reserve transferred		-	(332,749)	332,749	-
Total comprehensive loss for the year		-	-	(1,157,203)	(1,157,203)
Balance at 30 June 2017		20,739,271	-	(11,230,722)	9,508,549
Shares issued during the year		-	-	-	-
Share buyback		-	-	-	-
Transaction Costs		-	-	-	-
Total comprehensive loss for the year		-	-	(648,677)	(648,677)
Balance at 30 June 2018		20,739,271	-	(11,879,399)	8,859,872

The accompanying notes form part of these financial statements.

ACTIVEX LIMITED
 ABN 11 113 452 896
STATEMENT OF CASH FLOWS
 For the year ended 30 June 2018

	Note	2018 \$	2017 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		(736,434)	(693,024)
Interest received	2	2,764	21,750
Proceeds from insurance recoveries	2	-	1,871
Net cash provided by (used in) operating activities	15	(733,670)	(669,403)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment	8	-	(15,095)
Proceed from disposal of property, plant & equipment		5,000	-
Capitalised exploration expenditure	9	(837,050)	(1,168,648)
Net cash provided by (used in) investing activities		(832,050)	(1,183,743)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		-	1,307,686
Share buy back		-	(7,459)
Transaction costs of shares issued		-	(13,306)
Proceeds from loans and borrowings		705,000	-
Net cash provided by (used in) financing activities		705,000	1,286,921
Net increase/(decrease) in cash held		(860,720)	(566,225)
Cash and equivalents at beginning of year		909,609	1,475,834
Cash and cash equivalents at 30 June	5	48,889	909,609

The accompanying notes form part of these financial statements.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is a general purpose financial report that has been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards, and Interpretations of the Australian Accounting Standards Board, and International Financial Reporting Standards as issued by the International Accounting Standards Board. The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

ActivEX Limited is a listed public company, incorporated and domiciled in Australia. Except for the cash flow information, the financial report has been prepared on an accruals basis and is based on historical cost modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and liabilities. The financial statements were authorised for issue by the directors as at the date of the directors' declaration.

Continued Operations and Future Funding

The financial statements have been prepared on a going concern basis which contemplates that the Company will continue to meet its commitments and can therefore continue normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

At 30 June 2018, current assets total \$119,871 (including cash \$48,889) and current liabilities total \$781,552 (including borrowings \$735,288).

The ability of the Company to settle its liabilities and execute its currently planned exploration and evaluation activities requires the Company to raise additional funds within the next 12 months, and beyond. Because of the nature of its operations the Directors recognise that there is a need on an ongoing basis for the Company to regularly raise additional cash to fund future exploration activity and meet other necessary corporate expenditure. Accordingly, when necessary, the Company investigates various options for raising additional funds which may include but is not limited to an issue of shares, borrowings, a farm-out of an interest in one of more exploration tenements or the sale of exploration assets where increased value has been created through previous exploration activity. As set out in Note 12, since balance date the Company has extended its loan facility to \$2 million, maturing 31 December 2019. The Company is also undertaking a technical review of its exploration projects which may result in farm-in arrangements on its tenements.

As a result, the Directors have concluded that in the current circumstances there exists a significant uncertainty that may cast doubt over the Company's ability to continue as a going concern. Nevertheless, after taking into account the extended loan facility and various other funding options available, the Directors have a reasonable expectation that the Company will be successful with future fund raising initiatives and, as a result, will have adequate resources to fund its future operational requirements and for these reasons they continue to adopt the going concern basis in preparing the financial report.

The financial report does not include any adjustments relating to the recoverability or classification of recorded asset amounts or to the amounts or classification of liabilities that might be necessary should the Company not be able to continue as a going concern.

Income Tax

The income tax expense (income) for the year comprises current income tax expense (income) and deferred tax expense (income).

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income Tax (continued)

Current income tax expense charged to the profit or loss is the tax payable on taxable income. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority, using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense (income) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised. The availability and benefit of unused tax losses is also dependent on the Company deriving future assessable income of a nature and amount sufficient to enable the losses to be realised, and on the Company's compliance with the conditions of deductibility imposed by the relevant legislation.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Property, Plant and Equipment

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

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 that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The depreciable amount of all fixed assets is depreciated on a straight-line basis over their useful lives to the Company 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 plant and equipment are in the range between 20% and 40%.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property, Plant and Equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are recognised in profit or loss in the period in which they arise.

Exploration and Evaluation Assets

Exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised where the Company has right of tenure, to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit or loss 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. Recoverability of the carrying amount of the exploration and evaluation assets is dependent on the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Costs of site restoration are provided for where the Company has a legal or constructive obligation.

Financial Instruments

Initial Recognition and Measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets this is equivalent to the date that the Company commits itself to either the purchase or sale of the asset (i.e. trade date account is adopted).

Financial instruments are initially measured at fair value plus transactions costs, except where the instrument is classified at fair value through profit or loss, in which case transaction costs are expensed to profit or loss immediately.

Classification and subsequent measurement

Financial instruments are subsequently measured at fair value, amortised cost using the effective interest method, or cost.

Amortised cost is calculated as the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment, and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the effective interest method.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial Instruments (continued)

The effective interest method is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) over the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying amount with a consequential recognition of an income or expense item in profit or loss.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial liability is derecognised.

Impairment

A financial asset (or a group of financial assets) is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events (a "loss event") having occurred, which has an impact on the estimated future cash flows of the financial asset(s).

In the case of financial assets carried at amortised cost, loss events may include: indications that the debtors or a group of debtors are experiencing significant financial difficulty, default or delinquency in interest or principal payments; indications that they will enter bankruptcy or other financial reorganisation; and changes in arrears or economic conditions that correlate with defaults.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of three months or less.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment of Assets

At the end of each reporting period, the Company assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Equity Settled Compensation

The Company operates an employee share and option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve and statement of profit and loss respectively. The fair value of options is determined using a binomial pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

Employee Benefits

Short-term employee benefits

Provision is made for the Company's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Company's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position. The Company's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Other long-term employee benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the terms of the obligations.

Any re-measurements for changes in assumptions of obligations for other long-term employee benefits are recognised in profit or loss in the periods in which the changes occur.

The Company's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the Company does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured. Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

Issued Capital

Ordinary shares are classified as equity. Transaction costs (net of tax where the deduction can be utilised) arising on the issue of ordinary shares are recognised in equity as a reduction of the share proceeds received.

Revenue and Other Income

Interest revenue is recognised using the effective interest method.

Other Income is recognised when the Company obtains control over the funds, which is at the time of receipt.

All revenue is stated net of the amount of GST.

Trade and Other Receivables

Trade and other receivables include amounts due in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Trade and Other Receivables (continued)

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment.

Trade and Other Payables

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

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 (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

Leases

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

Critical Accounting Estimates and Judgements

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Company.

The Company makes estimates and judgments in applying the accounting policies. Critical judgments in respect of accounting policies relate to the exploration and evaluation assets, whereby exploration and evaluation expenditure is capitalised in certain circumstances. Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation, or sale, of the respective areas of interest.

ACTIVEX LIMITED

ABN 11 113 452 896

Notes to the Financial Statements For the year ended 30 June 2018

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Key Estimates

Impairment - general

The Company assesses impairment at the end of each reporting period by evaluating conditions and events specific to the Company that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

Key Judgements

Exploration and Evaluation Expenditure

The Company capitalises expenditure relating to exploration and evaluation where it is considered likely to be recoverable or where the activities have not reached a stage that permits a reasonable assessment of the existence of reserves.

Going Concern

Refer comments in Note 1 on Continued Operations and Future Funding.

Fair Value of Assets and Liabilities

The Company may measure some of its assets and liabilities at fair value on either a recurring or non-recurring basis after initial recognition, depending on the requirements of the applicable Accounting Standard. Currently there are no assets or liabilities measured at fair value.

New Accounting Standards for Application in Future Periods

Accounting Standards issued by the AASB that are not yet mandatorily applicable to the Company, together with an assessment of the potential impact of such pronouncements on the Company when adopted in future periods, are discussed below:

AASB 9: Financial Instruments and associated Amending Standards (applicable to annual reporting periods beginning on or after 1 January 2019).

The Standard will be applicable retrospectively and includes revised requirements for the classification and measurement of financial instruments, revised recognition and derecognition requirements for financial instruments.

The directors anticipate that the adoption of AASB 9 will have minimal impact on the Company's financial instruments.

AASB 16: Leases (applicable to annual reporting periods beginning on or after 1 January 2019).

When effective, this Standard will replace the current accounting requirements applicable to leases in AASB 117: Leases and related Interpretations. AASB 16 introduces a single lessee accounting model that eliminates the requirement for leases to be classified as operating or finance leases.

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)****New Accounting Standards for Application in Future Periods (continued)**

The transitional provisions of AASB 16 allow a lessee to either retrospectively apply the Standard to comparatives in line with AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors or recognise the cumulative effect of retrospective application as an adjustment to opening equity on the date of initial application.

The directors anticipate that the adoption of AASB 16 will have minimal impact on the Company's financial statements.

NOTE 2: REVENUE & OTHER INCOME

	2018	2017
	\$	\$
Revenue		
Interest received from unrelated parties	2,764	21,750
Other income		
Gain on disposal of asset	5,000	-
Insurance recoveries	-	1,871
	5,000	1,871

NOTE 3: EXPENSES

	2018	2017
	\$	\$
Included in expenses are the following items:		
Exploration expenditure expensed during year	12,107	51,434
Depreciation & amortisation	23,660	37,880
Rental expense on operating leases	111,682	110,736
Impairment of exploration assets	17,938	483,112
Interest payable to related entity	30,288	-
Employee benefits expenses comprises:		
Short term benefits	591,079	897,036
Contributions to defined contribution plans	31,625	77,625
Other long term benefits	(53,436)	4,715
	569,268	979,376
Less recharged to exploration & evaluation assets	(310,702)	(714,971)
	258,566	264,405

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**Notes to the Financial Statements
For the year ended 30 June 2018**

NOTE 4: INCOME TAX EXPENSE	2018	2017
	\$	\$
The prima facie tax on the operating loss is reconciled to income tax expense as follows:		
Prima facie tax benefit on loss from ordinary activities before income tax at 27.5% (2017: 27.5%)	(178,386)	(318,231)
Adjust for tax effect of:		
Tax losses and temporary differences not brought to account	178,386	318,231
Income tax expense attributable to entity	-	-
Weighted average effective tax rate	0.00%	0.00%
Deferred tax assets and liabilities not brought to account, the net benefit of which will only be realised if the conditions for deductibility set out in Note 1 occur.		
Temporary differences	(2,579,000)	(2,326,000)
Tax losses	6,127,000	5,694,000
Net unbooked deferred tax asset	3,548,000	3,368,000
The Company has unconfirmed carry forward losses of approximately \$22.3 million (2017: \$20.7 million).		
NOTE 5: CASH AND CASH EQUIVALENTS	2018	2017
	\$	\$
Cash at bank and on hand	48,889	209,609
Short term deposits	-	700,000
	48,889	909,609
Reconciliation of cash		
Cash at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:		
	48,889	909,609

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 6: TRADE AND OTHER RECEIVABLES**

	2018	2017
	\$	\$
Current:		
Other receivables	-	7,303
Non-Current:		
Deposits	66,940	69,440

Credit Risk – Trade and Other Receivables

The Company has no significant concentration of credit risk with respect to counter parties. The class of assets described as Trade and Other Receivables is considered to be the main source of credit risk related to the Company. All trade and other receivables are within normal credit terms and are therefore not considered past due or impaired.

NOTE 7: OTHER ASSETS

	2018	2017
	\$	\$
Current:		
Prepayments	70,982	94,590

NOTE 8: PLANT AND EQUIPMENT

	2018	2017
	\$	\$
At cost	417,495	448,199
Accumulated depreciation	(407,560)	(414,604)
Total plant and equipment	9,935	33,595

Reconciliation of the carrying amounts for plant and equipment is set out below:

Balance at the beginning of year	33,595	56,380
Additions	-	15,095
Depreciation expense	(23,660)	(37,880)
Total plant and equipment	9,935	33,595

ACTIVEX LIMITED

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 9: EXPLORATION AND EVALUATION ASSET****2018****2017****\$****\$**

Exploration and evaluation expenditure carried forward in respect of areas of interest are:

Exploration and evaluation phase – Company interest 100%	9,444,678	8,625,566
	<u>9,444,678</u>	<u>8,625,566</u>

Movement in exploration and evaluation expenditure:

Opening balance - at cost	8,625,566	7,940,030
Capitalised exploration, evaluation expenditure	837,050	1,168,648
Impairment of exploration assets	(17,938)	(483,112)
Carrying amount at 30 June	<u>9,444,678</u>	<u>8,625,566</u>

Recoverability of the carrying amount of exploration assets is dependent on the successful exploration and development of projects, or alternatively, through the sale of the areas of interest.

NOTE 10: TRADE & OTHER PAYABLES**2018****2017****\$****\$****Current:**

Unsecured liabilities		
Sundry payables and accrued expenses	30,215	71,095
Total payables (unsecured)	<u>30,215</u>	<u>71,095</u>

The average credit period on purchases of goods and services is 30 days.

No interest is charged on trade payables.

Financial liabilities at amortised cost classified as trade and other payables.

Trade and other payables:	<u>30,215</u>	<u>71,095</u>
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NOTE 11: PROVISIONS**2018****2017****\$****\$****Current**

Provision for annual leave benefits	16,049	107,023
Provision for long-term employee benefits	-	53,436
	<u>16,049</u>	<u>160,459</u>

Opening balance	160,459	142,625
Additional provisions	13,355	26,587
Amounts used	(157,765)	(8,753)
Balance at year end	<u>16,049</u>	<u>160,459</u>

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 12: BORROWINGS**

	2018	2017
	\$	\$
Current:		
Borrowings	735,288	-

On 14 November 2017, a loan facility agreement was entered into between the Company and ASF Group Limited ("ASF"), pursuant to which ASF will provide up to \$1 million unsecured loan facility to the Company for a term of 12 months, at the interest rate of 12% per annum. As at 30 June 2018, a total of \$735,288 loan facility (inclusive of accrued interest) had been drawn down by the Company.

Since balance date the Company has extended the loan facility to \$2 million maturing 31 December 2019. Subsequent to 30 June 2018, a further \$200,000 has been drawn down by the Company.

NOTE 13: ISSUED CAPITAL

	2018	2017
	\$	\$
177,228,401 (2017: 177,228,401) fully paid ordinary shares	20,739,271	20,739,271

(a) Ordinary shares

	2018	2017
	No.	No.
Balance at the beginning of the reporting period	177,228,401	802,747,240
Shares issued during the period:		
Issued on 17 August 2016 at \$0.01	-	5,768,600
Shares consolidation undertaken during the period		
30 November 2016	-	(646,812,638)
Share issue/buy back during the period		
Issued on 23 January 2017 at \$0.08 consideration	-	15,625,000
Buy back on 02 February 2017 at \$0.066	-	(9,272)
Buy back on 06 February 2017 at \$0.066	-	(2,529)
Buy back on 14 February 2017 at \$0.066	-	(11,000)
Buy back on 16 February 2017 at \$0.069	-	(3,000)
Buy back on 21 February 2017 at \$0.075	-	(20,000)
Buy back on 23 February 2017 at \$0.077	-	(37,000)
Buy back on 24 February 2017 at \$0.081	-	(10,000)
Buy back on 24 February 2017 at \$0.084	-	(7,000)
Balance at reporting date	177,228,401	177,228,401

On 30 November 2016, the Company completed a share consolidation. The consolidation involved the conversion of every five fully paid ordinary shares into one fully paid ordinary share.

On 12 December 2017, the Company announced the extension of its on-market share buyback program for a further 12 months from 2 January 2018.

The Company does not have authorised capital or par value in respect of its issued shares.

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

ACTIVEX LIMITED

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 13: ISSUED CAPITAL (continued)**

(b) Options numbers on issue are as follows:	2018	2017
	No.	No.
Unlisted employee & officer options		
Balance at beginning of period	-	1,100,000
Expired on 31 August 2016	-	(400,000)
Options consolidation undertaken during the period:		
30 November 2016	-	(560,000)
Expired on 31 January 2017	-	(140,000)
Balance at reporting date	-	-

(c) Capital Management

Exploration companies such as ActivEX are funded primarily by share capital. The Company's debt and capital comprises its share capital and financial liabilities supported by financial assets.

Management controls the capital of the Company to ensure that it can fund its operations and continue as a going concern. No dividend will be paid while the Company is in exploration stage. There are no externally imposed capital requirements. Other than the use of borrowings in the year there are no changes to the Company's capital management policy.

NOTE 14: RESERVES**Options Reserve**

The options reserve records the amounts recognised as expenses on valuation of employee options, equity based payments for services and the net proceeds from the issue of entitlement options to all shareholders. The reserve was appropriated to retained earnings in the prior year as there were no options on issue at balance date.

NOTE 15: CASH FLOW INFORMATION

	2018	2017
	\$	\$
(a) Reconciliation of Cash Flow from Operations with Loss after Income Tax:		
Loss from ordinary activities after income tax	(648,677)	(1,157,203)
Non-cash flows in loss from ordinary activities:		
Depreciation	23,660	37,880
Impairment of exploration assets	17,938	483,112
Accrued interest expenses	30,288	-
Gain on disposal of asset	(5,000)	-
Changes in assets and liabilities:		
(Increase)/Decrease in receivables	9,803	(8,949)
(Increase)/Decrease in prepayments	23,608	(6,723)
(Decrease)/Increase in payables	(40,880)	(35,354)
(Decrease)/Increase in provisions	(144,410)	17,834
Cash flows from operations	(733,670)	(669,403)

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**Notes to the Financial Statements
For the year ended 30 June 2018**

NOTE 15: CASH FLOW INFORMATION (continued)	2018	2017
	\$	\$
(b) Changes in liabilities arising from financing activities:		
Borrowings – balance at 1 July	-	-
Cash flows – amounts borrowed	705,000	-
Non cash flows – interest accrued	30,288	-
Balance at 30 June	<u>735,288</u>	<u>-</u>

NOTE 16: RELATED PARTY TRANSACTIONS**(a) The Company's main related parties are as follows:***Key Management Personnel:*

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company, are considered key management personnel.

Director related entities:

Directors Min Yang and Geoff Baker are directors in ASF Group Limited which beneficially holds 34,769,079 Shares in the Company at 30 June 2018.

(b) Transactions with related parties:

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. The following transactions occurred with related parties:

During the year the Company paid Star Surpass Limited an entity controlled by Ms Ye, a director of the Company fees of \$36,000 (2017: \$36,000) as director's fees.

During the year the Company paid Luxe Hill Limited an entity controlled by Ms Min Yang, a director of the Company, fees of \$36,000 (2017: \$36,000) as director's fees.

During the year the Company paid Gold Star Industry Limited an entity controlled by Mr Geoff R. Baker, a director of the Company, fees of \$36,000 (2017: \$36,000) as director's fees.

During the year the Company paid ASF Group Limited ("ASF"), an entity of which Ms Yang and Mr Baker are directors, corporate service fees of \$99,600 (2017: 99,600).

During the year the Company obtained a loan facility of up to \$1 million from ASF Group Limited (refer to Note 12). Interest payable on the loan is \$30,288.

NOTE 17: COMMITMENTS	2018	2017
	\$	\$
(a) Operating Lease Commitments		
Non-cancellable operating leases contracted for but not capitalised in the financial statements, payable:		
Not later than 1 year	-	34,134
Later than 1 year but not later than 5 years	-	-
Total commitment	<u>-</u>	<u>34,134</u>

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Notes to the Financial Statements For the year ended 30 June 2018

NOTE 17: COMMITMENTS (continued)

(b) Exploration Commitments

The entity must meet minimum expenditure commitments in relation to granted exploration tenements to maintain those tenements in good standing. If the relevant mineral tenement is relinquished the expenditure commitment also ceases.

	2018	2017
The following commitments exist at balance date but have not been brought to account:	\$	\$
Not later than 1 year	1,419,060	1,718,320
Later than 1 year but not later than 5 years	4,391,434	3,921,156
Later than 5 years	107,946	10,455
Total commitment	<u>5,918,440</u>	<u>5,649,931</u>

NOTE 18: SEGMENT INFORMATION

The Company operates entirely in the mineral exploration industry, within Australia.

NOTE 19: SHARE BASED PAYMENTS

There were no share-based payment arrangements in existence during the year.

The Company established the ActivEX Limited Employees and Officers Share Option Plan on 11 April 2005. All directors, officers, employees and senior consultants (whether full or part-time) will be eligible to participate in the Plan after a qualifying period of 12 months employment by the Company or its subsidiaries.

The allocation of options under the Plan is at the discretion of the Board. The exercise price of options will be determined by the Board and will be equal to, or higher than the market value of the Company's shares at the time the Board resolves to issue the options. The total number of shares the subject of options issued under the Plan, when aggregated with other options issued under the Plan during the previous five years must not exceed five per cent of the Company's issued share capital at the time.

Options are forfeited one month after the holder ceases to be employed by the Company.

ACTIVEX LIMITED

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**Notes to the Financial Statements
For the year ended 30 June 2018****NOTE 19: SHARE BASED PAYMENTS (continued)**

All Company options granted are over ordinary shares in ActivEX Limited, which confer a right of one ordinary share per option. The options hold no voting or dividend rights. Options issued under all share based payment arrangements are summarised as:

	2018		2017	
	Number of Options	Weighted Average Exercisable Price	Number of Options	Weighted Average Exercisable Price
	No	\$	No	\$
Outstanding at the beginning of the year	-	-	1,100,000	0.030
Expired on 31 August 2016	-	-	(400,000)	-
Options consolidation 30 November 2016	-	-	(560,000)	-
Expired on 31 January 2017	-	-	(140,000)	-
Outstanding at year-end	-	-	-	-
Exercisable & vested at year-end	-	-	-	-

NOTE 20: EVENTS AFTER BALANCE SHEET DATE

As set out in Note 12, the Company has extended its loan facility with ASF. The Company is also undertaking a technical review of its exploration projects which may result in farm-in arrangements on its tenements. No other matters or circumstances have arisen since the end of the reporting period, which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

NOTE 21: AUDITORS' REMUNERATION

	2018	2017
	\$	\$
Remuneration of the auditor for:		
- auditing or reviewing the financial report	26,500	25,853
No fees were paid for non-audit services.		

NOTE 22: CONTINGENT LIABILITIES

There were no contingent liabilities at the end of the reporting period (2017: nil).

NOTE 23: EARNINGS PER SHARE

	2018	2017
	\$	\$
Net loss used to calculate basic and dilutive EPS	648,677	1,157,203
Weighted average number of ordinary shares outstanding during the period used in the calculation of basic EPS	177,228,401	163,629,073
Weighted average number of options outstanding	-	-
Weighted average number of ordinary shares outstanding during the period used in the calculation of dilutive EPS	177,228,401	163,629,073

Options to acquire ordinary shares in the Company are the only securities considered as potential ordinary shares in determination of diluted EPS. These securities are not presently dilutive and have been excluded from the calculation of diluted EPS.

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Notes to the Financial Statements For the year ended 30 June 2018

NOTE 24: KEY MANAGEMENT PERSONNEL COMPENSATION

The names of key management personnel of the entity who have held office during the financial year are:

(a) Key Management Person	Position
Mark Derriman	Director and General Manager - Executive
Grant Thomas (resigned 19 February 2018)	Managing Director - Executive
Min Yang	Non-Executive Chairman
Geoff R. Baker (resigned 26th June 2017 and reappointed 8 August 2017)	Director - Non-Executive
Dongmei Ye	Director - Non-Executive

Mr Derriman was appointed as a KMP on 22 February 2018, and as a director on 24 May 2018.

(b) Key Management Personnel Compensation	2018	2017
	\$	\$
Short-term employee benefits	346,850	362,400
Post-employment benefits	15,213	24,168
	<u>362,063</u>	<u>386,568</u>

Detailed disclosures on compensation for key management personnel are set out in the Remuneration Report included in the Directors' Report. Refer also Note 16 for fees and services provided by director related parties, in relation to the above compensation.

Short-term employee benefits

These amounts include fees and benefits paid to the non-executive chair and non-executive directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to executive directors and other KMP.

Post-employment benefits

These amounts are the current-year's estimated cost of providing for the Company's defined benefits scheme post-retirement, superannuation contributions made during the year and post-employment life insurance benefits.

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Notes to the Financial Statements For the year ended 30 June 2018

NOTE 25: FINANCIAL RISK MANAGEMENT POLICIES

The Company's financial instruments comprise of deposits with banks, accounts receivable and payables.

The totals for each category of financial instruments measured in accordance with AASB 139: Financial instruments: Recognition and measurement as detailed in the accounting policies to these financial statements as follows:

	2018	2017
Financial assets:	\$	\$
Cash and cash equivalents	48,889	909,609
Trade and other receivables	66,940	76,743
Total financial assets	115,829	986,352
Financial liabilities:		
Financial liabilities at amortised cost		
- Trade and other payables	30,215	71,095
- Borrowings	735,288	-
Total financial liabilities	765,503	71,095

(a) Financial Risk Management Policies

The Company's financial instruments mainly comprise cash balances, receivables and payables. The main purpose of these financial instruments is to provide finance for Company operations.

Risk Management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Management is responsible for developing and monitoring the risk management policies and reports to the Board.

Specific Financial Risk Exposures and Management

The main risks the Company is exposed to through its financial instruments are interest rate risk, credit risk and liquidity risk. These risks are managed through monitoring of forecast cashflows, interest rates, economic conditions and ensuring adequate funds are available.

Interest Rate Risk

The Company'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, arises in relation to the Company's bank balances and borrowings.

This risk is managed through the use of variable and fixed rates.

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Notes to the Financial Statements For the year ended 30 June 2018

NOTE 25: FINANCIAL RISK MANAGEMENT POLICIES (continued)

Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements.

Credit risk arises from exposures to deposits with financial institutions and sundry receivables.

Credit risk is managed and reviewed regularly by the finance committee. It arises from exposures to joint venture partner receivables and through deposits with financial institutions. The finance committee monitors credit risk by actively assessing the rating quality and liquidity of counter parties:

- . only banks and financial institutions with an 'A' rating are utilised
- . the carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. This risk is managed by ensuring, to the extent possible, that there is sufficient liquidity to meet liabilities when due, without incurring unacceptable losses or risking damage to the Company's reputation.

The directors manage liquidity risk by sourcing long-term funding primarily from equity sources. In the current year the Company has though used debt.

ACTIVEX LIMITED

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Notes to the Financial Statements For the year ended 30 June 2018

NOTE 25: FINANCIAL RISK MANAGEMENT POLICIES (continued)

(b) Financial liability and financial asset maturity analysis

The table below reflects an undiscounted contractual maturity analysis for financial liabilities and reflects management's expectations as to the timing of termination and realisation of financial assets and liabilities.

	2018	2017
	\$	\$
Financial assets:		
Within 1 year		
- cash and cash equivalents ¹	48,889	909,609
- trade and other receivables ²	-	7,303
	<u>48,889</u>	<u>916,912</u>
Within 1 - 2 years		
- receivables ²	66,940	69,440
Total	<u>115,829</u>	<u>986,352</u>
Financial liabilities:		
Within 1 year		
- payables ²	(30,215)	(71,095)
- borrowings ³	(735,288)	-
Total	<u>(765,503)</u>	<u>(71,095)</u>
Net (outflow) inflow:		
Within 1 year	(716,614)	845,817
Within 1 - 2 years	(66,940)	69,440
Total Net (outflow) inflow	<u>(649,674)</u>	<u>915,257</u>

1. Floating interest rates, with weighted average effective interest rate 0.76% (2017: 1.66%).
2. Non-interest bearing.
3. Outstanding loan (principal & accrued interest) due to ASF Group Limited at the interest rate of 12% per annum and with maturity date of 13 November 2018.

(c) Net Fair Values

Financial assets where the carrying amount exceeds net fair values have not been written down, as the Company intends to hold these assets to maturity.

The aggregate net fair values and carrying amounts of financial assets and liabilities are disclosed in the balance sheet and notes to the financial statements. Fair values are materially in line with carrying values.

(d) Sensitivity Analysis

The Company has performed sensitivity analysis relating to its exposure to interest rate risk. At year end, the effect on profit and equity as a result of a 1% change in the interest rate, with all other variables remaining constant would be +/- \$488 (2017: \$9,096).

NOTE 26: COMPANY DETAILS

The registered office is Suite 2, 3B Macquarie Street, Sydney NSW 2000.

ACTIVEX LIMITED
ABN 11 113 452 896
DIRECTORS' DECLARATION

The Directors of the Company declare that:

1. The attached financial statements and notes are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Australian Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards; and
 - (b) give a true and fair view of the financial position as at 30 June 2018 and of the performance of the Company for the year ended on that date.
2. In the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
3. The Directors have been given the declarations by the Chief Executive Office and Chief Finance Officer required by section 295A of the *Corporations Act 2001*.

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



Min Yang
Chairman

Dated this 24th day of September 2018

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ACTIVEX LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of ActivEX Limited (the Company), which comprises the statement of financial position as at 30 June 2018, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting **policies, and the directors' declaration.**

In our opinion, the accompanying financial report of the Company is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Company's **financial position as at 30 June 2018** and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in **the Auditor's Responsibilities for the Audit of the Financial Report** section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the **Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants** (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as **at the time of this auditor's report.**

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

Material uncertainty related to going concern

We draw attention to Note 1 in the financial report, which states that the Company's ability to settle its liabilities and execute its currently planned exploration and evaluation activities requires the Company to raise additional funds. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ACTIVEX LIMITED (CONTINUED)

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p>Carrying Value of Exploration and Evaluation Assets</p> <p><i>Refer to note 9 Exploration and Evaluation Assets</i></p> <p>As at 30 June 2018 the carrying value of exploration and evaluation assets is \$9,444,678. The Company's accounting policy in respect of exploration and evaluation assets is outlined in Note 1.</p> <p>This is a key audit matter as this is a significant asset of the Company, and the Company is conducting a strategic review of its exploration assets. Significant judgement is applied in determining whether the capitalized exploration and evaluation assets meet the recognition criteria set out in AASB 6.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • We obtained evidence as to whether the rights to tenure of the areas of interest remained current at balance date as well as confirming that rights to tenure are expected to be renewed for tenements that will expire in the near future; • We obtained evidence of the future intention for the areas of interest, including reviewing future budgeted expenditure and related work programs; • We obtained an understanding of the status of ongoing exploration programs, for the areas of interest; • We obtained evidence as to the assumptions made by management in the determination of the recoverable value of the asset.

Other information

The directors are responsible for the other information. The other information comprises the information in the **Company's** annual report for the year ended 30 June 2018, but does not include **the financial report and the auditor's report thereon.**

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ACTIVEX LIMITED (CONTINUED)

Directors' responsibility for the financial report

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

In preparing the financial report, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibility for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, **and to issue an auditor's report that includes our opinion.** Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the **Company's** internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- **Conclude on the appropriateness of the directors' use of the going concern basis of accounting** and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the **Company's ability to continue as a going concern.** If we conclude that a material uncertainty exists, we are required to draw **attention in our auditor's report to the related disclosures in the financial report** or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the **audit evidence obtained up to the date of our auditor's report.** However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ACTIVEX LIMITED (CONTINUED)

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our **auditor's report unless law or regulation precludes public disclosure** about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 31 to 34 **of the Directors' Report for the year ended 30 June 2018.**

In our opinion, the Remuneration Report of ActivEX Limited for the year ended 30 June 2018 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



Nexia Brisbane Audit Pty Ltd

N D Bamford
DirectorLevel 28, 10 Eagle Street
Brisbane, QLD, 4000

Date: 24 September 2018

ACTIVEX LIMITED

ABN 11 113 452 896

ASX ADDITIONAL INFORMATION

Following is additional information required by the ASX Limited and not disclosed elsewhere in this report.

1. Shareholding:

The following information is provided as at 13 September 2018.

(a) Distribution of Shareholders Number:

Category Number (Size of Holding)	Holders (Number)	Ordinary Shares (Number)
1 - 1,000	46	11,446
1,001 - 5,000	108	315,680
5,001 - 10,000	80	630,492
10,001 - 100,000	102	3,380,733
100,001 - and over	24	172,890,050
	360	177,228,401

(b) The number of shares held in less than marketable parcels are 34.

(c) The names of substantial shareholders listed in the Company's register are:

	Number of Shares Held	% of Total Issued Capital
ASF Gold and Copper Pty Ltd	34,769,079	19.62
Great Scheme Investments Limited	30,625,000	17.28
Union Sino Global Limited	25,590,663	14.44
Xing Mao Limited	25,192,850	14.21
Elite Ray Investments Limited	17,288,136	9.75
Start Grand Global Limited	13,425,000	7.58

(d) Voting Rights

Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting has one vote on a show of hands.

There are no voting rights attaching to the Options, but voting rights as detailed above will attach to the ordinary shares issued when the Options are exercised.

ACTIVEX LIMITED
 ABN 11 113 452 896
ASX ADDITIONAL INFORMATION

(e) Twenty Largest Holders – Ordinary Shares

	Shareholder	Number of Shares Held	% of Total Issued Capital
1.	ASF GOLD AND COPPER PTY LTD	34,769,079	19.618%
2.	GREAT SCHEME INVESTMENTS LIMITED	30,625,000	17.280%
3.	UNION SINO GLOBAL LIMITED	25,590,663	14.439%
4.	XING MAO LIMITED	25,192,850	14.215%
5.	ELITE RAY INVESTMENTS LIMITED	17,288,136	9.755%
6.	START GRAND GLOBAL LIMITED	13,425,000	7.575%
7.	BNP PARIBAS NOMS PTY LTD <UOB KH P/L AC UOB KH DRP>	6,504,194	3.670%
8.	MR JIARONG HE	4,619,013	2.606%
9.	XIAO HUI ENTERPRISES LIMITED	2,955,647	1.668%
10.	MRS YINXIN HE	2,500,000	1.411%
11.	MR DONGMING YE	1,546,789	0.873%
12.	LPD HOLDINGS (AUST) PTY LTD	1,432,736	0.808%
13.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,135,360	0.641%
14.	MR FEIXIONG YE	900,000	0.508%
15.	R C SADLEIR PTY LTD	896,745	0.506%
16.	MR GEOFF MEADE	854,868	0.482%
17.	LEEJAMES NOMINEES PTY LTD <THE HEPBURN SUPER FUND A/C>	800,000	0.451%
18.	GREENHOUSE INVESTMENTS (VIC) PTY LTD <AMF SUPER FUND A/C>	480,000	0.271%
19.	MR WEIJIANG YE	417,500	0.236%
20.	MR HONGQING WANG	290,000	0.164%
		172,223,580	97.177%

2. Registers of securities are held at the following address:

BoardRoom Pty Limited
 Level 12, 225 George Street
 SYDNEY NSW 2000

3. Securities Exchange Listing

ActivEX Limited shares are listed on the Australian Securities Exchange (ASX code: AIV).

Details of unlisted options are provided in the Directors' Report.

4. Restricted Securities

The Company has no restricted securities on issue.

ACTIVEX LIMITED
ABN 11 113 452 896
ASX ADDITIONAL INFORMATION

5. **Mining Tenements** (*tenements relinquished during the year)

EPM No & Name	% Owned
EPM 14079 Coalstoun	100%
*EPM 14121 Prospect Creek	100%
EPM 14332 Pentland	100%
EPM 14476 Boobyjan	100%
EPM 14937 Barambah	100%
EPM 14955 Mt Agate	100%
EPM 14979 Dadamarine	100%
*EPM 15055 Oxley Creek	100%
*EPM 15185 Norwood South	100%
EPM 15285 Florence Creek	100%
EPM 16265 Blairmore	100%
EPM 16327 Ban Ban	100%
EPM 17313 Malbon	100%
*EPM 17454 Camel Hill	100%
EPM 17805 Florence Flat	100%
EPM 18053 Bulonga	100%
EPM 18073 Selwyn East	100%
EPM 18424 Mt Leyshon	100%
EPM 18426 Cornishman	100%
EPM 18511 Brightlands	100%
EPM 18615 Mt Hogan	100%
EPM 18623 Gilberton	100%
EPM 18637 King Solomon	100%
*EPM 18717 Stockhaven	100%
EPM 18732 One Mile	100%
EPM 18852 Robur	100%
EPM 19207 Percy River	100%
EPM 25192 Concorde	100%
EPM 25194 Upper Mort	100%
EPM 25454 Heathrow East	100%
EPM 25455 North Camel Dam	100%
EPM 25466 Charlie Creek	100%
EPM 26232 Gum Flat	100%
EPM 26307 Split Rock	100%
M77/22 Lake Chandler	100%