



ABN 28 104 028 542

**TO: COMPANY ANNOUNCEMENTS OFFICE  
ASX LIMITED**

**DATE: 11 MARCH 2009**

**HALF-YEAR REPORT AND APPENDIX 4D FOR THE PERIOD ENDED 31 DECEMBER  
2008**

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Please find following the Half-Year Report and the Appendix 4D disclosure required per Listing Rule 4.2A.3 for the period ended 31 December 2008.

**Pat Volpe  
Chairman**

**A-Cap Resources Limited**

REGISTERED OFFICE

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**A-CAP RESOURCES LIMITED  
AND ITS CONTROLLED ENTITIES**

ACN 104 028 542

**HALF-YEAR REPORT  
31 DECEMBER 2008**

Lodged with the ASX under Listing Rule 4.2A

This information should be read in conjunction with the 30 June 2008 Annual Report.

**A-CAP RESOURCES LIMITED AND ITS CONTROLLED ENTITIES  
HALF-YEAR REPORT – 31 DECEMBER 2008****CONTENTS**

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## CORPORATE DIRECTORY

**Directors:** Mr Patrick John Volpe (Chairman)  
Dr Andrew James Tunks (Managing Director)  
Mr Henry James Stacpoole  
Dr Paul Woolrich

**Company Secretary:** Mr Richard Baker

**Registered Office:** Suite 5.10, Level 5  
737 Burwood Road  
HAWTHORN  
VICTORIA 3122  
Telephone (03) 9813 5888  
Facsimile (03) 9813 2668

**Share Registry:** Advanced Share Registry Limited  
150 Stirling Highway  
NEDLANDS WA 6009  
Telephone (08) 9389 8033  
Facsimile (08) 9389 7871

**Bankers:** National Australia Bank  
580 Church Street  
RICHMOND VIC 3121

**Auditors:** Webb Audit Pty Ltd  
Cnr Toorak & Auburn Roads  
HAWTHORN EAST VIC 3123

**Lawyers:** Menzies and Partners  
Level 9, 356 Collins Street  
MELBOURNE VIC 3000

**Stock Exchange:** ASX Limited  
Level 6, Riverside Centre  
123 Eagle Street  
BRISBANE QLD 4000

**DIRECTORS' REPORT**

Your Directors submit the financial report on the consolidated entity consisting of A-Cap Resources Ltd ("A-Cap") and the entities it controlled at the end of, or during the half-year ended 31 December 2008.

**DIRECTORS**

The following persons were Directors of A-Cap Resources Ltd during or since the end of the half-year:

Mr Patrick John Volpe  
Dr Andrew James Tunks  
Mr Henry James Stacpoole  
Dr Paul Woolrich

**REVIEW OF OPERATIONS**

In the six months to 31 December 2008 A-Cap focused strongly on exploring its Letlhakane Uranium Project in North-eastern Botswana. A brief summary of the period's activities follows.

**Letlhakane Uranium Project**

The main focus of work during the reporting period continued to be the Letlhakane Uranium Project where the results of the SRK Consulting Scoping Study were released to the ASX on 17 October 2008.

The results of the Scoping Study presented throughout this extract summary are primarily based on conceptual ideas and on the collective experience of SRK's team members and are generally not supported by adequate underlying data. At the time of this report, SRK confirms that there was insufficient exploration data and metallurgical testwork to support Indicated Mineral Resources and therefore any formal income based valuation, in accordance with the VALMIN Code, is deemed inappropriate.

**Scoping Study Results – Resource**

- At a cut off grade of 100ppm the Inferred Mineral Resource is estimated at 280 million tonnes of ore at a grade of 158ppm of  $U_3O_8$  for a contained 44,500 tonnes of  $U_3O_8$  (98 million lbs  $U_3O_8$ )
- These figures represent a 330% increase in tonnes and a 13 % increase in grade leading to a 390% increase in contained metal at the same cut-off (100ppm) when compared to the previous resource estimate.
- The Letlhakane Global Inferred Resource at a range of cut off grades is presented in the following table.

Cut off U <sub>3</sub> O <sub>8</sub>	Contained Tonnes (Million)	Av grade U <sub>3</sub> O <sub>8</sub> ppm	Contained U <sub>3</sub> O <sub>8</sub> Tonnes	Contained U <sub>3</sub> O <sub>8</sub> lbs (Millions)
100	280	158	44,690	98
125	231	166	38,380	85
150	140	184	25,720	57
175	71	204	14,560	32
200	31	228	7,110	16
225	14	249	3,410	8
250	5	277	1,290	3

- Significant areas of the resource remain open along strike and regional diamond drilling has confirmed the presence of similar styles of mineralisation up to 10km outside the boundary of the resource.

**Scoping Study Results – Production Scenarios and Costs**

- Metallurgical recoveries between 78% and 90% within the oxide and calcrete mineralisation
- Target production rates 7MdmT for 2.2Mlbs U<sub>3</sub>O<sub>8</sub> per annum
- Total cash cost of USD\$29/lb U<sub>3</sub>O<sub>8</sub>

Table 1: Comparative production figures

	Price US \$/lb	Ore Mt	Waste Mt	Grade ppm U <sub>3</sub> O <sub>8</sub>	Stripping ratio	Recovered U <sub>3</sub> O <sub>8</sub> Mlbs	Ave annual production Mlbs	Mine Life (yrs)	U <sub>3</sub> O <sub>8</sub> Produced Mlb
1	\$55	46	55	178	1.2	14	2.2	7	14.3
2	\$80	77	153	169	2	22	2.2	11	22.5

Four options were considered during the Scoping Study, the summary results below are from option one, at a production rate of 20ktpd based on a pit optimisation using a long-term price of US\$55/lb.

By examining recent price trends of the uranium spot and long term contract markets it was decided that the main thrust of the Scoping Study evaluation should focus on the modelling of option one using a US\$55/lb U<sub>3</sub>O<sub>8</sub> pit shell. Naturally mine design can be amended at later stages through cut backs and pit deepening which could extract additional ore if the uranium price moves in a positive direction over time. Evaluation of option two illustrates how the project would grow if there are positive movements in the uranium price resulting in a much larger project

Given the comprehensive nature of SRK's Scoping Study the A-Cap Board will call for tenders for the Feasibility Study in early 2009 once the results of the column leach tests are available.

**Environmental Impact Assessment (EIA ) and Water Resource Work**

A-Cap commenced an EIA study and a desktop water study in January 2009. The EIA process will be managed by Metago Environmental Engineers and Ecosurv Environmental Consultants. Both companies have extensive experience in the environmental aspects of uranium mining developments and sound track records in delivering completed EIA's on Botswana projects.

Due to the legislative need to collect baseline environmental data throughout the year reflecting both wet and dry season conditions, the EIA must run throughout a full calendar year.

A crucial aspect of the development of the Letlhakane Uranium Project will be the identification of a suitable water supply for process water needs. The water resource study will be conducted by Water Surveys Botswana and will commence with a desktop study identifying nearby aquifers based on geophysical techniques and the existing governmental borehole database.

### **Letlhakane Uranium Project Reverse Circulation (RC) Drilling**

#### **Letlhakane Reverse Circulation (Resource Upgrade) Drilling**

Infill drilling of the Calcrete and Secondary mineralisation at Mokobaesi recommenced in September 2008. Results have been promising intersecting shallow targets within 20m of surface. A total of 1,400m were drilled by the completion of the program. Hole depths were generally between 15m and 20m. At the completion of the program hole spacing will be a maximum of 100m by 100m and in many places spacing will be 100m by 25m.

This infill program is intended to close up the spacing of drilling across the Mokobaesi portion of the resource to improve the JORC classification from Inferred to Indicated.

Regional RC drilling on the northern extensions of lines 6800, 7200, 7600, 8000 and 8400 was also conducted over a 400 x 400 m grid in early October. A total of 34 holes for 1393m were drilled at an average depth of 40m.

Mineralisation in this area was low-grade and the majority of intersections occurred between 20 and 30m. Even though calcrete was observed near surface, no anomalous gamma reading was recorded above 20m. The mineralisation appears to occur in mudstones, carbonaceous mudstones, and fine sandstones bound by carbonaceous units.

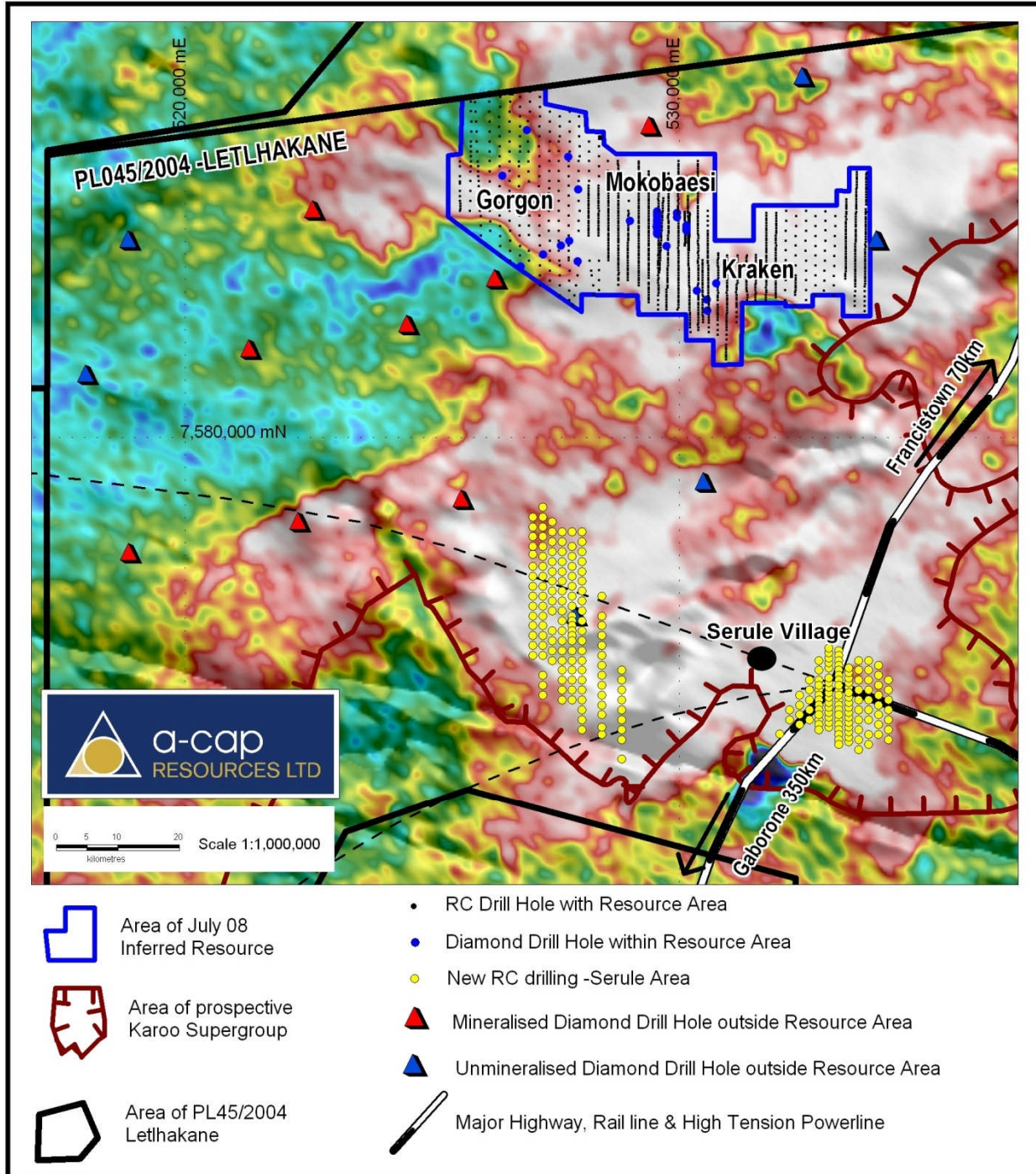
#### **Letlhakane Diamond Drilling**

A total of nineteen holes were drilled within the resource area during the reporting period. Seven of these holes (MOKD0030-0037) were PQ-diameter and were drilled to supply oxide material for column leach testwork. The remainder of the holes were HQ designed to improve geological understanding of the mineralised system and to provide additional data for the proposed upgrade to an Indicated Resource. Diamond holes were short, mostly terminating between 20m and 40m. A total of 266m were drilled at Mokobaesi, 1,630m at Gorgon and 294m at Kraken. Whole core samples have been taken and sent to Mintek for analysis and metallurgical testwork.

#### **Serule Uranium Prospect**

A-Cap continued to receive positive results from the RC drilling program at Serule during the 3<sup>rd</sup> quarter. A total of 163 holes were drilled in July and August for a total of 8,437m. Two mineralised tabular bodies have been identified in the northwestern portion of the grid, one at 20m-30m and another at 40m-50m. The shallower mineralisation may represent secondary radioactive minerals with yellow carnotite visually identified in RC chips. Mineralisation remains open to the northwest.

Based on previous experience in the Lethakane area, the continuity of mineralisation observed at Serule and the results of the exploration to date it is believed that an **Exploration Target** for the Serule area is in the order of **20Mt @ 200ppm for 20Mib of U<sub>3</sub>O<sub>8</sub>**. It has to be noted that the potential quantity and grade is conceptual in nature, and that at this stage there has been insufficient exploration to define a Mineral Resource and that it is uncertain if further exploration will result in the determination of a Mineral Resource.



**Figure 1 Location map of Lethakane Project highlighting area of Mokobaesi within the area of the Inferred Resource. Also shown are the collars for holes drilled at Serule prospect**



**Tenement Status**

During the half-year PL's 134/2005, 135/2005, 136/2005, 137/2005 and 138/2005 were all renewed to 30 September 2010.

Three new applications were submitted for ground around PL45/2004 during the half-year ended 2008, however to date Prospecting Licences have not yet been granted by the Botswana Department of Geological Survey.

**EVENTS SUBSEQUENT TO REPORTING DATE**

Issue of options

On 2 February 2009 the Company issued 100,000 options to staff employed by the Company pursuant to the "Executive and Employee Option Plan" approved by shareholders at the Annual General Meeting held 29 November 2006.

**AUDITOR'S DECLARATION**

The auditors' independence declaration under section 307C of the Corporations Act 2001 is set out on page 9.

This report is made in accordance with a resolution of the Directors made on 11 March 2009.



P.J. VOLPE  
**Director**

Dated this 11<sup>th</sup> day of March 2009  
Hawthorn, Victoria

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## AUDITOR'S INDEPENDENCE DECLARATION



11 March 2009

The Board of Directors  
A-Cap Resources Limited  
Suite 5.10, Level 5  
737 Burwood Road  
HAWTHORN VIC 3122

Dear Board Members

### **AUDITOR'S INDEPENDENCE DECLARATION IN ACCORDANCE WITH SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF A-CAP RESOURCES LIMITED**

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of A-Cap Resources Limited.

As lead audit partner for the review of the financial report of A-Cap Resources Limited for the half-year ended 31 December 2008, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely

A handwritten signature in black ink, appearing to read "Jeffrey Luckins". The signature is written in a cursive style with a large initial "J".

**Jeffrey Luckins**  
Director  
Webb Audit Pty Ltd

Dated in Melbourne on this 11<sup>th</sup> day of March 2009

**Webb Audit Pty Ltd**  
ABN 59 116 151 136

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## CONSOLIDATED FINANCIAL STATEMENTS

### CONSOLIDATED INCOME STATEMENT FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

	Economic Entity	
	31/12/2008	31/12/2007
	\$	\$
Revenue	232,870	226,979
Administration	(124,207)	(178,480)
Conference Fees	(7,374)	(20,272)
Cost of Disposal of Deferred Exploration and Evaluation	-	(126,782)
Depreciation	(28,973)	(33,675)
Directors' Remuneration	(2,173,524)	(108,299)
Employment & Consultancy	(300,619)	(454,031)
Professional Fees	(36,342)	(69,025)
Recruitment Expenses	-	(28,125)
Repairs and Maintenance	(6,008)	(22,247)
Travel & Marketing Expenses	(159,312)	(150,179)
Other Expenses from ordinary account	(53,903)	(71,759)
<b>Loss from Ordinary Activities before Income Tax Expense</b>	<b>(2,657,390)</b>	<b>(1,035,895)</b>
Income Tax Expense	-	-
<b>Loss from Ordinary Activities after Income Tax Expense</b>	<b>(2,657,390)</b>	<b>(1,035,895)</b>
 <b>Earnings per share :</b>		
Basic earnings per share (cents per share)	(2.41)	(0.94)
Diluted earnings per share (cents per share)	(2.24)	(0.94)

*The accompanying notes form part of these financial statements*

## CONSOLIDATED FINANCIAL STATEMENTS

### CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2008

	Economic Entity	
	31/12/2008	30/6/2008
	\$	\$
<b>Assets</b>		
<b>Current Assets</b>		
Cash and cash equivalents	5,507,062	8,034,490
Trade and other receivables	271,126	1,035,224
<b>Total Current Assets</b>	5,778,188	9,069,714
<b>Non-Current Assets</b>		
Trade and other receivables		
Plant & Equipment	414,027	387,718
Deferred Exploration and Evaluation expenditure	9,644,651	6,010,527
<b>Total Non-Current Assets</b>	10,058,678	6,398,245
<b>Total Assets</b>	15,836,866	15,467,959
<b>Current Liabilities</b>		
Trade and other payables	268,019	613,250
<b>Total Current Liabilities</b>	268,019	613,250
<b>Non-Current Liabilities</b>	-	-
<b>Total Liabilities</b>	268,019	613,250
<b>Net Assets</b>	15,568,847	14,854,709
<b>Equity</b>		
Issued capital	22,649,723	20,552,126
Reserves	236,216	(1,037,714)
Accumulated losses	(7,317,092)	(4,659,703)
<b>Total Equity</b>	15,568,847	14,854,709

*The accompanying notes form part of these financial statements*

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE HALF- YEAR ENDED 31 DECEMBER 2008

	Issued Share Capital	Reserves & Accumulated Losses	Foreign Currency Translation Reserve	Total Equity
	\$	\$	\$	\$
<b>Balance at 1/7/2007</b>	22,734,221	(3,320,983)	(182,196)	19,231,042
Shares/Options issued during the half year	262,398	-	-	262,398
Movement of foreign currency translation Reserve	-	-	(535,062)	(535,062)
Profit /(Loss) attributable to members of A-Cap Resources Ltd	-	(1,035,895)	-	(1,035,895)
<b>Balance at 31/12/2007</b>	<b>22,996,619</b>	<b>(4,356,878)</b>	<b>(717,258)</b>	<b>17,922,483</b>
<b>Balance at 1/7/2008</b>	20,552,126	(4,659,702)	(1,037,714)	14,854,709
Shares/Options issued during the year	2,113,673	-	-	2,113,673
Cost of Capital	(16,076)	-	-	(16,076)
Movement of foreign currency translation Reserve	-	-	1,273,930	1,273,930
Profit/(Loss) attributable to members of A-Cap Resources Ltd	-	(2,657,390)	-	(2,657,390)
<b>Balance at 31/12/2008</b>	<b>22,649,723</b>	<b>(7,317,092)</b>	<b>236,216</b>	<b>15,568,847</b>

*The accompanying notes form part of these financial statements*

## CONSOLIDATED FINANCIAL STATEMENTS

### CONSOLIDATED CASH FLOWS STATEMENT FOR THE HALF- YEAR ENDED 31 DECEMBER 2008

	Economic Entity	
	31/12/2008	31/12/2007
	\$	\$
<b>Cash Flows from Operating Activities</b>		
Payments to suppliers and employees	(1,235,688)	(1,712,345)
Loans to related entities repaid	911,321	-
Interest received	219,443	226,979
<b>Net cash provided by (used in) operating activities</b>	<b>(104,924)</b>	<b>(1,485,366)</b>
<b>Cash Flows from Investing Activities</b>		
Purchase of non-current assets	(55,282)	(68,848)
Loans to related parties	-	(391,263)
Exploration expenditure	(3,634,124)	(2,003,994)
<b>Net cash provided by (used in) investing activities</b>	<b>(3,689,406)</b>	<b>(2,464,105)</b>
<b>Cash Flows from Financing Activities</b>		
Proceeds for issue of options	(7,030)	-
<b>Net cash provided by (used in) financing activities</b>	<b>(7,030)</b>	<b>-</b>
Net increase (decrease) in cash held	(3,801,360)	(3,687,073)
Cash at 1 July	8,034,490	15,295,505
Effect of exchange rates on cash holding in foreign currencies	1,273,932	(535,061)
<b>Cash at 31 December</b>	<b>5,507,062</b>	<b>11,073,371</b>
<b>Non-Cash Financing and Investing Activities (Note 5)</b>	<b>2,104,607</b>	<b>262,398</b>

*The accompanying notes form part of these financial statements*

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF- YEAR  
ENDED 31 DECEMBER 2008

**NOTE 1 BASIS OF PREPARATION OF HALF-YEAR FINANCIAL REPORT**

The half-year condensed financial statements are a general purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001*, Accounting Standard AASB 134, Interim Financial Reporting, Australian Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 June 2008 and any public announcements made by A-Cap Resources Limited and its controlled entities during the half-year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001*.

The accounting policies have been consistently applied by the entities in the consolidated group and are consistent with those in the June 2008 financial report.

The half-year report does not include full disclosures of the type normally included in an annual financial report.

Reporting Basis and Conventions

The half-year report has been prepared on an accruals basis and is based on historical costs modified by revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

**NOTE 2 SEGMENT INFORMATION**

**Primary Reporting – Business Segments**

The consolidated entity only operates within one business segment being that of mineral exploration.

**Secondary Reporting – Geographical Segments**

Although the consolidated entity's divisions are managed on a global basis they operate in three main geographical areas:

**Australia**

The home country of the parent entity and is also the main operating entity. The area of operation is in the mineral exploration industry.

**Africa**

Comprises operations carried on in Botswana.

## CONSOLIDATED FINANCIAL STATEMENTS

	Segment revenues from sales to external customers		Carrying Amount of Segment Assets		Acquisitions of property, plant and equipment, intangibles and other non-current segment assets	
	2008	2007	2008	2007	2008	2007
	\$	\$	\$	\$	\$	\$
Australia	218,929	224,658	16,608,092	18,958,848	3,128	5,469,516
Africa	514	2,321	10,300,024	6,528,446	4,231,616	4,411,886
Asia	-	-	-	17,696	-	(84,699)
Other / Elimination	-	-	(11,071,250)	(7,563,178)	-	(7,563,178)
	<b>219,443</b>	<b>226,979</b>	<b>15,836,866</b>	<b>17,941,812</b>	<b>4,234,744</b>	<b>2,233,525</b>

### NOTE 3 CONTINGENT LIABILITIES

The directors are not aware of any contingent liabilities or contingent assets existing at the date of this report. The company is not involved in any material, legal or arbitration proceedings and, so far as directors are aware, no such proceedings are pending or threatened against the company.

### NOTE 4 EVENTS SUBSEQUENT TO REPORTING DATE

#### Issue of options

On 2 February 2009 the Company issued 100,000 options to staff employed by the Company pursuant to the "Executive and Employee Option Plan" approved by shareholders at the Annual General Meeting held 29 November 2006.

### NOTE 5 NON-CASH FINANCING AND INVESTING ACTIVITIES

Non Cash Financing and Investing Activities occurred during the period of consists of the following:

Particulars	Amount \$
On 15 August 2008 the Company issued 5,750,000 options free of cost to Directors as a reward to the Directors for their efforts in having taken the Company from the IPO stage with minimal resources, having raised significant additional capital post IPO and then, by application of those funds and significant effort, having released an Inferred Mineral Resource estimate for the Mokobaesi and Kraken prospects in compliance with the JORC Code.	2,104,607



## DIRECTORS' DECLARATION

### DIRECTORS' DECLARATION

The Directors declare that the financial statements and notes set out on pages 10 to 15.

- a) comply with Accounting Standard AASB 134, Interim Financial Reporting and the Corporations Regulations; and
- b) give a true and fair view of the consolidated entity's financial position as at 31 December 2008 and of its performance for the half year ended on that date.

In the Directors' opinion there are reasonable grounds to believe that A-Cap Resources Ltd will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Directors made on 11 March 2009.



P J VOLPE  
**Director**

Dated this 11<sup>th</sup> day of March 2009  
Hawthorn, Victoria



**INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF  
A-CAP RESOURCES LIMITED**

ACN 104 028 542

**Report on the Interim Financial Report**

We have reviewed the accompanying interim financial report of A-Cap Resources Limited and the entity it controlled during the period, which comprises the balance sheet as at 31 December 2008, income statement, statement of changes in equity and cash flow statement for the half-year ended on that date, a statement of accounting policies, other selected explanatory notes and the directors' declaration.

*Director's Responsibility for the Interim Financial Report*

The directors of the company are responsible for the preparation and fair presentation of the interim financial report in accordance with the Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of the interim financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

*Auditor's Responsibility*

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of an Interim Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us to believe that the interim financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB134 Interim Financial Reporting and the Corporations Regulations 2001 and other mandatory financial reporting requirements in Australia. As the auditor of A-Cap Resources Limited and the entity it controlled during the period, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

## INDEPENDENT AUDITOR'S REVIEW REPORT



### INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF A-CAP RESOURCES LIMITED

ACN 104 028 542

(Continued)

#### Independence

In conducting our review, we have complied with applicable independence requirements of Australian professional ethical pronouncements and the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the Directors' Report.

#### Conclusion

Based upon our review, which is not an audit, we have not become aware of any matter that makes us believe that the interim financial report of A-Cap Resources Limited and the entity it controlled during the period is not in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and of its performance for the half-year ended on that date; and
- (ii) complying with Accounting Standard AASB134 Interim Financial Reporting and the Corporations Regulations 2001; and

**Jeffrey Luckins**  
Director  
Webb Audit Pty Ltd

Dated in Melbourne on this 11<sup>th</sup> day of March 2009



ABN 28 104 028 542

**APPENDIX 4D FOR THE PERIOD ENDED 31 DECEMBER 2008**

**DATE: 11 MARCH 2009**

Please find following the Appendix 4D disclosure required per Listing Rule 4.2A.3 for the period ended 31 December 2008.

**APPENDIX 4D FOR PERIOD ENDED 31 DECEMBER 2008  
RESULTS FOR ANNOUNCEMENT TO THE MARKET**

	<b>Increase / (Decrease)</b>	<b>% Increase / (Decrease)</b>	<b>\$ Increase / (Decrease)</b>	<b>\$ Value</b>
		<b>%</b>	<b>\$</b>	<b>\$</b>
Revenue from ordinary activities	Increase	2.5%	\$5,891	\$232,870
Loss from ordinary activities after tax attributable to members	Increase	156%	\$1,621,495	\$2,657,390
Net loss for the half-year attributable to members	Increase	156%	\$1,621,495	\$2,657,390

The increase in revenue from ordinary activities is as a result of the Company having more funds on deposit for the half-year period.

The decrease in the loss for the half-year ended 31 December 2008 is due to higher employment costs in the current period than the previous period with the issue of 5,750,000 options over ordinary shares issued to the Directors by way of remuneration for services provided, which did not occur in the previous corresponding half-year period.

**Dividends**

The Company is not proposing to pay any dividends to date.

**Net Tangible Assets per security**

	<b>Consolidated Entity</b>	
	<b>2008</b>	<b>2007</b>
	<b>\$</b>	<b>\$</b>
Net Tangible Assets per security	<b>\$0.141</b>	\$0.163

**Foreign Accounting Standards**

The financial statements of Cardia Mining Botswana (Pty) Ltd used in the consolidated accounts have been prepared using International Financial Reporting Standards.

**Pat Volpe**  
**Chairman**

**A-Cap Resources Limited**

REGISTERED OFFICE

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