2008 ANNUAL REPORT

OROPA LIMITED

ABN 77 009 241 374

CONTENTS

CORPORATE DIRECTORY

Directors	Brian J Hurley *AWASM, MAusIMM* (Chairman) Philip C J Christie (Chief Executive Officer) Roderick G Murchison (Non Executive Director) Bruce N V Tomich *B.Sc(Hons)* (Non Executive Director) Misha A Collins *C.F.A* (Non Executive Director)
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Oropa Limited is a company limited by shares, incorporated and domiciled in Australia.

CHAIRMAN'S REVIEW

Dear Shareholder

The vast majority of the past year has been dominated by the sub prime crisis which has negatively impacted on all global financial markets flowing through to companies, both large and small worldwide. During the second half of the 2007/08 financial year, the fallout from sub prime continued to impact very heavily on all small cap junior explorers in Australia. Against a back drop of negative sentiments within all financial markets, project and working capital finance has slowed to a trickle amidst falling share prices across the board.

Despite the ongoing difficulties for Oropa to raise finance for its exploration activities, Oropa's board was very excited about the results achieved at the Company's 75% owned Pungkut gold project throughout the past year, culminating with a 1 million ounce JORC compliant inferred resource being announced in June this year. Oropa exercised its option to acquire Pungkut in January 2003 and to date has spent some A$9,000,000 on exploration to achieve this 1 million ounce milestone at discovery costs of approximately A$9.00 per ounce.

Immediately after completing the revised resource estimate in May, the Company commissioned SRK Consulting (Australasia) Pty Ltd to undertake a Scoping Study of the two inferred gold resources at Pungkut (Sihayo 1 North and Sambung). A considerable amount of additional metallurgical test work was undertaken in advance of the Scoping Study to enable representative gold recoveries to be utilised for the study, which is expected to be completed by mid-September.

The Company continues to raise modest amounts of working capital during these extremely difficult times to ensure that resource delineation drilling at Sihayo 1 North continues, with the objective being to further increase the gold resources there. Field activities, aside from resource drilling at Sihayo 1 North, focused on the nearby epithermal prospect Hutabargot Julu, where near surface bonanza gold grades were encountered in drilling along the newly discovered outcropping Ali vein in the centre of the prospect area. In early August, the Company announced the discovery of a large multi element geochemical anomaly coincident with the perceived intersection of the Ali and Sarahan veins to the south of the Simalagi River. Surface sampling returned grades of up to 12.8 g/t Au and 22 g/t Ag in soils within the anomaly, which prompted the Company to mobilise a second rig to Hutabargot Julu to drill test the geochemical target. The area is located approximately 600m south-east of drill hole HUTDD018 that encountered the bonanza grade gold zone, announced 15th May 2008. Several additional holes are planned in this area.

Although Oropa like many other companies has been impinged by financial constraints, the Company has systematically progressed Pungkut throughout the year and the directors anticipate evaluating the results of the Scoping Study with the objective being to advance Pungkut to mining feasibility in the first half of 2009.

The Company ventured into Malawi in late 2007 and initial activities over the past 9 months, although limited, have identified a number of uranium anomalies within the Mzimba Northwest and Chitunde Exclusive Prospecting Licences ("EPLs"), two of three 100% Oropa owned EPLs in the country. The third, Chizani is located immediately to the north of Globe Metal's and CC Mining SA's multi commodity niobium-uranium-tantalum-zircon deposit. This EPL is considered to offer exploration potential for hydrothermal uranium and is currently being assessed as part of a remote sensing study. Ongoing exploration is planned for the remainder of the year on all of the Company's tenements in Malawi, taking into account the high level of exploration success being achieved by the handful of companies presently operating in that country, most notably Paladin Energy Ltd's Kayelekera Uranium project, which is scheduled to commence production at the end of this year.

The stage is now set for Oropa to make the big step from being a junior explorer to an emerging gold producer and the board is looking towards an exciting 12 months ahead.

Yours sincerely,

Brian J Hurley

REVIEW OF OPERATIONS

CORPORATE

On 17 October 2007, Oropa Limited ("Oropa or the Company") announced that it had raised interim working capital of $463,525.00 before costs via a placement of 10,300,555 ordinary shares at 4.5 cents per share to overseas and sophisticated investors. The funds were applied towards ongoing exploration and drilling operations at the Sihayo 1 North and Hutabargot Julu prospects at its 75% owned Pungkut gold project in Indonesia ("Pungkut"), plus the establishment of the Company's field operations in Malawi, including initial regional geochemical sampling programs at the Mzimba Northwest and Chitunde uranium prospects.

At the Company's Annual General Meeting convened on 28 November 2007, all resolutions as set out in the Notice of Meeting were carried with the required majorities.

On 28 November 2007, the Company's directors announced that a meeting of shareholders was to be convened at a date to be fixed to consider and if thought fit, to pass a resolution for the Company to issue up to 13,280,376 new options, each at an issue price of $0.002 per new option and expiring on 31 January 2011 ("2011 Options") to those persons recorded as holders of unexercised options that expired on 31 December 2007 ("2007 Option Holders"). More recently on 14 April this year, a Notice of Shareholders Meeting was lodged with the ASX and dispatched to shareholders advising them that this general meeting was to be convened on 12 May 2008 to consider a number of resolutions, including the issuance of the 2011 Options. All resolutions were passed, including the ratification of two previous placements of 10,000,000 shares at 5 cents per share and 13,347,483 at 4 cents per share respectively to raise $1.034M before costs

In mid-March, the Company announced that it had placed a total of 13,347,483 ordinary shares at an issue price of 4 cents per share to sophisticated and overseas investors to raise $533,899.00 before costs for working capital purposes and to continue funding its 75% owned Pungkut project.

During May through July this year, the Company raised $720,000 before costs via placements of 13,090,907 ordinary shares at an issue price of 5.5 cents per share to overseas institutions and sophisticated investors. These funds are being applied towards ongoing exploration programs at Pungkut and the re-commencement of sampling operations in Malawi.

Mr. Misha Collins, CFA was appointed as a non executive director of Oropa on 8 July 2008. Mr Collins is a metallurgist, with extensive experience having spent the past 10 years as a financial analyst with BT Fund Management. He currently owns an investment and trading business.

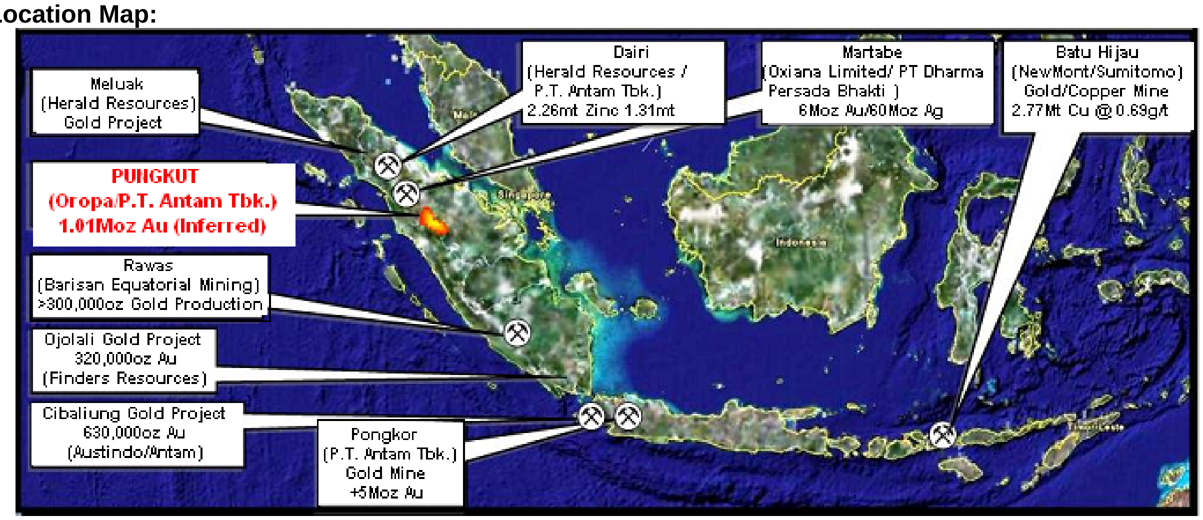
A Prospectus covering the 2011 Option issue was lodged with the ASX on 8 August 2008 and dispatched to the 2007 Option Holders. The offer closed on 22 August 2008 and the Company received applications for 8,510,285 options. On 27 August 2008 the Company issued these options and capital of $17,020.57 before costs was raised. The directors reserve the right to allot the shortfall to the issue subject to the terms and conditions by shareholders at the 12 May 2008 General Meeting.

REVIEW OF OPERATIONS

INTERNATIONAL PROJECTS

INDONESIA -Pungkut Gold Project, Sumatra; (75%)

Location Map:



Pungkut is a 7th Generation Contract of Work ("CoW") located in North Sumatra, Indonesia. It lies 75km to the south of Oz Minerals Limited's high-suphidation Martabe gold deposit(s), which collectively contain a resource base of approximately 6Moz Au and 60Moz Ag (Feasibility Study). Further to the north at Dairi, Herald Resources Ltd is developing a high grade zinc-lead mine (total resource base of 17.98 Mt at 12.6% zinc and 7.3% lead).

Pungkut is owned by PT Sorikmas Mining ("Sorikmas"), which is 75% owned by Oropa and 25% by PT Antam Tbk. ("Antam"). Oropa manages the project and is responsible for contributing 100% of the exploration and development funding by way of loans to Sorikmas until the commencement of production. Under the terms of a Loan Agreement, Antam is to repay its share of those loans to Oropa or other lenders to Sorikmas from 80% of its share of available cash flow from production, until its 25% share of the loans are repaid in full.

GEOLOGICAL SETTING

Pungkut straddles part of the 1,900km long Sumatran Fault Zone, resulting from the oblique subduction of the Australian-Indian plate beneath the Sunda-Continental Plate. The CoW area also covers part of the Sumatran Volcanic Arc, with the dominant lithologies being Permian volcanics and sediments, intruded and underlain by Jurassic and Cretaceous plutons of dioritic through to granitic composition, juxtaposed and overlain by Tertiary to Recent volcanics and sediments. The tectonic setting provides both the deep seated mantle-tapping structures and hydrothermal cells to source and transport metals, and favourable depositional structural and lithological settings to host major gold, copper and zinc deposits. Similar tectonic settings in the Philippines (Philippine's Fault), and Chile (Atacama Fault) host major gold and copper deposits.

EXPLORATION ACTIVITIES

A major milestone was achieved at Pungkut in May when a revised resource estimation including results from recent drilling increased the Sihayo 1 North Inferred Resource by 49% to **12.1 million tonnes grading 2.4g/t gold for 910,000 ounces of contained gold.** Combined with the resource estimation for nearby Sambung completed the previous year, this now increases the Combined Inferred Resources to greater than **1 million ounces of gold.** The results of the resource estimations prompted the Company to commission a Scoping Study into the economics of mining and treatment of the combined resources; which is currently in progress. Oropa remains confident that current exploration and drilling activities proximal to the Sihayo 1 North Inferred Resource will further increase it.

Detailed exploration of the large epithermal vein system at Hutabargot Julu commenced early this year. Hutabargot Julu is situated on the same trend as Sihayo and Sambung, and has the potential to host a large, high grade gold deposit. Initial exploration and drilling has confirmed that bonanza grade gold mineralisation exists in this prospect area. Systematic follow up work will continue for the remainder of this year.

NORTH BLOCK

Summary of Activities:

- **Sihayo 1 North:**
  - Completion of a new resource estimate for Sihayo 1 North
  - 21 diamond drill holes (1,385m) targeting jasperoid on the flanks of the Inferred Resource
  - 23 test pits were dug
  - 38 soil samples collected

- **Hutabargot Julu:**
  - 19 diamond drill holes (2109m) completed
  - 450 rock-chip samples collected
  - 223 soil samples collected
  - Mapping and geological interpretation

Sihayo 1 North

Sihayo Revised Resource Estimation

Enormous encouragement is provided by the new Sihayo 1 North JORC Code compliant Inferred Resource estimate as prepared by Mining Assets Pty Ltd, and released in May. The Sihayo 1 North Inferred Resource now stands at **12.1 million tonnes grading 2.4g/t gold for 910,000 ounces of contained gold** – representing a 49% increase in gold resources over the previous estimate. Combined with the nearby Sambung Inferred Resource the total Inferred Resource now stands at **1.01 million ounces of gold.** This resource base is a significant milestone towards bringing Pungkut to mining status.

Table 1: Oropa Sihayo 1 North and Sambung Resources

Project	Million tonnes	Grade g/t gold	Contained Gold Million ounces
Sihayo 1 North (+1.0 g/t cut-off grade)	12.1	2.4	0.91
Sambung (+1.5 g/t cut-off grade)	1.1	2.6	0.10
Combined Inferred Resource	**13.2**	**2.4**	**1.01**

Independent consultants SRK Consulting (Australasia) Pty Ltd have been commissioned to conduct a Scoping Study to determine the approximate costs and economics of mining and treatment based on the existing resources, and the scaling effect that any additional resources might have on the project. The Scoping Study commenced in July, with results anticipated in mid-September 2008.

Integral to any upgrading of resource classifications according to the JORC Code is to ensure the integrity of the data used in the resource estimation process. During the past couple of years, Sorikmas has continued to review and upgrade its entire sample database and assay quality control procedures. Steps have been taken to rectify deficiencies identified in previous sampling and quality control protocols in advance of an anticipated drill-out of the Sihayo 1 North and Sambung Inferred Resources to increase the confidence level of the resource classification as required for a bankable feasibility study. Formal documentation of procedures is underway.

Exploration activities during the past year focused on drilling on the western margin of the Sihayo 1 North Inferred Resource in the **Western Extension** area. Drilling tested outcropping jasperoid that had previously not been followed up on due to earlier interpretations that the jasperoids were limited in lateral extent. However, drilling has been highly successful and considerable thicknesses of well mineralised jasperoids were encountered, and included in the latest Sihayo 1 North inferred resource calculations. Best intersections include:

SHDD090: **10m @ 2.3g/t Au from 2m**
SHDD093: **17m @ 4.4g/t Au from 4m**
SHDD094: **8m @ 4.4g/t Au from 25m**
SHDD095: **8m @ 2.17g/t Au from surface**
SHDD096: **17.6m @ 1.82g/t Au from surface**
SHDD097: **6m @ 3.66g/t Au from 1m**
SHDD097: **13m @ 1.53g/t Au from 15m**
SHDD098: **6m @ 2.15g/t Au from surface**
SHDD103: **22m @ 3.96g/t Au from surface**
SHDD103: **6m @ 1.45g/t Au from 25m**
SHDD104: **22.8m @ 4.84g/t Au from 41m**

Following the successful drilling program at the Western Extension, a geological re-interpretation indicated further untested prospective stratigraphy at the North Western-Extension. Drilling returned to Sihayo 1 North in May 2008 to test the mineral potential here. Moderate gold in regolith and in-situ jasperoids were encountered in this drilling.

More encouragingly, test pits on the eastern side of the resource in the **Old Camp Area** encountered gold in jasperoid regolith in an area previously interpreted to be closed off by a fence of drill holes. A geological re-interpretation placing a major fault beyond the fence of drill holes opened the possibility of further mineralisation under a concealing blanket of Tertiary sediment and regolith. Subsequent broad spaced drilling (assay results pending) has identified jasperoid over 200m of strike length in both thick regolith and primary sedimentary layers. Significant potential exists to increase the Sihayo 1 North resource in the Old Camp Area.

Figure 1: Sihayo 1 North Current Drill Hole Program

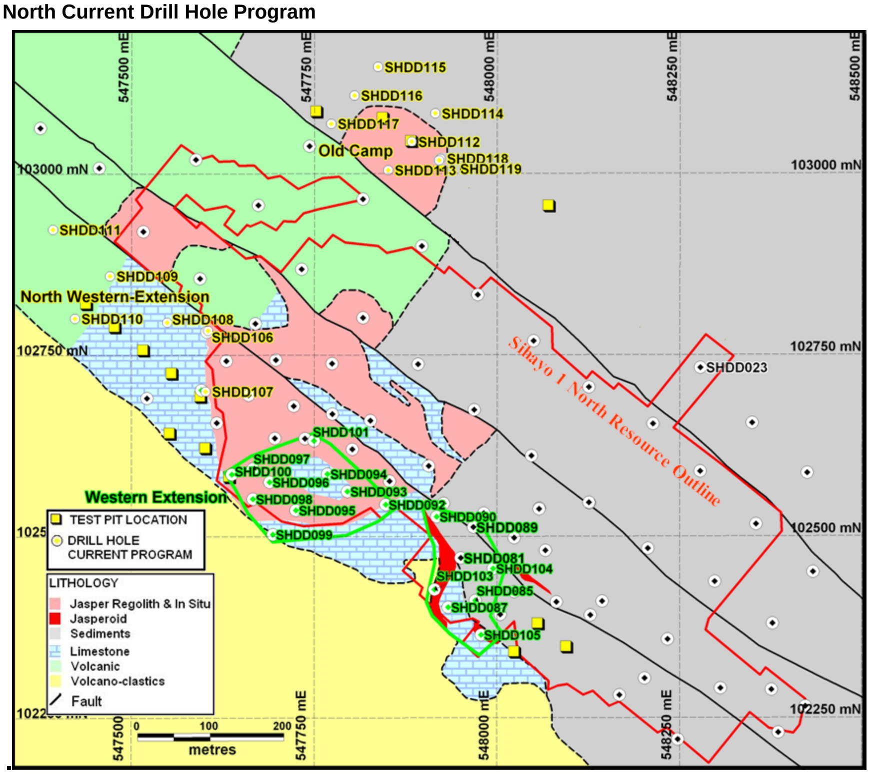


Table 2: Sihayo 1 North Significant Drill Intersections

Hole_ID	Location	Northing	Easting	Azimuth	Dip	Total Depth	From	Intercept (Au)
SHDD088	Sihayo 1	9392	56092	183	-72	66.0	4.0	1m @ 1.6 g/t Au
							26.0	1m @ 1.01 g/t Au
SHDD089	Western Extension	10197	54898	261	-72	62.7	19.0	4m @ 1.64 g/t Au
							29.0	4m @ 0.91 g/t Au
							36.8	2.2m @ 2.87 g/t Au
							40.3	2.65m @ 3.38 g/t Au
							61.3	1.4m @ 1.17 g/t Au
SHDD090	Western Extension	10176	54851	357	-71	70.0	2.0	10m @ 2.3 g/t Au
							21.0	1m @ 1.29 g/t Au
SHDD091	Sihayo 1	9341	56091	180	-69	61.5	no significant results	
SHDD092	Western Extension	10145	54787	257	-89	66.0	3.0	1m @ 1.92 g/t Au
SHDD093	Western Extension	10126	54735	318	-90	70.4	4.0	17m @ 4.4 g/t Au
SHDD094	Western Extension	10128	54699	352	-72	63.2	14.0	2m @ 1.57 g/t Au
							20.0	2m @ 1.77 g/t Au
							25.0	8m @ 4.4 g/t Au
							38.0	1m @ 1.28 g/t Au
SHDD095	Western Extension	10062	54698	356	-71	50.0	0.0	8m @ 2.17 g/t Au
SHDD096	Western Extension	10070	54646	358	-71	61.0	0.0	17.6m @ 1.82 g/t Au
							19.0	2m @ 1.48 g/t Au
SHDD097	Western Extension	10069	54617	4	-73	45.3	1.0	6m @ 3.66 g/t Au
							15.0	13m @ 1.53 g/t Au
SHDD098	Western Extension	10037	54643	360	-72	53.5	0.0	6m @ 2.15 g/t Au
SHDD100	Western Extension	10045	54599	359	-67	30.0	0.0	7m @ 1.33 g/t Au
SHDD101	Western Extension	10151	54656	178	-69	70.0	7.0	3m @ 2.59 g/t Au
SHDD102	Western Extension						failed to reach target depth	
SHDD103	Western Extension	10097	54912	226	-89	65.0	0.0	22m @ 3.96 g/t Au
							25.0	6m @ 1.45 g/t Au
SHDD104	Western Extension	10170	54955	230	-90	92.2	10.0	2m @ 1.72 g/t Au
							37.0	1m @ 2.11 g/t Au
							41.0	22.8m @ 4.84 g/t Au
							64.9	3.8m @ 1.95 g/t Au
							71.1	2.9m @ 2.12 g/t Au
SHDD105	Western Extension	10090	55000	321	-88	80.3	2.0	2m @ 6.38 g/t Au
SHDD106	Western Extension	10174	54452	0	-68	61.7	3.0	5m @ 3.15 g/t Au
							53.0	1m @ 3.45 g/t Au
SHDD107	North Western-Extension	10108	54494	335	-90	49.5	0.0	5m @ 1.17 g/t Au
							11.0	1m @ 1.11 g/t Au
							38.0	3m @ 4.16 g/t Au
SHDD108	North Western-Extension	10148	54394	321	-90	65.6	7.0	1m @ 2.17 g/t Au
							21.0	1m @ 1.15 g/t Au
SHDD109	North Western-Extension	10149	54298	321	-90	80.0	3.0	1m @ 1.34 g/t Au
SHDD110	North Western-Extension	102800	547414	0	-90	81.2	Assays Pending	
SHDD111	North Western-Extension	102946	547388	0	-90	86.3	Assays Pending	
SHDD112	Old Camp	103040	547882	0	-90	118.3	Assays Pending	
SHDD113	Old Camp	103002	547848	0	-90	49.7	Assays Pending	
SHDD114	Old Camp	103089	547924	0	-90	80.0	Assays Pending	
SHDD115	Old Camp	103163	547839	0	-90	77.1	Assays Pending	
SHDD116	Old Camp	103123	547801	0	-90	55.0	Assays Pending	
SHDD117	Old Camp	103087	547769	0	-90	74.3	Assays Pending	
SHDD118	Old Camp	102941	547929	0	-90	76.2	Assays Pending	
SHDD119	Old Camp	165564	541730	0	-90	37.7	Assays Pending	
SHDD120	Old Camp	103012	547909	220	-70	50.0	Assays Pending	

Hutabargot Julu

Hutabargot Julu is a major exploration target for Sorikmas; with programs over the past nine months testing intermediate-sulphidation epithermal quartz and massive silica alteration in veins interpreted to extend over a strike length of up to 3km. Vein textures indicate upper level exposure of the vein, with the potential to host substantial and high grade mineralisation at depth.

REVIEW OF OPERATIONS

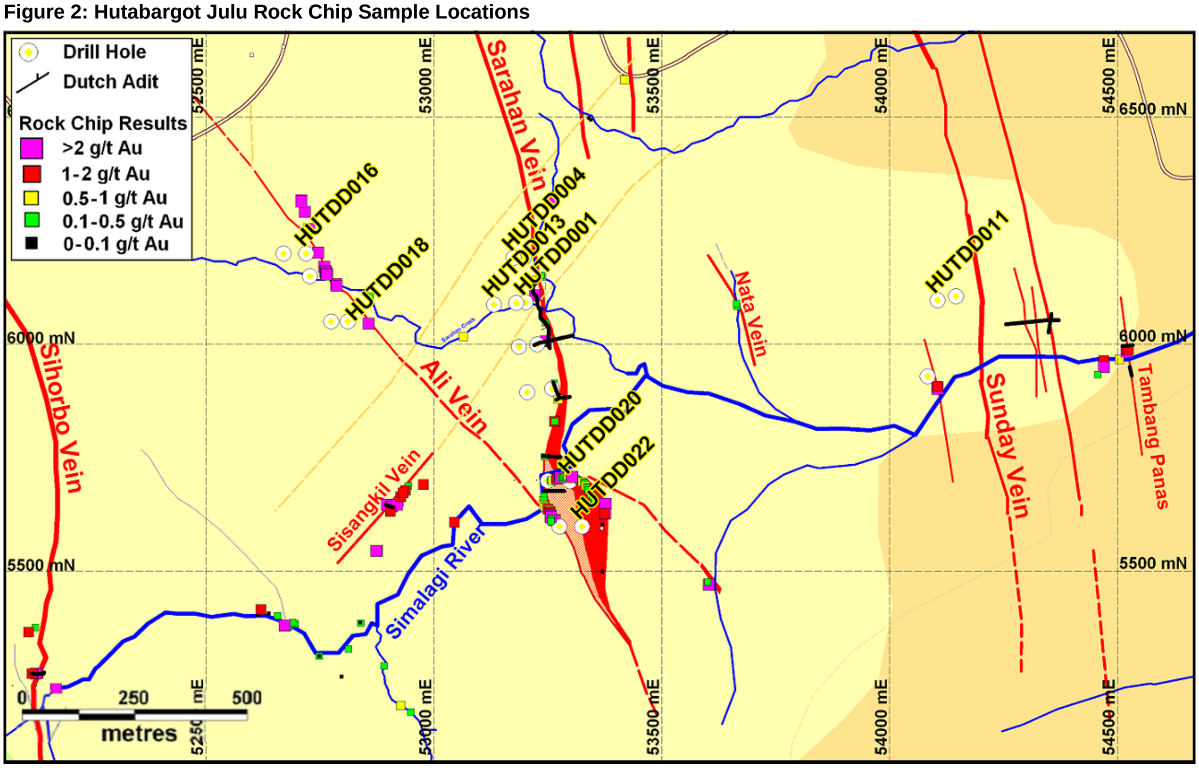
Epithermal systems often host rich gold mineralisation, as is evidenced elsewhere in Indonesia in low-sulphidation deposits at Newcrest's PT Nusa Halmahera Minerals' Gosowong and Kencana mines on Halmachera Island, Antam's Pongkor mine in West Java, ARC Exploration's Cibaliung deposit south of Pongkor and Oz Minerals Limited's world-class 6 Moz gold high-sulphidation Martabe gold and silver deposit, located 75km north of Pungkut.

To date, four main outcropping quartz vein zones have been identified at Hutabargot Julu; the Sunday vein sets in the east, the Sarahan and Ali veins in the central part of the prospect, and the Sihorbo vein to the west; other minor veins are also present. Veins/vein zones consist of quartz breccias, massive silicification, moderately banded quartz veins, quartz stringers, and often clay with iron-oxides and minor manganese oxides on the hanging wall surfaces. Chalcedonic quartz is common, and minor quartz after bladed calcite is present; indicating the upper level of the hydrothermal system. Strong vertical stratification is evident with the best developed veining exposed at lower elevations along the Simalagi River. Veins are 2 to 30m wide, dip approximately 60º to the west, and except for the Ali vein, strike north-south. The north-south orientation is interpreted to be related to dilation in the north-west trending Sumatran Fault zone, and dilatational structures are an ideal host for epithermal mineralisation.

Previous exploration at Hutabargot Julu commenced pre-1914 when Dutch explorers identified the area as prospective and exploration adits were driven predominantly into the Sunday and Sarahan veins north of the Simalagi River. A CSR/Billiton joint venture conducted some exploration in the mid-late 1980s. Those exploration activities comprised mapping, trenching, and soil sampling, with emphasis on the northern area of the Sunday vein based on the best results returned from their soil sampling; 3 holes were reportedly drilled.

Sorikmas commenced exploration in the area on the basis of the historical Dutch reports, but focused on areas with the widest quartz vein exposures and where the best assay results were returned from new rock-chip sampling. Drilling commenced along the Sarahan vein, north of the Simalagi River coincident with anomalous surface outcrop. The Sunday vein was also subjected to scout drilling. The Sihorbo vein is considered to have good mineral potential, but is remote and the more accessible targets are being drill tested first. The Ali vein was discovered during the Sorikmas regional mapping and surface sampling programs, striking obliquely to the Sarahan vein with consistent high grade outcrop samples. More recent mapping and sampling along the Sarahan vein to the south of the Simalagi River has discovered massive alteration associated with gold anomalism.

Figure 2: Hutabargot Julu Rock Chip Sample Locations



Sarahan vein

The Sarahan vein was the target of the initial drilling due to significant results obtained in channel-chip samples and substantial widths of vein exposure at surface and in extensive historic Dutch adits. The 9 drill holes along Sarahan all intersected significant mineralisation with an average intersection of 2m @ 2.12 g/t Au. This mineralisation, interpretated as upper level, may indicate higher grade and more substantial mineralisation at depth; as occurs in many epithermal deposits. Deeper drilling in HUTDD013 intersected 70m of massive quartz vein breccia from 136.5m. Further deep drilling is planned for this area.

Sunday vein

The Sunday vein zone, located in the eastern portion of the prospect area consists of multiple parallel veins which can be accessed by historic Dutch adits. Channel-chip samples returned up to 3.83 g/t Au, and a limited 3 hole scout drilling program was conducted. Moderate gold values were returned from this drilling. West of the Sunday vein encouraging outcrop rock-chip assay of up to 4.11 g/t Au, and 2.57 g/t Au from a base metal vein at Tambang Panas warrant follow up exploration.

Ali vein

The Ali vein discovered during reconnaissance mapping, strikes obliquely to the Sarahan vein. Rock-chip samples collected from within a 320m strike are consistently well-mineralised with assays of up to 136 g/t Au & 1,250 g/t Ag. Follow up diamond drilling encountered patchy mineralisation in the first 5 drill holes; however bonanza grade mineralisation in the southernmost hole HUTDD018 of **5m @ 35.67 g/t Au & 198 g/t Ag from 47m** has confirmed the potential for high grade mineralisation in these epithermal veins. Follow up diamond drilling to the south-east of HUTDD018 is planned to commence in the December quarter.

Sarahan vein south

Recent reconnaissance mapping tracking the projected position of the Sarahan vein to the south of the Simalagi River has revealed massive silica alteration, and gold in channel chip samples of up to 14.2 g/t Au. A soil grid covering the Sarahan and Ali veins has delineated a significant coincident gold, silver, copper, lead, zinc, antinomy, and molybdenum anomaly in the Sarahan vein South area. The Ali vein is interpreted to intersect the Sarahan vein in this general area, prioritising it as an important conceptual drill target. Drilling to test this large soil anomaly at depth depth is planned. Assay results from 4 recent drill holes that intersected substantial quartz vein zones are awaited.

Table 3: Hutabargot Julu Significant Drill Intersections

Hole_ID	Location	Northing	Easting	Azimuth	Dip	Total Depth	From	Intercept (Au)
HUTDD001	Sarahan vein	6093	53203	95	-71	80.2	16.0	6m @ 2.07 g/t Au
							30.0	1m @ 2.12 g/t Au
							34.0	1m @ 3 g/t Au
HUTDD002	Sarahan vein	6099	53175	97	-70	125.2	20.0	2m @ 2.67 g/t Au
							95.0	1m @ 1.33 g/t Au
HUTDD003	Sarahan vein	6200	53197	88	-71	87.5	31.0	1m @ 2.41 g/t Au
HUTDD004	Sarahan vein	6200	53175	95	-71	125.2	48.0	6m @ 2.66 g/t Au
							64.0	1m @ 8.61 g/t Au
							97.0	1m @ 2.01 g/t Au
HUTDD005	Sarahan vein	6000	53225	91	-71	79.1	20.0	2m @ 1.68 g/t Au
							28.0	2m @ 1.04 g/t Au
HUTDD006	Sarahan vein	6000	53175	89	-70	151.0	106.0	2m @ 2.45 g/t Au
							138.0	4m @ 0.81 g/t Au
							147.0	1m @ 2.55 g/t Au
HUTDD007	Sarahan vein	5906	53250	89	-71	65.0	23.0	5m @ 2.12 g/t Au
HUTDD008	Sunday vein	6105	54136	87	-71	91.7	25.0	1m @ 1.15 g/t Au
HUTDD009	Sarahan vein	5896	53204	88	-71	124.4	9.0	2m @ 1.03 g/t Au
							77.0	9m @ 1.4 g/t Au
							98.0	3m @ 1.43 g/t Au
							120.0	2m @ 2.67 g/t Au
HUTDD010	Sarahan vein	6096	53124	294	-90	160.0	30.0	1m @ 2.17 g/t Au
HUTDD011	Sunday vein	6105	54095	89	-73	96.4	41.0	1m @ 1.4 g/t Au
							52.0	2m @ 1.48 g/t Au
							65.0	1m @ 1.31 g/t Au
HUTDD012	Sunday vein	5950	54072	90	-71	132.5	no significant results	
HUTDD013	Sarahan vein	6096	53126	0	-90	248.0	130.0	2m @ 1.84 g/t Au
HUTDD014	Sarahan vein	6093	53203	90	-60	29.8	rig test hole	
HUTDD015	Ali vein	6146	52717	93	-72	93.3	no significant results	
HUTDD016	Ali vein	6202	52720	91	-62	67.9	8.0	2m @ 1.2 g/t Au
							18.0	2m @ 3.68 g/t Au
							37.0	2m @ 3.62 g/t Au
HUTDD017	Ali vein	6201	52669	114	-89	126.7	71.0	4m @ 1.21 g/t Au
HUTDD018	Ali vein	6049	52815	90	-62	68.4	47.0	5m @ 35.67 g/t Au
HUTDD019	Ali vein	6046	52776	221	-89	157.0	no significant results	
HUTDD020	South Sarahan	5694	53297	0	-90	63.5	assays pending	
HUTDD021	South Sarahan	5696	53259	0	-90	76.0	assays pending	
HUTDD022	South Sarahan	5604	53324	0	-90	74.0	assays pending	
HUTDD023	South Sarahan	5591	53282	0	-90	58.5	assays pending	

SOUTH BLOCK

There were no significant exploration activities conducted in the South Block during the year owing to the resource development programs at Sihayo 1 North and concerted exploration programs at the nearby Hutabargot Julu prospect.

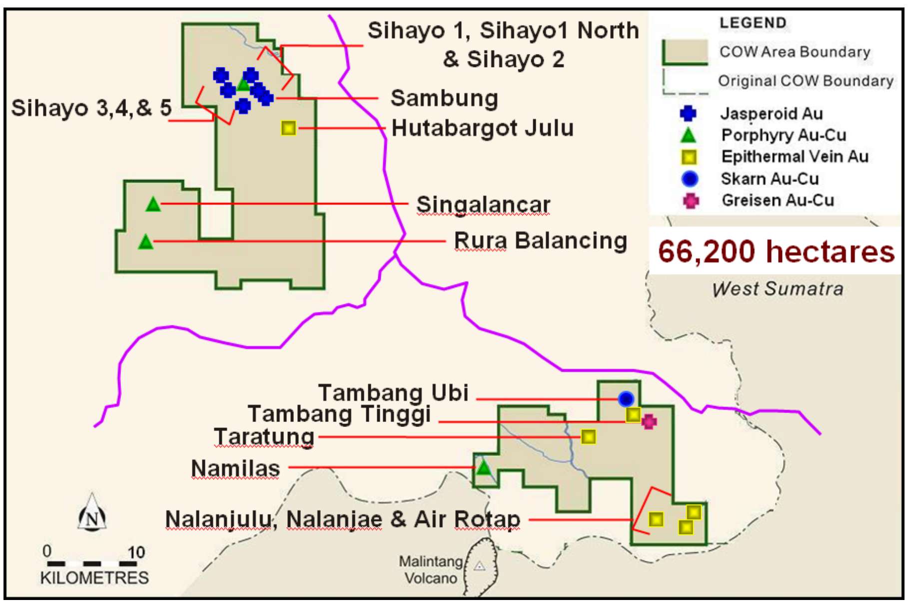
PUNGKUT FURTHER EXPLORATION TARGETS

While current exploration is concentrated on developing the combined Sihayo-Sambung Inferred Resources to mining development stage and to test the extensive intermediate-sulphidation quartz veins at Hutabargot Julu, many highly potential untested gold and copper targets exist at Pungkut. The current objective is to bring Pungkut to a mining stage as soon as possible to provide funding to explore these other targets. These additional prospect areas had been previously identified during Aberfoyle/PT Sorikmas Mining reconnaissance exploration in the late nineties, some of which were subsequently confirmed by Richard Sillitoe, an internationally recognised and widely published expert on copper and gold deposits, during a site visit to Pungkut in July 2007. Although these targets remain untested by modern exploration methods, all are considered to have potential for substantial gold mineralisation.

These high potential exploration targets include:

- **Porphyry Copper-Gold**
  - **Sihayo 2**
  - **Singalancar**
  - **Ruro Balancing**
  - **Namilas**
- **Gold Epithermal Quartz Vein**
  - **Nalan Julu**
  - **Nalan Jae**
  - **Air Rotap**
  - **Taratung**
- **Gold Greisen**
  - **Tambang Tinggi**
- **Gold Jasperoid**
  - **Sihayo 3 & 4**

Figure 3: Regional Exploration Targets



PROJECT EVALUATION

Throughout the year Oropa has looked at opportunities to acquire a quality coal project in Indonesia and several have been evaluated. However, the recent surge in coal prices has led to a chaotic scramble for coal projects throughout Indonesia and sourcing quality projects has become increasingly difficult in this highly competitive market. Oropa has maintained a very high standard with its legal and technical due diligence processes to ensure that every project is thoroughly scrutinised, prior to the commencement of any commercial negotiations. Under favourable circumstances, Oropa would consider expanding its interests in Indonesia by acquiring an advanced coal project that could rapidly be developed to production, principally to fund the ongoing development of Pungkut from positive cash flows.

REVIEW OF OPERATIONS

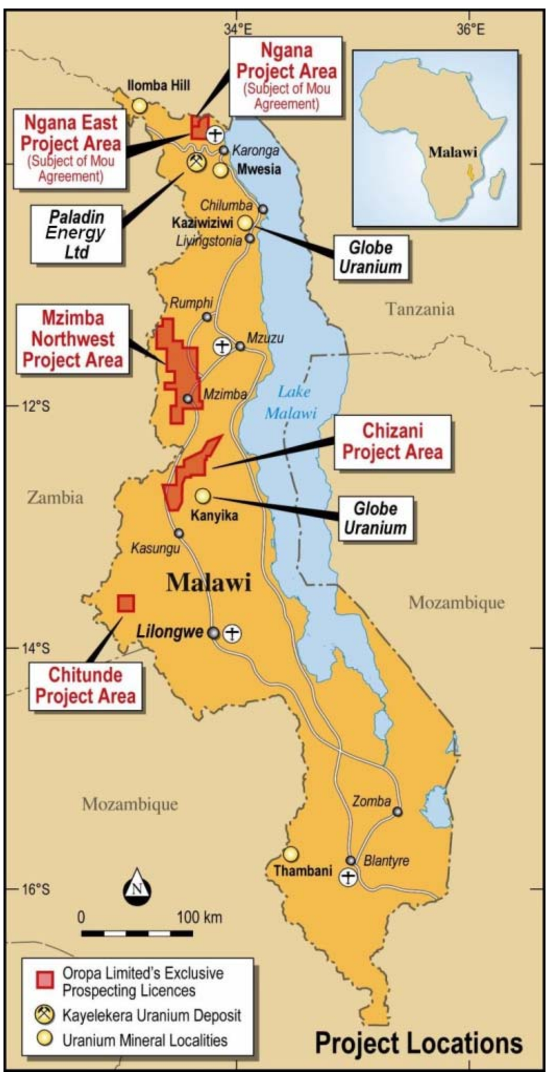
MALAWI

After a considerable amount of research including geological and technical appraisals by two international uranium geologists, Oropa's wholly owned subsidiary, Oropa Exploration Pty Ltd ("OEPL") applied for and was granted two Exclusive Prospecting Licences ("EPLs") for uranium exploration in June 2007 over the Mzimba Northwest and Chitunde Project areas covering a total of 2,365km^2. Another EPL application for the Chizani project area immediately to the north of Globe Metals & Mining's ("Globe's") niobium-uranium-tantalum-zircon multi-commodity Kanyika deposit in central Malawi was subsequently granted in mid-December 2007.

In addition to these three 100% owned EPLs, OEPL has entered into two separate Memorandum of Understandings ("MOUs") with two local EPL holders to joint venture 90% interests in exploration and mining for uranium and other minerals (excluding coal) in these two contiguous EPLs to the north of Paladin Energy Ltd's ("Paladin's") Kayelekera uranium deposit ("Kayelekera"). The EPLs, (Ngana and Ngana East), are presently granted for coal exploration and development. Ngana and Ngana East are located in the far north of the country, with their northern boundaries coincident with the Tanzanian border. The two prospects are in a strategic location, containing basins of Karroo sediments, with the nearest mapped Karroo occurrence being located some 20km to the north of Kayelekera.

OEPL has leased a transit base and office premises in Lilongwe. These premises are now operational and will be used as the main base for OEPL's future operations in Malawi, with field bases to be established in areas proximal to the EPLs.

Figure 4: Malawi EPLs Location Map



REVIEW OF OPERATIONS

Mzimba Northwest Project

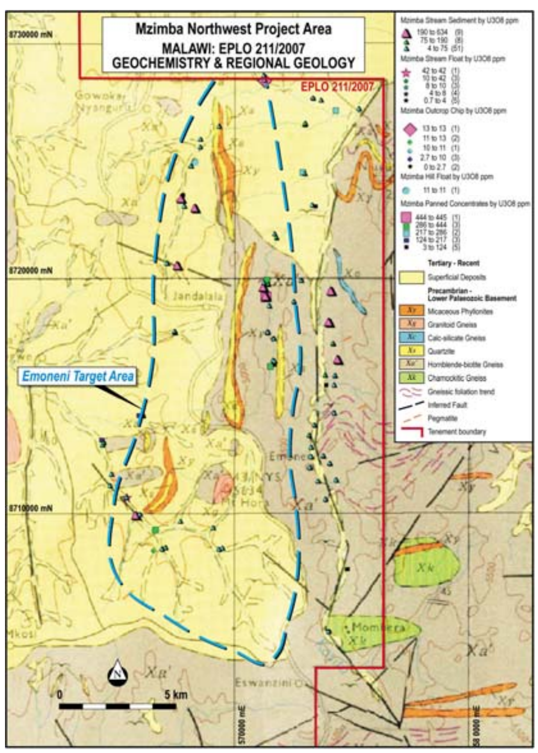
Mzimba Northwest comprises EPL0211/2007, covering an area of 2,169km^2 and is situated in the north-central portion of Malawi.

Immediately after acquiring the EPL, Oropa commissioned two independent interpretive studies to identify and prioritise targets for its initial sampling programs. The first study, conducted by Southern Geoscience Consultants, considered data available from a country-wide airborne radiometric uranium and magnetic geophysical survey flown in 1984/85 by Hunting Geology and Geophysics Ltd based at the time in the United Kingdom. The second study, completed by Mackay and Schnellmann Pty Ltd, interpreted Landsat satellite imagery with the aid of Malawian Geological Survey geological maps and bulletins, combined with the Hunting airborne geophysical survey, to produce a geological interpretation of the project area.

Last November, OEPL commenced a ground geochemical survey of selected targets identified in the interpretive studies. Owing to the lack of any previous systematic exploration of the project area, regional geochemical sampling programs, together with ground radio-metric surveying were the selected methods for the initial programs. Stream sediment sampling of fine fractions at creek junctions, with panned concentrate samples at major sites were collected and assayed for uranium plus 28 other elements to evaluate the potential for a broad suite of minerals.

Sampling focused in the Emoneni district in the north-eastern sector of the EPL (Figure 5) where a north-south striking ridge coincident with airborne uranium radiometric anomalies has been interpreted to be associated by Mafingi quartzites. These quartzites, formed from the erosion of the basement sediments during the Proterozoic era, filled valleys, basins and other topographic low areas. Subsequently, the entire Proterozoic sequence has experienced deformation and high grade metamorphism. The contact between the quartzites and gneiss is unconformable, and has been associated with uranium mineralisation. Sixty eight stream sediment samples, 14 panned concentrate samples, and 26 rock chip samples were collected in the Emoneni area to complete the initial exploration program for this target.

Figure 5: Emoneni Target Area



Multi-element results from this pilot geochemical survey outlined an area measuring some 18kms long by up to 6kms wide for follow up intensive investigation based upon uranium results above 100 ppm U_30_8 up to a maximum of 634 ppm U_30_8. Emoneni was chosen to test the viability of stream sediment geochemistry as a preliminary assessment of eighteen other uranium exploration targets within the Mzimba Northwest EPL selected from the earlier remote sensing study.

Result outcomes for uranium exploration are summarised as follows:

- Stream sediment results above 100 ppm U_30_8 up to a maximum of 634 ppm U_30_8 were returned from some drainages rising from a northerly trending hill range and adjacent foothills within an area measuring some 18kms long by 6kms wide.
- Preliminary analysis of the multi-element results shows strong correlation between geochemically elevated uranium values above 100 ppm U_30_8 with thorium (up to 0.58% Th), lanthanum (up to 1.05% La) and lead (up to 235 ppm Pb) concentrations. High Th/U and L/U ratios are characteristic of these data.
- Additionally, samples returning values above 100 ppm U_30_8 are often associated with geochemically elevated concentrations of vanadium (up to 350 ppm V) and zirconium (up to 0.23 % Zr).
- Pan concentrate sample results provided confirmatory data.
- Rock chip sampling gave U_30_8 values up to 42 ppm.

The results of the pilot program effectively demonstrated the application of stream sediment geochemical sampling in target areas defined from remote sensing studies, as the method has the capacity to effectively discriminate drainage catchments of interest for further more intensive exploration for uranium.

On the 21st of July 2008 the second phase of the reconnaissance program was initiated at the Emoneni area. This involved follow up on the initial geochemical sampling, geological investigations and ground radiometric surveys. The new program covered parts of the Emoneni hills area where previous exploration had yielded geochemically anomalous U_30_8 values at or above 100 ppm from the initial stream sediment survey. The follow up initiative included the collection of stream sediment samples upstream of the known anomalies in order to define their provenance and a pitting program designed to investigate regolith in anomalous areas. Ancillary survey work included ground radiometric surveying using a hand held gamma ray spectrometer.

The pitting program was carried out on the western flank of the Emoneni hills in the Emoneni-Jandalala area. A six kilometre baseline was established along with two survey line set on either side of the baseline. This configuration was used for reconnaissance radiometric surveying at 500 metre intervals along the survey lines and its were sunk up to 3 metres deep along the baseline at 1000 metre intervals to investigate the soil profile and collect soil and rock chip samples at one metre depth intervals from each pit. The regolith profile proved to be deep as none of the pits were successful in reaching bedrock. The encouraging results from the radiometric surveying are currently being compiled.

A random radiometric survey carried out at the top of the Emoneni hills identified two uraniferous rock types which are potentially the provenance of the radioactive sediments. The feldspathic-quartz-biotite gneiss is a very coarse grained leucocratic rock. K-Feldspar constitutes 60% of the rock with grain sizes of up to 30mm. White quartz is the second dominant mineral and is uniform throughout the package. The biotite is medium to coarse grained. The quartz-biotite gneiss is characterised by distinct bands of coarse grained clear quartz up to 10mm in diameter, separated by thin bands of biotite. It also contains minor muscovite and plagioclase feldspar. The total radiometric readings in the vicinity of these rock types averaged 2,000cpm. Chip samples were collected from these outcropping rocks.

A unique type of vegetation was also observed on the western side of the Emoneni hills towards the Kawiruwiru River. This pocket of vegetation is characterised by very small leaves peculiar to areas underlain by Karroo sandstones as observed in the Karroo sandstones of the Ngana area in the north of Malawi. Pits were dug in the area where this vegetation exists, but the bedrock could not be reached due to hardness of the ground and the thickness of the overburden. However, the soils recovered from these pits were rich in quartz grits and pebbles suggesting quartz rich bedrock.

A total of 76 samples, including 4 soil samples, 15 rock chip samples and 57 stream sediment samples were collected during this program will be dispatched for multi-element analysis in early September. The results of these analyses will be interpreted in Perth before another field program is finalised. However, a broader ground radiometric survey, gridding and soil sampling on the western side of the Emoneni hill is planned during the December quarter to determine the western extent of the anomaly and the trend of the potential mineralisation, along with a ground radiometric survey and geological validation of geochemically anomalous eastern and southern portions of the Emoneni hills area.

Chitunde Project

The Chitunde project (Figure 6 - EPL0212/2007) covering an area of 196km^2 is situated some 86km west-north-west of Lilongwe and is accessible in most parts by sealed roads. The target area is a coincident airborne radiometric anomaly over an outcropping hill of quartz-syenite. The EPL was applied for to investigate the potential of this syenite complex. Reconnaissance rock chip sampling over parts of the syenite intrusive complex gave U_3O_8 values up to 107 ppm. The highest values of 97 and 107 ppm U_3O_8 respectively were returned from a locality described as biotite quartz syenite with quartz pegmatite associations in an area which had given anomalous readings using a hand held gamma-ray spectrometer. Other geochemically elevated results associated with the highest U_3O_8 values included anomalous niobium values up to 332 ppm and tantalum values up to 15 ppm.

Stream sediment geochemistry over northern portions of Chitunde Hill gave anomalous results in uranium up to 160 ppm U_30_8, niobium to 745 ppm, zirconium to 0.8% and tantalum to 38 ppm. These results highlight the need to extend and intensify future exploration coverage of the Chitunde intrusive complex.

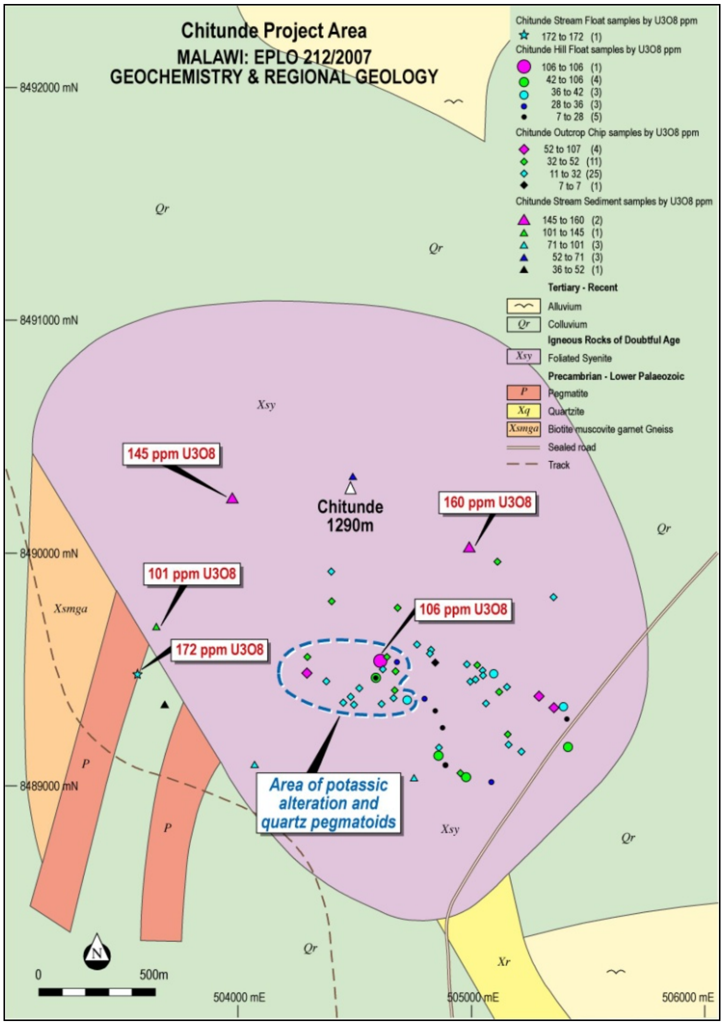
A limited number of 10 stream sediment samples were collected from the lower portions of narrow streams rising on Chitunde Hill. Three samples returned values above 100 ppm U_3O_8 from streams draining the northern sector of the hill in an area where few other geochemical data are currently available. The accompanying multi-element results associated with these samples are characterised by relatively high thorium (up to 933 ppm Th), lanthanum (up to 821 ppm La), niobium (up to 745 ppm Nb), zirconium (up to 0.8% Zr) and tantalum (up to 38 ppm Ta) values. These anomalous values are regarded as encouraging and highlight the need to extend exploration over the northern sector of Chitunde Hill.

To date, exploration at Chitunde has been of a preliminary nature. Initial geochemical results and related reconnaissance surveys have demonstrate however that quartz pegmatite phases within the syenite intrusive complex forming Chitunde Hill are possibly associated with potassic alteration in an area of geochemically elevated uranium, niobium and tantalum values. Over the northern sector of the hill where survey data are limited, anomalous stream sediment geochemistry in uranium, niobium, zirconium and tantalum suggest new areas of future exploration interest.

Further exploration will commence later in the year to identify the extent and geochemical expression of these areas of interest more precisely. This work will require systematic ground geophysical traversing and geological mapping in conjunction with soil and rock geochemistry and ancillary petrographic studies to determine mineralogy.

REVIEW OF OPERATIONS

Figure 6: Chitunde Exclusive Prospective License



Chizani Project

The 1,283km^2 Chizani Project area (EPL0223/2007) is situated in central Malawi adjacent to Globe's niobium-uranium-tantalum-zircon multi-commodity Kanyika deposit hosted by alkalic granitoid and pegmatitic zones, and also lies adjacent to tenements held by CC Mining SA. The EPL is considered to offer uranium exploration potential for hydrothermal uranium targets and is currently being assessed as part of a remote sensing study designed to provide for the selection and ranking of target areas for future ground exploration for uranium and other minerals during the December quarter.

The proximity of the Chizani Project area to Kanyika provides Oropa with a nearby niobium-uranium-tantalum and zircon deposit model to apply to exploration search parameters within the Chizani area. Recently, Globe announced an Inferred Mineral Resource of 56.4 Mt of 2,600 ppm Nb_20_5, 70 ppm U_30_8, 120 ppm Ta_20_5 and 4,800 ppm $ZrSiO_4$ at the Kanyika deposit. After Globe successfully completing a Scoping Study, the company has is presently conducting a Pre-Feasibility Study on the deposit. The currently defined resource is contained within a deposit measuring 2.1 km in length and 300 metres in width and extends down to an average depth below surface of 120 metres.

Figure 7: Chizani Project Area Malawi Geology

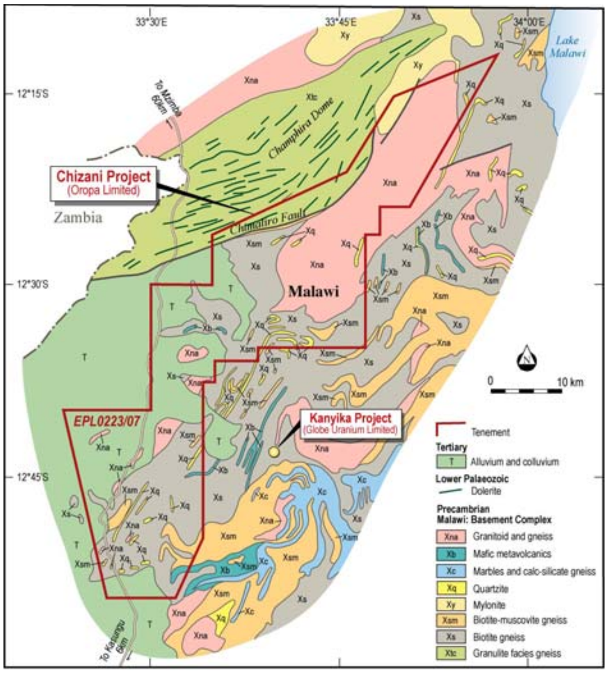
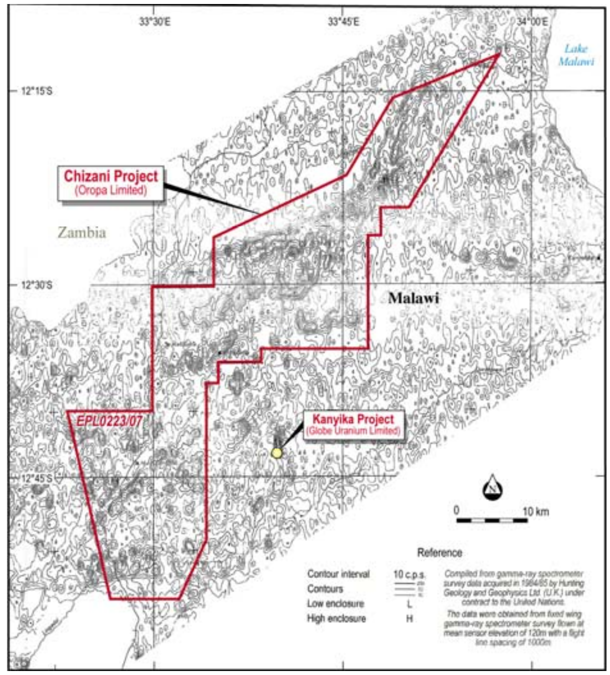


Figure 8: Chizani Project Area Malawi Radiometric Contours Uranium



Ngana and Ngana East Projects (90%)

In November 2007, the Company announced that it had entered into arrangements to secure 90% interests in two contiguous uranium exploration projects located 20km north of Paladin's Kayelekera.

The project areas, which are considered to be highly prospective for roll-front style uranium mineralisation based on an analogous geological setting to the nearby Kayelekera, represent a strategic addition to Oropa's Malawian uranium exploration portfolio.

OEPL executed MOUs with the owners of the two granted EPLs for uranium and other minerals except coal covering Karroo sediments within the project areas. The MOUs cover the Ngana (EPL0133) and Ngana East (EPL0183) project areas, which collectively cover an area of some 285km^2. Under the terms of the MOUs, OEPL is to incorporate two independent Malawian joint venture companies ("JVCs"), with OEPL holding a 90% shareholding in each JVC. The current holders' 10% interests are free carried with each having the option to buyback up to a 20% contributing interest from OEPL at cost in each JVC up until 1 month after the commencement of a Feasibility Study undertaken by either of the JVCs. Immediately after incorporation, the JVCs will apply to the Malawian Government for the exploration rights to uranium and/or other minerals (excluding coal) within the respective EPLs.

Uranium exploration in Malawi currently reflects the high level of interest in the development of Kayelekera, which is scheduled to be commissioned in December 2008 with planned annual production of 3.3 Mlbs of U_3O_8 over a mine life of 7 years, based on Proven and Probable Ore Reserves of 10.46 Mt at 0.108% U_3O_8.

Upon the granting of the other mineral rights to each JVC, OEPL will have acquired the exploration rights to significant portfolio of strategic landholdings in Malawi, which host some of the most actively explored sedimentary uranium provinces in southern Africa and which will position OEPL as a leading Uranium explorer in the country.

Roll-front style uranium mineralisation in northern Malawi is associated with basin structures containing Karroo sediments. The Kayelekera roll-front uranium deposit is hosted by Karroo sandstone and mudstone sediments typical of the mineralisation in the region. The more favourable setting for uranium mineralisation is carbonaceous units which occur in the upper part of repetitious sequences of arkose (sandstone) beds.

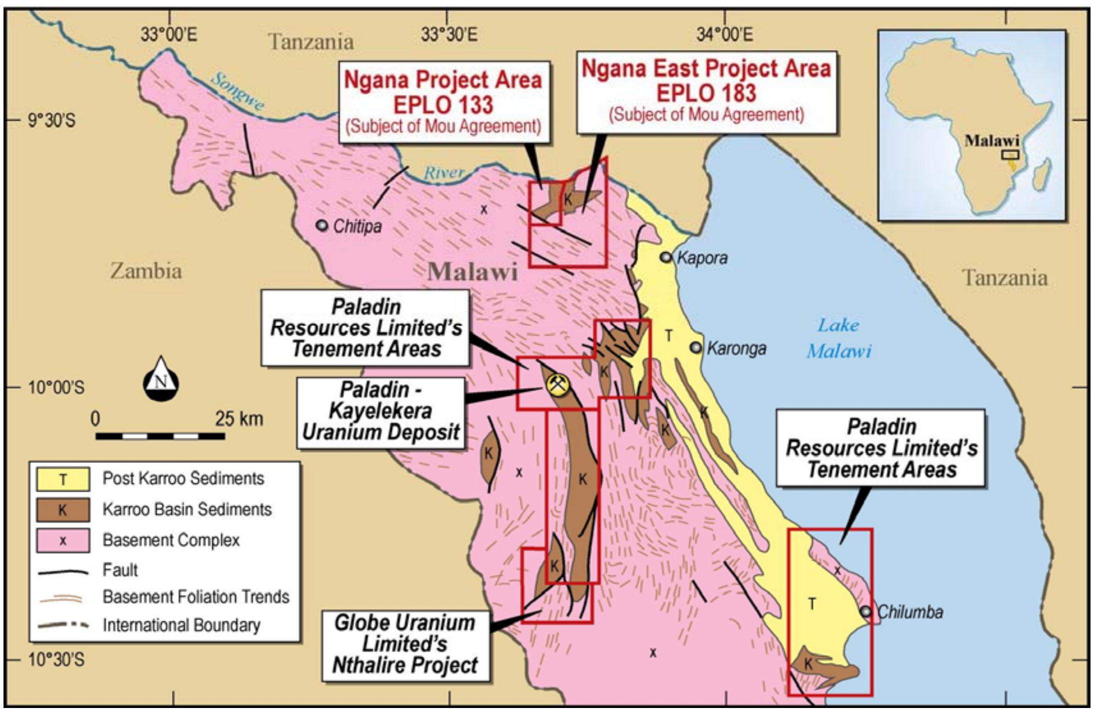
At Ngana and Ngana East, the faulted Karroo sedimentary succession includes basal beds and coal measures, succeeded by North Rukuru sandstone and mudstone sediments covering a similar lithological setting to the nearby Kayelekera district.

Previous and current mineral exploration over the Ngana and Ngana East Project areas has been focused on coal. Limited regional exploration activities were undertaken by the Geological Survey of Malawi; the results of which are being investigated by OEPL.

A starting point for target definition for uranium exploration in Malawi has been a country-wide radiometric survey conducted in 1984/85 by Hunting Geology and Geophysics Limited, which was based at the time in the United Kingdom. Despite the proximity of the Ngana and Ngana East EPLs to Kayelekera, these project areas were not covered by this survey and therefore offer a significant untested Karroo sedimentary environment for roll-front style uranium mineralisation in northern Malawi**.**

Brief site inspections of both locations were undertaken by OEPL as part of the MOU agreements. Formal Shareholders Agreements have recently been prepared and were forwarded to the respective vendors for their reviews and execution, after which new Malawian joint venture companies will be incorporated prior to any field activities, which barring any further delays are scheduled to commence in the March 2009 quarter.

Figure 9: Ngana and Ngana East Location Map



INDIA

Block D-7 Diamond Project, Chhattisgarh; (9%, plus 9% buy back)

India continues to remain in the background, owing to a lack of any significant progress with having the Block D-7 project reinstated. The most important development throughout the year was that the Chhattisgarh high court judge decided that the case was not for the judiciary and assigned the matter to a recently formed Mining Tribunal located in Delhi. This tribunal has been established to deal with matters relating to the proposed new Indian Mining Act, and according to the Chattisgarh high court judge, is competently qualified to deal with the Block D-7 issue. Furthermore, it moves the responsibility away from the Chattisgarh state and consequently a tribunal decision may be seen as being impartial.

Oropa continues to hold its 10% equity in BVTS with the right to buy back the additional 10% equity in BVTs at a future date. Throughout 2007/08 Oropa regularly liaised with its Indian joint venture partners and several visits were made to India by the Company's directors to obtain updates on the Block D-7 issue and the two Krishna River Reconnaissance Permit ("RP") applications in Andhra Pradesh ("AP").

Raipur West Diamond Project, Chhattisgarh; (10%, plus 10% buy back)

This 2,400km^2 rectangular block is situated immediately to the west of Block D-7. The block was applied for by B.Vijaykumar Exploration Pvt Ltd ("BVTS") in 2000 to cover a strategic north-west trending structure that hosts the Raipur Kimberlite Field in the southern portion of Block D-7, and which appears to extend into Raipur West. The RP application was approved by the Government of Madhya Pradesh and later ratified by the central government in mid-2002, but the Chhattisgarh state government refuses to issue the RP to BVTS until the Block D-7 matter is resolved.

Krishna River Valley – Andhra Pradesh; (10%, plus 10% buy back)

In mid-2000 and while field operations were ongoing in Block D-7, Oropa's geologists conducted a large reconnaissance program in other states of India to source and apply for additional quality diamond properties. BVTS subsequently applied for a large first-in-time RP application covering slightly in excess of 4,500km^2 over the lower meanders of the Krishna River ("Valley area"). No action was taken by the AP government from the time of lodgement up until late 2003, with officials claiming that they preferred to wait on the Chhattisgarh high court's decision on Block D-7 before making any recommendations to the central government on the BVTS Valley area application. Meetings with senior Mines Department personnel and the Minister for Mines later revealed that other Indian companies had also lodged RP applications for areas within and overlapping the BVTS application. Subsequently, BVTS initiated proceedings in the AP high court to prevent the state from granting these overlapping applications to other parties by serving a Stay Order on the AP state.

Krihna River Delta – Andhra Pradesh; (10%, plus 10% buy back)

BVTS applied for this area on the basis that the alluvial diamond potential in the river terraces and gravels in the Valley area may extend downstream into the delta areas exiting into the Bay of Bengal. BVTS submitted its RP application covering a wedge shaped area that enveloped the eastern portion of the Valley area and flared out to cover the delta. This first-in-time application comprising an area of 4,500km^2 was lodged with the AP government on 15 June 2001. In mid-2005, the AP government informed BVTS that no other parties had applied for the Delta area and that it was recommending the BVTS application to the central government in Delhi. BVTS was later informed that this application, although approved by the central government, was being withheld by the state government, presumably because of BVTS' Stay Order covering the Valley area RP.

BVTS applied for and was granted a Show Cause Notice in the AP high court which was served on the state in November 2005. Since that time both the Valley area and Delta area cases continue to be held up in the AP high court awaiting hearing dates.

REVIEW OF OPERATIONS

Oropa's directors are cautiously optimistic that the Block D-7 matter will be dealt with by the Mining Tribunal in Delhi, which if reinstated, should pave the way for progress to be made with the three pending RP applications for Raipur West, Krishna River Valley and Krishna River Delta areas. What is unclear at present is whether these three RP applications will be dealt with under the Mining Act prevailing at the time of those applications, or the new act. Oropa's Indian lawyers are presently looking into this.

REVIEW OF OPERATIONS

AUSTRALIAN PROJECTS

During the current year, the Company disposed of its residual 44% interest in the Mulgabbie gold project for a $20,000 cash payment. The Company retains a 2% nett smelter royalty on 95% of all gold production in excess of the first 100,000 produced from the total tenement package. More recently, Oropa sold its 5% free carried interest in the Lake Deborah tenenemt comprising a portion of the Golden Valley Joint Venture ("GVJV") to Southern Cross Goldfields Limited ("SXG") for 200,000 fully paid shares in SXG, plus 1,000,000 options in SXG convertible to SXG fully paid shares on or before 10 March 2012 at an exercise price of 20 cents each, and vesting upon SXG discovering a minimum of 250,000 ounces of gold, or 5,000 tonnes of nickel in situ within the Golden Valley Tenenents comprising the GVJV.

Mt Keith Gold Project; (2% nett smelter royalty)

Oropa holds a 2% nett smelter royalty on all minerals produced from the Mt Keith gold project (M53/490 and M53/491) arising from its relinquishment of its majority contributing interest in the tenements. Under the terms of the agreement the tenements are to be maintained in good standing. No mining was undertaken over the project area during the year.

REVIEW OF OPERATIONS

NON-MINERAL INTERESTS

CEPO Systems Pty Ltd; (9.9%)

Oropa currently holds a 9.9% non-contributing share in CEPO Systems Pty Ltd ("CEPO"), a company that provides order management and supply chain solutions for the small to medium enterprise (SME) market. CEPO offers its clients cost-effective, efficient electronic platforms which have evolved from CEPO's many years of experience with Internet hosted electronic data transmission. Their unique solutions offer a vertically integrated single electronic platform for any given industry that is affordable and attractive to the SME market. CEPO's platform is generic to any industry with current users being retailers, company sales representatives, suppliers, wholesalers and distributors across a wide range of industries.

While focusing on expanding this market, CEPO continues to develop its wireless technology products and has expanded its client base with more signings of buying groups during the past 12 months.

DIRECTOR'S REPORT

Your directors present their report on the consolidated entity consisting of Oropa Limited ("Oropa, or the Company") and the entities it controlled at the end of, or during the year ended 30 June 2008 ("the reporting period").

DIRECTORS

The following persons were directors of Oropa during the whole of the financial year and up to the date of this report:
Brian J Hurley
Philip C Christie
Roderick G Murchison
Bruce N V Tomich

PRINCIPAL ACTIVITIES

The principal activities of the consolidated entity during the course of the financial year were mineral exploration. There were no significant changes in the nature of those activities during the financial year.

DIVIDENDS

No dividends have been paid or declared since the end of the previous financial year and no dividend is recommended in respect of this financial year.

NATIVE TITLE

Claims of native title over certain of the company's tenements have been made, and may in the future be made under the Commonwealth Native Title Act. In the event that native title is established by an indigenous community over an area that is subject to the company's mining tenements, the nature of the native title may be such that consent to mining may be required from that community but is withheld.

No determination of native title has yet been made by the Federal Court or any other body with appropriate jurisdiction in respect of any of the land the subject of the company's tenements. It is also possible that some of the existing claims may be removed from the National Native Title Tribunal Register for failure to satisfy the new registration test which became operative upon proclamation of the Native Title Amendment Act 1998. The consequence of removal of a claim from the Register is that those claimants lose the right to negotiate under the Native Title Act in respect of the future grant of mining tenements over their claim area.

Due to uncertainties in the application of the Native Title Act, the effect, if any, of these claims and procedures on Oropa Limited is not clear.

REVIEW OF OPERATIONS

The review of operations is detailed at page 5 of the financial report.

OPERATING RESULTS

During the financial year the consolidated entity incurred a consolidated operating loss after tax of $3,881,094 (2007 - $4,114,065).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The following significant changes in the state of affairs of the parent entity occurred during the financial year:

- On 17 October 2007, Oropa Limited issued 10,300,555 ordinary shares to raise funds for exploration work on the Pungkut gold project in Indonesia.

- On 18 December 2007, Oropa Limited issued 10,000,000 ordinary shares to raise funds for exploration work on the Pungkut gold project in Indonesia.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS (Continued)

- On 14 March 2008, Oropa Limited issued 13,347,483 ordinary shares to raise funds for exploration work on the Pungkut gold project in Indonesia.

- On 15 May 2008 Oropa Limited issued 8,500,000 director incentive options expiring on 31 May 2013 with an exercise price of 15 cents as a measure of remuneration for the directors and to help raise funds for exploration work on the Pungkut gold project in Indonesia.

- On 6 June 2008, Oropa Limited issued 5,454,545 shares to raise funds for exploration work on the Pungkut gold project in Indonesia.

EMPLOYEES

The consolidated entity employed 44 employees as at 30 June 2008 (2007: 57 employees)

CORPORATE STRUCTURE

The corporate group consists of the parent entity Oropa Limited, its 100% owned subsidiaries Inland Goldmines Pty Ltd, Excelsior Resources Pty Ltd, Oropa Technologies Pty Ltd, Oropa Indian Resources Pty Ltd, Oropa Exploration Pty Ltd and Aberfoyle Pungkut Investments Pte Ltd.

Aberfoyle Pungkut Investments Pte Ltd holds a 75% interest in PT Sorikmas Mining, with an Indonesian Government mining company PT Aneka Tambang holding the remaining 25%.

LIKELY FUTURE DEVELOPMENTS

Details of important developments occurring in this current financial year have been covered in the review of operations.

Further information on likely developments in the operations of the consolidated entity and the expected results have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity.

FINANCIAL POSITION

The net assets of the consolidated entity as at 30 June 2008 are $218,724 (2007: $1,154,913).

ENVIRONMENTAL REGULATION

The consolidated entity has assessed whether there are any particular or significant environmental regulations which apply. It has determined that the risk of non-compliance is low, and has not identified any compliance breaches during the year.

INFORMATION ON DIRECTORS

Details of the directors of the Company in office at the date of this report are:

Brian J HURLEY *AWASM, MAusIMM*
(Chairman – appointed a director on 27 November 1992)

Experience & expertise
Mr Brian Hurley is a mining engineering graduate from the Western Australian School of Mines. Between 1965 and 1990 he was employed by Western Mining Corporation Ltd in many roles including General Manager-Nickel Division and Senior General Manager-WA. He has been a chairman or director of a number of junior mining and exploration companies including Defiance Mining NL and Gascoyne Gold Mines NL, a successful Australian gold producer. Mr Hurley is currently chairman of Jaguar Minerals Ltd, and is a director of Mundo Minerals Ltd and Herald Resources Ltd.

INFORMATION ON DIRECTORS (Continued)

Other current directorships
Currently chairman of Jaguar Minerals Limited
Currently a director of Mundo Minerals Limited and Herald Resources Limited

Former directorships in last 3 years
Previously a director of White Gold Mining Limited until 2004

Special responsibilities
Chairman

Interests in shares and options
741,092 ordinary shares in Oropa Limited.
2,200,000 unlisted director options for fully paid ordinary shares at 15 cents at any time on or before the expiry date of 31 May 2013.

Philip C CHRISTIE
(Chief Executive Officer – appointed a director on 30 November 1992)

Experience and expertise
Mr Philip Christie was formerly involved in the oil and gas industry in Australia, Asia and the Middle East. He has in excess of 20 years experience in providing geological, reservoir engineering and production well services to that industry, initally through multinational organisations and later as managing director of a private consulting group. Since returning to Australia in early 1990 he has provided management consultancy services to the exploration and mining industry in Australia and South East Asia.

Other current directorships
No other current directorships

Former directorships in last 3 years
No former directorships

Special responsibilities
Managing Director

Interests in shares and options
574,852 ordinary shares in Oropa Limited.
25,202 options to subscribe for fully paid ordinary shares at 20 cents at any time on or before the expiry date of 31 January 2010.
2,700,000 unlisted director options for fully paid ordinary shares at 15 cents at any time on or before the expiry date of 31 May 2013.

Roderick G MURCHISON
(Non Executive Director – appointed a director on 1 September 1999)

Experience and expertise
Mr Roderick Murchison held senior management positions in Singapore before establishing his own business based in Singapore and Malaysia, servicing large multinational distributors in UK, Europe, USA and Australia. Mr Murchison has been a substantial Oropa shareholder since 1993 and he has represented the interests of other substantial Singaporean and Malaysian shareholders from time to time. Recently Mr Murchison has become actively involved with e-commerce trading activities. His many years of international management experience will be beneficial to the Oropa board in negotiation of the company's international projects.

INFORMATION ON DIRECTORS (Continued)

Other current directorships
No other current directorships

Former directorships in last 3 years
No former directorships

Special responsibilities
Nomination committee member
Audit committee member
Remuneration committee member

Interests in shares and options
849,852 ordinary shares in Oropa Limited.
101,408 options to subscribe for fully paid ordinary shares at 20 cents at any time on or before the expiry date of 31 January 2010.
1,300,000 unlisted director options for fully paid ordinary shares at 15 cents at any time on or before the expiry date of 31 May 2013.

Bruce N V TOMICH *BSc(Hons)*
(Non Executive Director – appointed a director on 3 June 2003)

Experience and expertise
Mr Bruce Tomich is a geologist with 34 years post-graduate experience in the mining industry. Mr Tomich worked in the Australian mining industry as a geologist before commencing as a mining analyst with a stock-broking firm in 1987. Subsequent roles involved executive management positions in investment banking, corporate and project finance and business development, before establishing his consultancy practice in 1987. Mr Tomich was instrumental in introducing the Pungkut gold project in Indonesia to the company in 2002. He continues to provide consulting services to Oropa as required, particularly in the area of project evaluation and technical analysis of projects.

Other current directorships
Non-executive director of Burdekin Resources Ltd

Former directorships in last 3 years
No former directorships

Special responsibilities
Nomination committee member
Audit committee member
Remuneration committee member

Interests in shares and options
500,000 ordinary shares in Oropa Limited.
1,300,000 unlisted director options for fully paid ordinary shares at 15 cents at any time on or before the expiry date of 31 May 2013.

INFORMATION ON DIRECTORS (Continued)

Misha A Collins *CFA*

(Non Executive Director – appointed a directior on 8 July 2008)

Experience and expertise
Mr Misha Collins, a newly appointed Non Executive Director to the Oropa Limited board brings extensive financial and capital markets experience to the board as well as having a complimentary technical background in metallurgy. Mr Collins obtained his Bachelor of Engineering in Metallurgy, graduating with First Class Honors from the RMIT University which saw him fulfill roles as a metallurgy cadet and graduate with BHP for a 3 year period. Subsequently, Mr Collins obtained a Graduate Certificate in Banking and Finance from Monash University and a Graduate Diploma in Applied Finance and Investment from the Financial Services Institute of Australia. He also completed the CFA program with the US based CFA Institute and has been awarded the Chartered Financial Analyst designation (CFA). The last 10 years have seen Mr Collins fulfill varying roles with BT Funds Management as an equity analyst covering both domestic and international market sectors together with market strategy and commodity forecasting. Currently Mr Collins is operating his own investment and trading business.

Other current directorships
Insight Capital Management Pty Ltd

Former directorships in last 3 years
No former directorships

Special responsibilities
Nomination committee member
Audit committee member
Remuneration committee member

Interests in shares and options
15,665,000 ordinary shares in Oropa Limited.
1,000,000 unlisted director options for fully paid ordinary shares at 15 cents at any time on or before the expiry date of 31 May 2013.

Company secretary

The company secretary is Mr Dean W Calder B.Bus CA. Mr Calder was appointed to the position of company secretary in 1999. He has had many years of experience in attending to the taxation, accounting and company secretarial requirements of mineral exploration companies, and is currently a Principal of the firm Calder Roth & Co, Chartered Accountants.

MEETINGS OF DIRECTORS

The following table sets out the number of meetings of the company's directors held during the year ended 30 June 2008, and the number of meetings attended by each director.

	Number eligible to attend	Number Attended
B J Hurley	11	11
P C J Christie	11	11
R G Murchison	11	11
B Tomich	11	11

REMUNERATION REPORT (AUDITED)

Oropa Limited has established a remuneration committee comprising of Mr BNV Tomich, Mr RG Murchison and Mr MA Collins.

The responsibilities and functions of the Remuneration Committee are as follows:

- review the competitiveness of the Company's executive compensation programs to ensure:

(a) the attraction and retention of corporate officers;

(b) the motivation of corporate officers to achieve the Company's business objectives; and

(c) the alignment of the interests of key leadership with the long-term interests of the Company's shareholders;

- review trends in management compensation, oversee the development of new compensation plans and, when necessary, approve the revision of existing plans;
- review the performance of executive management;
- review and approve Chairperson and chief executive officer goals and objectives, evaluate Chairperson and chief executive officer performance in light of these corporate objectives, and set Chairperson and chief executive officer compensation levels consistent with company philosophy;
- approve the salaries, bonus and other compensation for all senior executives, the committee will recommend appropriate salary, bonus and other compensation to the Board for approval;
- review and approve compensation packages for new corporate officers and termination packages for corporate officers as requested by management;
- review and approve the awards made under any executive officer bonus plan, and provide an appropriate report to the Board;
- review and make recommendations concerning long-term incentive compensation plans, including the use of share options and other equity-based plans. Except as otherwise delegated by the Board, the committee will act on behalf of the Board as the "Committee" established to administer equity-based and employee benefit plans, and as such will discharge any responsibilities imposed on the committee under those plans, including making and authorising grants, in accordance with the terms of those plans; and
- review periodic reports from management on matters relating to the Company's personnel appointments and practices.

Principles used to determine the nature and amount of remuneration

- Non-executive directors receive fees in cash. The fees are fixed and approved by shareholders.
- Mr Christie is paid an hourly rate for hours worked on behalf of the Company.
- Where non-executive directors provide services in their area of expertise they receive payment at normal commercial rates.
- There are no executives (other than directors) with authority for strategic decision and management.
- The remuneration of the directors is not linked directly to the performance of the company.

REMUNERATION REPORT (AUDITED)

Details of remuneration

Details of the remuneration of key management personnel and related parties of Oropa Limited, including their personally related entities are set out below for the year ended 30 June 2008.

2008	Short-term		Post Employment		Long Term		Equity		Performance related
Name	**Cash Salary & Fees**	**Non Monetary Benefits**	**Super-annuation**	**Retire-ment Benefits**	**Incentive Plans**	**Long service leave**	**Share based**	**Total**	**%**
PCJ Christie[a]	216,600	3,475	-	-	-	-	67,503	287,578	-
BJ Hurley[b]	46,090	3,475	450	-	-	-	56,252	106,267	-
RG Murchison[c]	43,983	3,474	-	-	-	-	33,751	81,208	-
BNV Tomich[d]	30,360	3,474	-	-	-		33,751	67,585	-
Dean Pluckhahn[e]	125,004	-	11,250	-	-	-	-	136,254	-
Total	**462,037**	**13,898**	**11,700**	**-**			**191,257**	**678,892**	**-**

2007	Short-term		Post Employment		Long term		Equity		Performance related
Name	**Cash Salary & Fees**	**Non Monetary Benefits**	**Super-annuation**	**Retire-ment benefits**	**Incentive plans**	**Long service leave**	**Share based**	**Total**	
Directors PCJ Christie	212,422	3,594	-	-	-	-	-	216,016	-
BJ Hurley	40,500	3,594	450	-	-	-	-	44,544	-
RG Murchison	45,878	3,594	-	-	-	-	-	49,472	-
BNV Tomich	27,620	3,593	-	-	-	-	-	31,213	-
Dean Pluckhahn	115,000	-	10,350	-	-	-	12,200	137,550	-
Total	**441,420**	**14,375**	**10,800**	**-**	**-**	**-**	**12,200**	**478,795**	**-**

There are no other key management personnel.

(a) $3,500 in directors fees paid to PCJ Christie and $213,100 in consulting fees paid to Yellowmoon Gold Mines Pty Ltd, a personally related entity of PCJ Christie.

(b) $5,000 in directors fees paid to BJ Hurley and $41,090 in consulting fees paid to Bencove Pty Ltd, a personally related entity of BJ Hurley.

(c) $3,500 in directors fees paid to RG Murchison and $40,483 paid to Murchison Exports Ltd, a personally related entity of RG Murchison.

(d) $3,500 in directors fees and $26,860 in consulting fees paid to BNV Tomich.

(e) $125,004 in salary and wages paid to D Pluckhahn.

REMUNERATION REPORT (AUDITED)

Compensation Options: Granted and vested during the year (Consolidated)

		Terms and Conditions for each Grant						Vested	
30 June 2008	**Granted No**	**Grant Date**	**Fair value per option at grant date ($)**	**Exercise price per option ($)**	**Expiry date**	**First Exercise date**	**Last exercise date**	**No**	**%**
P Christie	3,000,000	12/05/2008	0.02250	0.15	31/05/13	15/05/08	31/05/13	3,000,000	100
B Hurley	2,500,000	12/05/2008	0.02250	0.15	31/05/13	15/05/08	31/05/13	2,500,000	100
R Murchison	1,500,000	12/05/2008	0.02250	0.15	31/05/13	15/05/08	31/05/13	1,500,000	100
B Tomich	1,500,000	12/05/2008	0.02250	0.15	31/05/13	15/05/08	31/05/13	1,500,000	100

On 8 July 2008, the directors transferred between them 1,000,000 of their unlisted options to newly appointed non executive director Misha Collins.

		Terms and Conditions for each Grant						Vested	
30 June 2007	**Granted No**	**Grant Date**	**Fair value per option at grant date ($)**	**Exercise price per option ($)**	**Expiry date**	**First Exercise date**	**Last exercise date**	**No**	**%**
P Christie	-	-	-	-	-	-	-	-	-
B Hurley	-	-	-	-	-	-	-	-	-
R Murchison	-	-	-	-	-	-	-	-	-
B Tomich	-	-	-	-	-	-	-	-	-
D Pluckhahn	500,000	31/01/07	0.0244	0.13	31/12/09	31/01/07	31/12/09	500,000	100

Options Granted as part of remuneration

2008	**Value of options granted during the year**	**Value of options exercised during the year**	**Value of options lapsed during the year**	**Remuneration consisting of options for the year %**
P Christie	67,503	-	-	23.47%
B Hurley	56,252	-	-	52.93%
R Murchison	33,751	-	-	41.56%
B Tomich	33,751	-	-	49.93%

2007	**Value of options granted during the year**	**Value of options exercised during the year**	**Value of options lapsed during the year**	**Remuneration consisting of options for the year %**
D Pluckhahn	12,200	-	-	9.59%

REMUNERATION REPORT (AUDITED)

Options Granted as part of remuneration (continued)

For details on the valuation of the options, including models and assumptions used, please refer to note 12.

There were no alterations to the terms and conditions of options granted as remuneration since their grant date.

There were no forfeitures during the period.

Shares issued on exercise of compensation options (Consolidated)

30 June 2008	Shares Issued No	Paid per share	Unpaid per share
P Christie	-	-	-
B Hurley	-	-	-
R Murchison	-	-	-
B Tomich	-	-	-

30 June 2007	Shares Issued No	Paid per share	Unpaid per share
D Pluckhahn	-	-	-

Consultancy Contract

Director Philip Christie trading as Yellowmoon Gold Mines Pty Ltd has renegotiated his consultancy agreement with Oropa Limited. This agreement came into effect on 10 January 2008 and runs for a period of three years. Consultancy fees of $17,500 are payable per month.

Should the contract be terminated prior to the expiry date of the consultancy agreement a termination fee will be payable up to a maximum of $425,000.

The directors of Oropa Limited have passed a director's resolution to effect this.

Officer Emoluments

Fees of $72,270 were paid to Calder Roth & Co, an accounting firm of which DW Calder is a principal, for accounting, company secretarial, taxation and other services during the year.

Directors and Officer Insurance

During the year $13,898 was paid for Directors and officeholders insurance which covers all directors and officeholders.

SHARES UNDER OPTION

Unissued ordinary shares of Oropa Limited under option at the date of this report are as follows:

- 12,791,440 options to subscribe for fully paid ordinary shares exercisable at 20 cents at any time on or before the expiry date of 31 January 2010.
- 8,510,285 options to subscribe for fully paid ordinary shares exercisable at 20 cents at any time on or before the expiry date of 31 January 2011.

These options are quoted on the Australian Securities Exchange Limited.

- 500,000 unlisted options exercisable at 12 cents at any time on or before the expiry date of 20 October 2008.
- 2,700,000 unlisted employee options exercisable at 13 cents at any time on or before the expiry date of 31 December 2009.
- 8,500,000 director options exercisable at 15 cents at any time on or before the expiry date of 31 May 2013.

PROCEEDINGS ON BEHALF OF COMPANY

No person entitled to exercise any of the options has any right, by virtue of the options, to participate in any share issue of any other body corporate.

The names of all persons who currently hold options, granted at any time, are entered in the register kept by the company pursuant to Section 216C of the Corporations Act 2001 and the register may be inspected free of charge.

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 part of these proceedings.

The Company was not party to any such proceedings during the year.

CORPORATE GOVERNANCE

The Company's Corporate Governance Statement is set out on page 36.

INSURANCE OF DIRECTORS AND OFFICERS

During the financial year, Oropa Limited paid a premium of $13,898 to insure the directors and officers of the company.

The liabilities insured are costs and expenses that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of entities in the consolidated entity.

NON-AUDIT SERVICES

There were no non-audit services undertaken by Stantons International during the financial year.

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 35.

Signed in accordance with a resolution of the Board of Directors.

PHILIP C CHRISTIE
Director

22 September 2008

Stantons International
ABN 41 103 088 697
LEVEL 1, 1 HAVELOCK STREET
WEST PERTH WA 6005, AUSTRALIA
PH: 61 8 9481 3188 • FAX: 61 8 9321 1204
www.stantons.com.au

22 September 2008

Board of Directors
Oropa Limited
25 Charles Street
SOUTH PERTH WA 6151

Dear Sirs

RE: OROPA 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 Oropa Limited.

As Audit Director for the audit of the financial statements of Oropa Limited for the year ended 30 June 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 audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely
STANTONS INTERNATIONAL
(Authorised Audit Company)

John Van Dieren
Director

CORPORATE GOVERNANCE STATEMENT

Oropa Limited ("Oropa, or the Company") has adopted systems of control and accountability as the basis for the administration of corporate governance. Some of these policies and procedures are summarised below.
The following additional information about the Company's corporate governance practices is set out on the Company's website at www.oropa.com.au:

- Corporate governance disclosures and explanations;
- Statement of Board and Management Functions;
- Nomination Committee Charter;
- Policy and procedure for selection and appointment of new directors;
- Summary of code of conduct for directors and key executives;
- Summary of policy on securities trading;
- Audit Committee Charter;
- Policy and procedure for selection of external auditor and rotation of audit engagement partners;
- Summary of policy and procedure for compliance with continuous disclosure requirements;
- Summary of arrangements regarding communication with and participation of shareholders;
- Summary of Company's risk management policy and internal compliance and control system;
- Process for performance evaluation of the Board, Board committees, individual directors and key executives;
- Remuneration Committee Charter; and
- Corporate Code of Conduct.

EXPLANATIONS FOR DEPARTURES FROM BEST PRACTICE RECOMMENDATIONS

During the Reporting Period the Company has complied with each of the Ten Essential Corporate Governance Principles[1] and the corresponding Best Practice Recommendations[2] as published by the ASX Corporate Governance Council ("**ASX Principles and Recommendations**"), other than in relation to the matters specified below.

Principle Ref	**Recommendation Ref**	**Notification of Departure**	**Explanation for Departure**
2	2.1	No director of the Company is independent in accordance with the test in box 2.1 ("**Independent Test**") of the best practice recommendations as published by ASX Corporate Governance Council.	The majority of directors are considered independent by the board for the reasons set out below under the heading "Identification of Independent Directors". (see page 37)
2	2.2	The Chairperson does not satisfy paragraph 2 of the Independence Test.	The board considers Mr Hurley to act in an independent manner for the reasons set out under the heading "Identification of Independent Directors". (see page 37)
4	4.3	The audit committee comprises 2 members, which is less than the minimum 3 member composition recommended under best practice recommendation 4.3.	The members of the audit committee are both independent from management and have experience relevant to carry out the obligations and duties of an audit committee. It is considered no additional benefit would be gained by adding another member to the audit committee.

SKILLS, EXPERIENCE, EXPERTISE AND TERM OF OFFICE OF EACH DIRECTOR

A profile of each director containing the applicable information is set out on pages 26- 29 of the Annual Report.

[1] A copy of the Ten Essential Corporate Governance Principles are set out on the Company's website under the Section entitled "Corporate Governance".
[2] A copy of the Best Practice Recommendations are set out on the Company's website under the section entitled "Corporate Governance".

CORPORATE GOVERNANCE STATEMENT

IDENTIFICATION OF INDEPENDENT DIRECTORS

The independent directors of the Company are Brian Hurley, Roderick Murchison and Bruce Tomich, subject to the comments set out below.

Mr Hurley provides mining consulting services to the Company. The fees for his consulting services are material to the Company, but are not the sole source of Mr Hurley's income. The consulting services relate to Mr Hurley's technical management involvement in the Company's projects.

As a result of Mr Hurley providing material consulting services to the Company he does not fit within paragraph 3 of the Independence Test. Mr Hurley passes all other aspects of the Independence Test.

The Board (in absence of Mr Hurley) considers he is capable of and demonstrates he consistently makes decisions and takes actions which are designed to be for the best interest of the Company and therefore consider him to be independent.

Messrs Murchison and Tomich both provide consultancy services to the Company. The fees for their services are not material to the Company. Accordingly the Board considers these directors to be independent.

STATEMENT CONCERNING AVAILABILITY OF INDEPENDENT PROFESSIONAL ADVICE

If a director considers it necessary to obtain independent professional advice to properly discharge the responsibility of his office as a director then, provided the director first obtains approval for incurring such expense from the chairperson, which will not be unreasonably withheld, the Company will pay the reasonable expenses associated with obtaining such advice.

NAMES OF NOMINATION COMMITTEE MEMBERS AND THEIR ATTENDANCE AT COMMITTEE MEETINGS

The following table identifies those directors who are members of the Nomination Committee and shows their attendance at committee meetings:

Name	No. of meetings held	No. of meetings attended
Roderick G Murchison	1	1
Bruce Tomich	1	1

NAMES AND QUALIFICATIONS OF AUDIT COMMITTEE MEMBERS

The following directors are members of the Audit Committee, Roderick Murchison (Chairman) and Bruce Tomich. Both are independent non-executive directors, with experience in finance and mining industries as set out in this Annual Report at page 26 - 29.

NUMBER OF AUDIT COMMITTEE MEETINGS AND NAMES OF ATTENDEES

Name	No. of meetings held	No. of meetings attended
Roderick G Murchison	1	1
Bruce Tomich	1	1

CONFIRMATION WHETHER PERFORMANCE EVALUATION OF THE BOARD AND ITS MEMBERS HAVE TAKEN PLACE AND HOW CONDUCTED

During the Reporting Period an evaluation of the Board and its members was carried out. The evaluation process comprised an information review by the Chairman.

COMPANY'S REMUNERATION POLICIES

Non-executive directors receive fees in cash. The fees are fixed and approved by shareholders.
Mr Christie has a contract for services pursuant to which he is paid an hourly rate for hours worked on behalf of the Company.
Where non-executive directors provide services in their area of expertise they receive payment at normal commercial rates.
The directors may be issued with options as part of their remuneration package. They are required to be issued with shareholder approval and are in accordance with thresholds set in plans approved by shareholders.
The remuneration of the directors is not linked directly to the performance of the company.

NAMES OF REMUNERATION COMMITTEE MEMBERS AND THEIR ATTENDANCE AT COMMITTEE MEETINGS.

Name	No of meetings held	No of meetings attended
Roderick G Murchison	1	1
Bruce Tomich	1	1

EXISTENCE AND TERMS OF ANY SCHEMES FOR RETIREMENT BENEFITS FOR NON-EXECUTIVE DIRECTORS

There are no termination or retirement benefits for non-executive directors.

INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2008

	Notes	Consolidated		Parent Entity	
		2008 $	2007 $	2008 $	2007 $
Revenue	2	63,406	70,526	63,406	70,526
Corporate secretarial expenses		(39,377)	(61,588)	(38,367)	(60,952)
Depreciation and amortisation	3(a)	(18,217)	(5,828)	(15,010)	(5,816)
Employee benefits expense		(137,096)	(145,450)	(137,096)	(145,450)
Exploration expenditure written off	3(a)	(2,178,983)	(2,407,217)	(127,421)	(569,875)
External consultancy expenses		(126,050)	(210,573)	(88,073)	(177,500)
Foreign exchange loss		(883,477)	(914,317)	(724,139)	(714,779)
Insurance expenses		(19,114)	(44,832)	(19,114)	(44,832)
Provision for diminution in value of investments	3(a)	-	-	-	-
Provision for doubtful debts	3(a)	-	-	(1,237,588)	(1,216,865)
Loss on sale of plant and equipment	3 (a)	(4,716)	-	(4,716)	
Rental expenses	3(a)	(44,644)	(38,779)	(44,644)	(38,779)
Share based payments		(164,350)	(81,891)	(191,250)	(81,891)
Travel and entertainment expenses		(34,122)	(34,694)	(30,272)	(32,149)
Other expenses		(294,354)	(239,422)	(288,702)	(238,340)
Loss before income tax		(3,881,094)	(4,114,065)	(2,882,986)	(3,256,702)
Income tax expense	3(b)	-	-	-	-
Net loss after income tax		(3,881,094)	(4,114,065)	(2,882,986)	(3,256,702)
Net loss after income tax attributable to the members of the parent entity		(3,881,094)	(4,114,065)	(2,882,986)	(3,256,702)
Basic/diluted loss per share (cents per share)	18	(0.02)	(0.04)		

The above Income Statement should be read in conjunction with the accompanying notes.

BALANCE SHEET
AS AT 30 JUNE 2008

	Notes	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
CURRENT ASSETS					
Cash and cash equivalents	17(a)	456,691	1,451,496	234,733	1,040,620
Trade and other receivables	4	147,625	131,302	39,079	24,199
Other financial assets	5	41,333	1,333	41,333	1,333
TOTAL CURRENT ASSETS		645,649	1,584,131	315,145	1,066,152
NON-CURRENT ASSETS					
Other	7	108,382	63,725	-	-
Property, plant and equipment	6	98,133	92,880	55,781	55,435
TOTAL NON-CURRENT ASSETS		206,515	156,605	55,781	55,435
TOTAL ASSETS		852,164	1,740,736	370,926	1,121,587
CURRENT LIABILITIES					
Trade and other payables	8	193,510	192,124	43,267	99,322
Provisions	9	381,415	331,697	31,776	8,444
Other	17(a)	25,186	24,242	23,864	24,242
TOTAL CURRENT LIABILITIES		600,111	548,063	98,907	132,008
NON-CURRENT LIABILITIES					
Trade and other payables		8	33,329	37,760	-
TOTAL NON-CURRENT LIABILITIES		33,329	37,760	-	-
TOTAL LIABILITIES		633,440	585,823	98,907	132,008
NET ASSETS		218,724	1,154,913	272,019	989,579
SHAREHOLDERS' EQUITY					
Parent entity interest:					
Contributed equity	10	35,386,145	33,411,976	35,386,145	33,411,976
Reserves	11(a)(b)	2,454,846	1,484,110	823,265	632,019
Accumulated losses	11(c)	(37,720,718)	(33,839,624)	(35,937,391)	(33,054,416)
Total parent entity interest		120,273	1,056,462	272,019	989,579
Minority interest in controlled entities	16(b)	98,451	98,451	-	-
TOTAL SHAREHOLDERS' EQUITY		218,724	1,154,913	272,019	989,579

The above Balance Sheet should be read in conjunction with the accompanying notes.

CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 2008

	Notes	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
CASH FLOWS FROM OPERATING ACTIVITIES					
Payments to creditors and suppliers		(738,672)	(678,303)	(693,551)	(638,895)
Interest received		23,406	70,526	23,406	70,526
NET CASH FLOWS USED IN OPERATING ACTIVITIES	17(b)	(715,266)	(607,777)	(670,145)	(568,369)
CASH FLOWS FROM INVESTING ACTIVITIES					
Mining exploration and evaluation expenditure		(2,094,134)	(2,318,970)	(127,421)	(569,875)
Purchase of property, plant and equipment		(47,587)	(35,638)	(20,386)	(26,225)
Increase in security deposits paid		(55,751)	-	-	-
Repayment of loans from controlled entities		3,877			
Advances in loans to controlled entities		-	-	(1,961,723)	(1,931,644)
NET CASH FLOWS USED IN INVESTING ACTIVITIES		(2,193,595)	(2,354,608)	(2,109,530)	(2,527,744)
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from issue of shares and options		2,042,427	2,126,275	2,042,424	2,126,275
Share and option issue costs		(68,255)	(175,570)	(68,255)	(175,570)
NET CASH FLOWS FROM FINANCING ACTIVITIES		1,974,172	1,950,705	1,974,169	1,950,705
Net increase / (decrease) in cash and cash Equivalents held		(934,689)	(1,011,680)	(805,506)	(1,145,408)
Effects of exchange rate changes on cash		(59,738)	(63,131)		-
Cash and cash equivalents at the beginning of the financial year		1,427,254	2,502,065	1,016,377	2,161,785
Cash and cash equivalents at the end of the financial year	17(a)	432,827	1,427,254	210,871	1,016,377

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2008

Consolidated

	Share Capital	Reserves	Accumulated Losses	Minority	Total Interest
	$	$	$	$	$
Balance at 1.7.06	31,525,228	479,003	(29,725,559)	98,451	2,377,123
Issue of shares	2,062,318	-	-	-	2,062,318
Share issue costs	(175,570)	-	-	-	(175,570)
Foreign currency reserve	-	859,259	-	-	859,259
Issue of options	-	145,848	-	-	145,848
Loss for the year	-	-	(4,114,065)	-	(4,114,065)
Balance at 30.06.07	33,411,976	1,484,110	(33,839,624)	98,451	1,154,913
Balance at 1.7.07	33,411,976	1,484,110	(33,839,624)	98,451	1,154,913
Issue of shares	2,042,423	-	-	-	2,042,423
Share issue costs	(68,255)	-	-	-	(68,255)
Foreign currency reserve	-	779,487	-	-	970,737
Issue of options	-	191,249	-	-	
Loss for the year	-	-	(3,881,094)	-	(3,881,094)
Balance at 30.06.08	35,386,143	2,454,846	(37,720,718)	98,451	218,724

Parent

	Share Capital	Reserves	Accumulated Losses	Minority	Total Interest
	$	$	$	$	$
Balance at 1.7.06	31,525,228	486,171	(29,797,714)	-	2,213,685
Issue of shares	2,062,318	-	-	-	2,062,318
Share issue costs	(175,570)	-	-	-	(175,570)
Foreign currency reserve	-	-	-	-	-
Issue of options	-	145,848	-	-	145,848
Loss for the year	-	-	(3,256,702)	-	(3,256,702)
Balance at 30.06.07	33,411,976	632,019	(33,054,416)	-	989,579

	Share Capital	Reserves	Accumulated Losses	Minority	Total Interest
	$	$	$	$	$
Balance at 1.7.07	33,411,976	632,019	(33,054,416)	-	989,579
Issue of shares	2,042,424	-	-	-	2,042,424
Share issue costs	(68,255)	-	-	-	(68,255)
Foreign currency reserve	-	-	-	-	191,246
Issue of options	-	191,249	-	-	-
Loss for the year	-	-	(2,882,975)	-	(2,882,975)
Balance at 30.06.08	35,386,145	823,268	(35,937,391)		272,019

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

The financial report covers the economic entity of Oropa Limited and controlled entities, and Oropa Limited as an individual parent entity and was authorised for issue in accordance with a resolution of the directors on 19 September 2008. Oropa Limited is a listed public company, incorporated and domiciled in Australia.

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

Basis of Preparation
Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards (AASBs) and the Corporations Act 2001. The consolidated financial report of the Company and Group (note 18) also complies with International Financial Reporting Standards and interpretations adopted by the International Accounting Standards Board.

Adoption of New and Revised Accounting Standards

In the current year, the group has adopted all of the new and revised standards and interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective for the current annual reporting period. The adoption of these new and revised Standards and Interpretations has not resulted in any material changes to the Group's accounting policies.

At the date of authorisation of the financial report, certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2008 reporting periods. The assessment of the impact of new standards and interpretations that may affect the Group is set out below:

The following Standards and Interpretations were in issue but not yet effective:

(i) AASB 8 Operating Segments and AASB 2007-3 Amendments to Australian Accounting Standards.

This is effective for annual reporting periods beginning on or after 1 January 2009. AASB 8 will result in a significant change in the approach to segment reporting, as it requires adoption of a 'management approach' to reporting on financial performance. The information being reported will be based on what the key decision makers use internally for evaluating segment performance and deciding how to allocate resources to operating segments. The Group has not yet decided when to adopt AASB 8. Application of ASB 8 may result in different segments, segment results and different types of information being reported in the segment note of the financial report. However, at this stage, it is not expected to affect any of the amounts recognised in the financial statements.

(ii) Revised AASB 101 Presentation of Financial Statements and AASB 2007-8 Amendments to Australian Accounting Standards arising from AASB 101.

A revised standard AASB 101 was issued in September 2007 and is applicable for annual reporting periods beginning on or after 1 January 2009. It requires the presentation of a statement of comprehensive income and makes changes to the statement of changes in equity, but will not affect any of the amounts recognised in the financial statements. If an entity has made a prior period adjustment or has reclassified items in the financial statements, it will need to disclose a third balance sheet (statement of financial position), this one being as at the beginning of the comparative period. The Group intends to apply the revised standard from 1 July 2009.

Adoption of New and Revised Accounting Standards (continued)

(iii) AASB 123 Borrowing Costs and AASB 2007-6 Amendments to Australian Accounting Standards arising from AASB 123 (AASB 1, AASB 101, AASB 107, AASB 111, AASB 116 and AASB 138 and Interpretations 1 & 122).

The revised AASB 123 is applicable to annual reporting periods commencing on or after 1 January 2009. It has removed the option to expense all borrowing costs and – when adopted – will require the capitalisation of all borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset. There will be no impact on the financial report of the group as the group does not have any borrowings.

Reporting Basis and Conventions

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

Accounting Policies

Going Concern

The consolidated financial statements have been prepared on a going concern basis.

However, the ability of the company and the consolidated entity to actively explore and continue as a going concern, and to meet their debts and commitments as they fall due, is dependant upon further capital raisings.

The Directors are confident that the company will be successful in raising further capital and, accordingly, have prepared the financial report on a going concern basis. At this time, the directors are of the opinion that no asset is likely to be realised for an amount less than the amount at which it is recorded in the financial report at 30 June 2008. Accordingly, no adjustments have been made to the financial report relating to the recoverability and classification of the asset carrying amounts or the amounts and classification of liabilities that might be necessary should the company not continue as a going concern.

(a) Principles of Consolidation

A controlled entity is any entity Oropa Limited has the power to control the financial and operating policies of so as to obtain benefits from its activities.

A list of controlled entities is contained in Note 18 to the financial statements. All controlled entities have a June financial year end.

All inter-company balances and transactions between entities in the economic entity, including any unrealised profit or losses have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistencies with those policies applied by the parent entity.

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

(b) Income Tax

The charge for current income tax expenses is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the balance sheet date.

(b) Income Tax (continued)

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income tax legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

(c) Property, Plant & Equipment

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

Plant and equipment
Property, plant and equipment are measured on the cost basis less depreciation 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 assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Depreciation
The depreciable amount of all Property, Plant and Equipment (other than Leasehold Improvements and certain plant and equipment which are based on the prime cost method) is based on the diminishing value method over their useful lives to the Company commencing from the time the assets are held ready for use. The depreciation rates used for plant and equipment vary between 2.5% and 40%.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying value 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 included in the income statement.

(d) Acquisition of Assets

The purchase method of accounting is used for all acquisitions of assets regardless of whether shares or other assets are acquired. Cost is determined as the fair value of the assets given up, shares issued or liabilities undertaken at the date of acquisition plus costs incidental to the acquisition. Where shares are issued in an acquisition, the value of the shares is determined having reference to the fair value of the assets or net assets acquired, including goodwill or discount on acquisition where applicable.

(d) Acquisition of Assets (continued)

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of the acquisition. The discount rate used is the rate at which a similar borrowing could be obtained under comparable terms and conditions.

(e) Exploration and Evaluation Expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the areas 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 in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

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.

(f) Financial Instruments

Recognition
Financial instruments are initially measured at cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

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 stated at amortised cost using the effective interest rate method.

Financial liabilities
Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

Fair value
Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

Impairment
At each reporting date, the group assesses whether there is objective evidence that a financial instrument has been impaired. Impairment losses are recognised in the income statement.

(g) Impairment of Assets

At each reporting date, the group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

(h) Interest in Joint Ventures

The economic entity's share of the assets, liabilities, revenue and expenses of joint venture operations are included in the appropriate items of the consolidated income statement and consolidated balance sheet.

(h) Interest in Joint Ventures (continued)

The economic entity's interest in joint venture entities are brought to account using the equity method of accounting in the consolidated financial statements. The parent entity's interest in joint venture entities are brought to account using the cost method.

(i) Foreign Currency Transactions and Balances

Functional and presentation currency

The functional currency of each of the group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year end exchange rate. Non-monetary items measured at historical costs continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the income statement, except where deferred in equity as qualifying cashflow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the income statement.

Group Companies

The financial results and position of foreign operations whose functional currency is different from the group's presentation currency are translated as follows:

- Assets and Liabilities are translated at year-end exchange rates prevailing at that reporting date.
- Income and expenses are translated at average exchange rates for the period.

Exchange rate differences arising on translation of foreign operations are transferred directly to the group's foreign currency translation reserve in the balance sheet. These differences are recognised in the income statement in the period in which the operation is disposed.

(j) Revenue

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. Revenue from the sale of assets is recognised at the date that the contract is entered into.

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

(k) Employee Benefits

Provision is made for the group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

(l) Provisions

Provisions are recognised when the group has a legal or constructive obligation, as a result of a past event, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(m) Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short term borrowings in current liabilities on the balance sheet.

(n) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST is not recoverable from the Australian Taxation Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(o) Share Based Payment Transactions

The group provides benefits to the directors and senior executives in the form of share-based payment transactions, whereby services are rendered in exchange for shares or rights over shares (‘equity settled transactions’).

The cost of these equity settled transactions with directors is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using the Black and Scholes model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to price of the shares of Oropa Limited.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the market conditions are fulfilled.

The cumulative expense recognised for equity settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that in the opinion of the directors will ultimately vest. The opinion is formed on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon market condition.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share.

(p) Trade and other receivables

CURRENT
All trade debtors are recognised at the amounts receivable as they are due for settlement no more than 30 days from the date of recognition.

Collectability of trade debtors is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful debts is raised when some doubt as to collection exists and in any event when the debt is more than 60 days overdue.

(p) Trade and other receivables (continued)

NON-CURRENT
All debtors that are not expected to be received within 12 months of reporting date are included in non-current receivables.

Collectability of non-current receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful debts is raised when some doubt as to collection exists.

(q) Trade and other creditors

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(r) Operating Leases

Operating lease payments are charged to the Income Statement in the periods in which they are incurred, as this represents the pattern of benefits derived from the leased assets.

(s) Significant accounting judgements, estimates and assumptions

Significant accounting judgements
In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

Exploration and evaluation assets
The Group's accounting policy for exploration and evaluation expenditure is set out above. The application of this policy necessarily requires management to make certain estimates and assumptions as to future events and circumstances, in particular, the assessment of whether economic quantities of reserves are found. Any such estimates and assumptions may change as new information becomes available.

Significant accounting estimates and assumptions
The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

Recovery of deferred assets
Deferred tax assets are recognised for deductible temporary differences when management considers that it is probable that future taxable profits will be available to utilise those temporary differences.

Share-based payment transactions
The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The Group measures the cost of cash-settled share-based payments at fair value at the grant date using the Black and Scholes model taking into account the terms and conditions upon which the instruments were granted.

(t) Comparative Figures

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

2. RISK MANAGEMENT

(a) Interest rate risk

The Consolidated Entity and the Company's exposure to interest rate risk, is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rate on classes of financial assets and liabilities. The Consolidated Entity and the Company do not have a major exposure in this area as the interest rate earned on deposited funds does not vary greatly from month to month.

Consolidated Entity
2008

		Fixed interest rate maturing in					
	Floating Interest Rate	**1 year or less**	**1 to 5 years**	**More than 5 years**	**Non interest bearing**	**Total carrying amount at balance sheet**	**Interest rate on deposits at 30 Jun**
	$	**$**	**$**	**$**	**$**	**$**	**%**
Financial Assets							
Cash and cash equivalents	407,241	-	-	-	-	407,241	3.85
Trade and other receivables	-	-	-	-	118,741	118,741	-
Other financial assets	-	-	-	-	41,333	41,333	-
Deposits	-	157,832	-	-	-	157,832	7.10
Total Financial Assets	**407,241**	**157,832**	**-**	**-**	**160,074**	**725,147**	
Financial Liabilities							
Trade creditors	-	-	-	-	179,832	179,832	-
Other creditors and accruals	-	-	-	-	48,329	48,329	-
Restricted cash	23,864	-	-	-	-	23,864	3.85
Total Financial Liabilities	**23,864**	**-**		**-**	**228,161**	**252,025**	

2. RISK MANAGEMENT (CONTINUED)

Consolidated Entity
2007

		Fixed interest rate maturing in					
	Floating Interest Rate	**1 year or less**	**1 to 5 years**	**More than 5 years**	**Non interest bearing**	**Total carrying amount as per balance sheet**	**Interest rate on deposits at 30 Jun**
	$	**$**	**$**	**$**	**$**	**$**	**%**
Financial Assets							
Cash and cash equivalents	1,451,496	-	-	-	-	1,451,496	4.35
Trade and other receivables	-	-	-	-	131,302	131,302	-
Other financial assets	-	-	-	-	1,333	1,333	-
Deposits	-	-	-	-	63,725	63,725	-
Total Financial Assets	**1,451,496**	**-**	**-**	**-**	**196,360**	**1,647,856**	
Financial Liabilities							
Trade creditors	-	-	-	-	175,803	175,803	-
Other creditors and accruals	-	-	-	-	54,081	54,081	-
Restricted cash	24,242	-	-	-	-	24,242	4.35
Total Financial Liabilities	**24,242**	**-**		**-**	**229,884**	**254,126**	

Parent
2008

		Fixed interest rate maturing in					
	Floating Interest Rate	**1 year or less**	**1 to 5 years**	**More than 5 years**	**Non interest bearing**	**Total carrying amount as per balance sheet**	**Interest Rate on deposits at 30 Jun**
	$	**$**		**$**	**$**	**$**	**%**
Financial Assets							
Cash and cash equivalents	185,283	-	-	-	-	185,283	3.85
Trade and other receivables	-	-	-	-	27,961	27,961	-
Other financial assets	-	-	-	-	41,333	41,333	-
Deposits	-	49,450	-	-	-	49,450	7.10
Total Financial Assets	**185,283**	**49,450**	**-**	**-**	**69,294**	**304,027**	
Financial Liabilities							
Trade creditors	-	-	-	-	28,267	28,267	-
Other creditors and accruals	-	-	-	-	15,000	15,000	-
Restricted cash	23,864	-	-	-	-	23,864	3.85
Total Financial Liabilities	**23,864**	**-**	**-**	**-**	**43,267**	**67,131**	

2. RISK MANAGEMENT (CONTINUED)

Parent
2007

	Fixed interest rate maturing in						
	Floating Interest Rate	**1 year or less**	**1 to 5 years**	**More than 5 years**	**Non interest bearing**	**Total carrying amount as per balance sheet**	**Interest Rate on deposits at 30 Jun**
	$	**$**	**$**	**$**	**$**	**$**	**%**
Financial Assets							
Cash and cash equivalents	1,040,620	-	-	-	-	1,040,620	4.35
Trade and other receivables	-	-	-	-	24,199	24,199	-
Other financial assets	-	-	-	-	1,333	1,333	-
Deposits	-	-	-	-	-	-	-
Total Financial Assets	**1,040,620**	**-**	**-**	**-**	**25,532**	**1,066,152**	
Financial Liabilities							
Trade creditors	-	-	-	-	84,322	84,322	-
Other creditors and accruals	-	-	-	-	15,000	15,000	-
Restricted cash	24,242	-	-	-	-	24,242	4.35
Total Financial Liabilities	**24,242**	**-**		**-**	**99,322**	**123,564**	

(b) Credit risk exposures

The Consolidated Entity and the Company has no significant concentrations of credit risk. The maximum exposure to credit risk at balance date is the carrying amount (net of provision of doubtful debts) of those assets as disclosed in the balance sheet and note 22.

As the Consolidated Entity and Company does not presently have any debtors arising from sales, lending, significant stock levels or any other credit risk, a formal credit risk management policy is not maintained.

(d) Foreign currency risk management

The Consolidated Entity and the Company is exposed to fluctuations in foreign currencies arising from costs incurred at overseas mineral exploration tenements. Overseas expenses are paid at the spot rate applicable on the date the invoice is received. Please refer to Note 22 for further details.

Liquidity Risk

Liquidity risk is the risk that the Consolidated Entity and the Company will not be able to meet its financial obligations as they fall due. The only financial obligation the Consolidated Entity and the Company have is trade creditors and other payables. There are no contractual liabilities in place.

The company has not conducted a sensitivity analysis on credit or interest rate risk as the amounts are not considered significant.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
3. REVENUE				
Revenue from outside the operating activities				
Interest	23,406	70,526	23,406	70,526
Proceeds on sale of interest in Golden Valley Joint venture	40,000	-	40,000	-
Revenue from ordinary activities	63,406	70,526	63,406	70,526

3(a) LOSS BEFORE INCOME TAX

Net Expenses
The loss before income tax includes the following expenses:

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
(i) Expenses:				
Exploration expenditure written off	2,178,983	2,407,217	127,421	569,875
Depreciation	18,217	5,828	15,010	5,816
Rental expenses	44,644	38,779	44,644	38,779
Provision for doubtful debts	-	-	1,237,588	1,216,865
Plant and equipment written off	4,716	-	4,716	-
(i) Numerical reconciliation of income tax expense to prima facie tax payable:				
Loss from ordinary activities before income tax expense	(3,907,994)	(4,114,065)	(2,882,986)	(3,256,702)

3(b) INCOME TAX

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
Prima facie tax benefit on loss from ordinary activities:	(1,172,398)	(1,234,219)	(864,896)	(977,010)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income				
Unrealised foreign exchange losses (gains)	265,043	274,295	217,242	214,434
Entertainment	4,822	4,730	4,822	4,730
Equity based remuneration	57,375	19,764	57,375	19,764
Legal	915	12,671	915	12,671
Donations	-	264	-	68
	(844,243)	(922,495)	(584,542)	(725,343)
Movement in unrecognised temporary difference	621,270	706,576	376,348	522,374
Tax effect of current year tax losses for which no deferred tax asset has been recognised	222,973	215,919	208,194	202,969
Income tax expense	-	-	-	-

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
3(b) INCOME TAX (CONTINUED)				
(ii) Unrecognised temporary differences				
Deferred Tax Assets (at 30%)				
Carried forward revenue tax losses	3,900,659	3,687,815	3,208,454	3,000,260
Carried forward capital tax losses	823,879	823,879	703,957	703,957
Carried forward foreign tax losses	1,695,413	1,493,904	1,313,599	1,276,180
Provisions	116,993	503,495	14,033	7,034
Blackhole expenditure	93,243	112,113	93,243	112,113
Prepayments	3,335	-	3,335	-
	6,633,522	6,621,206	5,336,621	5,099,544

This benefit for tax losses will only be obtained if:

(i) the consolidated entity derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised, or
(ii) the losses are transferred to an eligible entity in the consolidated entity, and
(iii) the consolidated entity continues to comply with the conditions for deductibility imposed by tax legislation, and
(iv) no changes in tax legislation adversely affect the consolidated entity in realising the benefit from the deductions for the losses.

4. TRADE AND OTHER RECEIVABLES

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
CURRENT				
Other debtors and prepayments	147,625	131,302	39,079	24,199

Other debtors
These amounts generally arise from transactions outside the usual operating activities of the consolidated entity and are non-interest bearing. The other debtors do not contain any impaired receivables.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
NON-CURRENT				
Other debtors	280,997	281,103	-	-
Less provision for doubtful debts	(280,997)	(281,103)	-	-
Loans to controlled entities	-	-	11,768,845	10,531,257
Less provision for doubtful debts	-	-	(11,768,845)	(10,531,257)
	-	-	-	-

Other non-current debtors includes $247,880 (2007 - $247,880) receivable from a related party B Vijaykumar Chhattisgarh Exploration Private Limited which has been fully provided for.

Further information relating to receivables from related parties is set out in Note 16.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
5. OTHER FINANCIAL ASSETS				
CURRENT				
Investments listed on a prescribed stock exchange	41,333	1,333	41,333	1,333

During 2008 Oropa Limited sold its interest in the Golden Valley Joint Venture to Southern Cross Goldfields Ltd in exchange for 200,000 shares and 1,000,000 options exercisable at 20 cents in the company Southern Cross Goldfields Limited.

The shares were issued at a deemed value of 20 cents each ($40,000) and the options only vest if Southern Cross Goldfields discover a minimum of 250,000 ounces of gold or 5,000 tonnes of nickel in the situ in the Golden Valley Tenements as defined in the "Sale Agreement – Golden Valley Joint Venture Interest" between Southern Cross Goldfields Ltd and Oropa Ltd.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
NON-CURRENT				
Investments in controlled entities (Note 18) at cost	-	-	2,344,382	2,344,382
Less provision for diminution	-	-	(2,344,382)	(2,344,382)
Investments in other entities, at cost	1,834,510	1,834,510	-	-
Less provision for diminution	(1,834,510)	(1,834,510)	-	-
	-	-	-	-

Shares in controlled entities
The carrying value of the investments in controlled entities is dependent upon the successful development and exploitation of the controlled entities' tenements, or alternatively the sale of those tenements for at least carrying value.

Investments in other entities
Investments in other entities include the following:

- 9.9% shareholding in CEPO Systems Pty Limited, a company involved in the development of e-commerce business to business software. This investment has been fully provided for.

- 10% interest in B Vijaykumar Technical Services Pvt Limited, a company involved in diamond exploration in India, with an option to purchase a further 10% interest. As Oropa Indian Resources Pty Ltd, Oropa Limited's wholly owned subsidiary, no longer has significant influence over B Vijaykumar Technical Services Pvt Limited, the investment was transferred to other investments from investment in associates in a prior year. This investment has been fully provided for.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
6. PROPERTY, PLANT AND EQUIPMENT				
NON-CURRENT				
Leasehold improvements, at cost	12,729	6,003	12,729	6,003
Less: accumulated amortisation	(2,696)	(831)	(2,696)	(831)
	10,033	5,172	10,033	5,172
Plant and equipment, at cost	58,455	77,527	13,079	27,851
Less: accumulated depreciation	(37,109)	(43,350)	(4,545)	(11,327)
	21,346	34,177	8,534	16,524
Motor vehicles, at cost	24,947	10,148	-	-
Less: accumulated depreciation	(8,124)	(3,553)	-	-
	16,823	6,595	-	-
Office equipment, at cost	135,221	139,004	84,991	88,584
Less: accumulated depreciation	(85,290)	(92,068)	(47,777)	(54,845)
	49,931	46,936	37,214	33,739
Total property, plant and equipment	98,133	92,880	55,781	55,435

Reconciliations

Reconciliations of the carrying amounts of each class of property, plant and equipment at the beginning and end of the current financial year are set out below:

2008

Consolidated	Leasehold Improvements $	Plant & Equipment $	Motor Vehicles $	Office Equipment $	Total $
Carrying amount at 1 July 2007	5,172	34,177	6,595	46,936	92,880
Effect of foreign currency translation	-	(2,108)	(775)	(2,277)	(5,160)
Additions	6,726	4,744	15,992	20,125	47,587
Write-offs & reclassification	-	(4,010)	-	(1,020)	(5,030)
Depreciation expense	(1,865)	(11,457)	(4,989)	(13,833)	(32,144)
Carrying amount at 30 June 2008	10,033	21,346	16,823	49,931	98,133

6. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Reconciliations

Parent	Leasehold Improvements $	Plant & Equipment $	Office Equipment $	Total $
Carrying amount at 1 July 2007	5,172	16,524	33,739	55,435
Additions	6,726		13,660	20,386
Write-offs & reclassification	-	(4,010)	(1,020)	(5,030)
Depreciation expense	(1,865)	(3,980)	(9,165)	(15,010)
Carrying amount at 30 June 2008	10,033	8,534	37,214	55,781

2007

Consolidated	Leasehold Improvements $	Plant & Equipment $	Motor Vehicles $	Office Equipment $	Total $
Carrying amount at 1 July 2006	5,323	30,488	9,898	42,240	87,949
Effect of foreign currency translation	-	(2,955)	(1,274)	(2,961)	(7,190)
Additions	-	15,536	-	20,102	35,638
Disposals and write-offs	-	-	-	(2,410)	(2,410)
Depreciation expense	(151)	(8,892)	(2,029)	(10,035)	(21,107)
Carrying amount at 30 June 2007	**5,172**	**34,177**	**6,595**	**46,936**	**92,880**

Parent	Leasehold Improvements $	Plant & Equipment $	Office Equipment $	Total $
Carrying amount at 1 July 2006	5,323	5,370	26,743	37,436
Additions	-	12,150	14,075	26,225
Disposals and write-offs	-	-	(2,410)	(2,410)
Depreciation expense	(151)	(996)	(4,669)	(5,816)
Carrying amount at 30 June 2007	**5,172**	**16,524**	**33,739**	**55,435**

	Consolidated		Parent Entity	
	2008	2007	2008	2007
	$	$	$	$
7. OTHER ASSETS				
NON-CURRENT				
Mining exploration and evaluation expenditure				
Expenditure incurred during the year	2,178,983	2,407,217	127,421	569,875
Expenditure written off during the year	(2,178,983)	(2,407,217)	(127,421)	(569,875)
Costs carried forward	-	-	-	-
Deposits	157,832	63,725	49,450	-
	157,832	63,725	49,450	-

For those areas of interest which are still in the exploration phase, the ultimate recoupment of the stated costs is dependent upon the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Some of the company's exploration properties are subject to claim(s) under native title. As a result, exploration properties or areas within the tenements may be subject to exploration and/or mining restrictions.

Deposits

Deposits of $157,832 include a building rental deposit of USD $4,293 (2007: USD 4,109), a mineral exploration deposit of USD $100,000 (2007: USD 50,000), a term deposit securing a bank guarantee for rent of $20,000 and a term deposit for $29,450 securing a Letter of Credit for PT Sorikmas Pty Ltd.

The mineral exploration deposit is to guarantee a minimum level of financial support for mineral exploration by the Company. The cash component is deposited at a government bank appointed by the Ministry of Energy and Mineral Resources. This deposit is refundable on the basis that the Company meets certain performance conditions set out in the Contract of Work.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
8. TRADE AND OTHER PAYABLES				
CURRENT				
Trade creditors	179,832	175,803	28,267	84,322
Other creditors	15,000	16,321	15,000	15,000
	194,832	192,124	43,267	99,322
NON-CURRENT				
Other creditors	33,329	37,760	-	-
	33,329	37,760	-	-

Other creditors

This is an amount payable to PT Aberfoyle Indonesia.

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
9. PROVISIONS				
CURRENT				
Employee Entitlements	387,878	331,697	17,776	8,444
Taxation	6,437	-	-	-
	394,315	331,697	17,776	8,444
NON CURRENT				
Employee Entitlements- long service leave	14,000	-	14,000	-
Employee numbers		**Number**		**Number**
Average number of employees during the financial year	43	57	2	6

	Parent Entity 2008 $	Parent Entity 2007 $
10. CONTRIBUTED EQUITY		
Issued Capital		
Fully paid – Ordinary shares		
184,451,912 (2007 – 145,349,328)	35,141,145	33,411,976
Shares to be issued	245,000	-
	35,386,145	33,411,976

Shares to be issued of $245,000 represents share application money received in advance. This represents shares of 4,454,545 at 5.5 cents, and is part of the $420,000 share placement for 7,636,362 shares, which is to be issued and quoted on the ASX on 17 July 2008.

Movements in ordinary share capital of the company during the past 2 years were as follows:

		Number of shares	$
01/07/2006	Opening balance	93,816,886	31,525,228
10/01/2007	Share issue	4,063	933
17/05/2007	Share issue	51,528,379	2,061,385
30/06/2007	Share issue costs	-	(175,570)
		145,349,328	33,411,976
12/10/2007	Share issue	1	-
17/10/2007	Share issue	10,300,555	463,525
18/12/2007	Share issue	10,000,000	500,000
14/03/2008	Share issue	13,347,483	533,899
06/06/2008	Share issue	5,454,545	545,000
30/06/2008	Share issue costs	-	(68,255)
		184,451,912	35,386,145

10. CONTRIBUTED EQUITY (CONTINUED)

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

11. RESERVES AND ACCUMULATED LOSSES

	Consolidated		Parent Entity	
	2008 $	2007 $	2008 $	2007 $
(a) Option Premium Reserve				
Balance at the beginning of the financial year	632,019	486,171	632,019	486,171
Options issued during the year	191,257	145,848	191,257	145,848
Balance at the end of the financial year	823,276	632,019	823,276	632,019

The Option Premium Reserve is used to record the value of options issued during the year under the Black and Scholes method. The balance standing to the credit of the reserve will be transferred to share capital as options are exercised or to accumulated losses as options expired unexercised. The option premium reserve may be subject to capital gains tax if the options are not exercised.

Options
At 30 June 2008, the company had the following options:

- 500,000 unlisted options to subscribe for fully paid ordinary shares exercisable at 12 cents at any time on or before the expiry date of 20 October 2008.
- 2,700,000 unlisted employee options to subscribe for fully paid ordinary shares exercisable at 13 cents at any time on or before the expiry date of 31 December 2009.
- 12,791,440 options to subscribe for fully paid ordinary shares exercisable at 20 cents at any time on or before the expiry date of 31 January 2010.
- 8,500,000 unlisted director options to subscribe for fully paid ordinary shares exercisable at 15 cents at any time on or before the expiry date of 31 May 2013.

All options, except for unlisted options, are quoted on the Australian Securities Exchange Limited.

The following options were issued during the year:

- 8,500,000 unlisted director options to subscribe for fully paid ordinary shares exercisable at 15 cents at any time on or before the expiry date of 31 May 2013.

The following options lapsed during the year:

- 13,280,376 options to subscribe for fully paid ordinary shares exercisable at 50 cents at any time on or before the expiry date of 31 December 2007.

11. RESERVES AND ACCUMULATED LOSSES (CONTINUED)

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
(b) Foreign Currency Reserves				
Balance at the beginning of the financial year	852,091	(7,168)	-	-
Movement for the year	779,479	859,259	-	-
Balance at the end of the financial year	1,631,570	852,091	-	-
(c) Accumulated Losses				
Balance at the beginning of the financial year	(33,839,624)	(29,725,559)	(33,054,416)	(29,797,714)
Net losses attributable to members of Oropa Limited	(3,907,994)	(4,114,065)	(2,882,986)	(3,256,702)
Balance at the end of the financial year	(37,747,618)	(33,839,624)	(35,937,402)	(33,054,416)

12. SHARE BASED PAYMENTS PLAN

Share-based payment plan

The following table illustrates the number (No.) and weighted average exercise price (WAEP) of and movements in share options issued during the year:

	2008 No.	2008 WAEP Cents	2007 No.	2007 WAEP Cents
Outstanding at the beginning of the year	3,200,000	13.00	3,200,000	13.00
Granted during the year	8,500,000	15.00	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	11,700,000	14.00	3,200,000	13.00

The outstanding balance as at 30 June 2008 is represented by:

- 500,000 unlisted options to subscribe for fully paid ordinary shares exercisable at 12 cents at any time on or before the expiry date of 20 October 2008.
- 2,700,000 unlisted employee options to subscribe for fully paid ordinary shares exercisable at 13 cents at any time on or before the expiry date of 31 December 2009.
- 8,500,000 unlisted director options to subscribe for fully paid ordinary shares exercisable at 15 cents at any time on or before the expiry date of 31 May 2013.

12. SHARE BASED PAYMENTS PLAN (CONTINUED)

During the year, the company granted a total of 8,500,000 unlisted options to directors at an exercise price of 15 cents each and an expiry date of 31 May 2013. The options were fair valued at 2.25 cents per option, and vest on 15 May 2008.

The fair value of the options has been calculated using the Black Scholes option pricing model as follows:

Weighted average exercise price	15 cents
Underlying share price	5 cents
Days to expiration	1,845
Expected volatility	75%
Risk free interest rate	7.25%

Historical volatility has been the basis of determining the basis of expected share price volatility and it is assumed that this is indicative of future trends, which may not eventuate.

The life of options is based on the historical exercise patterns, which may not eventuate in the future.

13. KEY MANAGEMENT PERSONNEL DISCLOSURE

Names and Positions held of economic and parent entity key management personnel in office at any time during the financial year are:

Key Management Personnel	
Brian J Hurley	Chairman
Philip C J Christie	CEO
Roderick G Murchison	Non Executive Director
Bruce Tomich	Non Executive Director
Dean Pluckhahn	Senior Geologist

There are no executives (other than directors) with authority for strategic decision and management.

(a) Compensation for Key Management Personnel

	Consolidated		Parent Entity	
	2008	2007	2008	2007
	$	$	$	$
Short-term employee benefits	462,037	441,420	394,537	441,420
Non monetary benefit	13,898	14,375	13,898	14,375
Post employment benefits	11,700	10,800	11,700	10,800
Other long-term benefits	-	-	-	-
Termination benefits	-	-	-	-
Share based payment	191,257	12,200	191,257	12,200
	678,892	478,795	611,392	478,795

(b) Option holdings of key management personnel (consolidated)

The number of options over ordinary shares in the company held during the financial year by each director of Oropa Ltd, including their personally-related entities, are set out below.

13. KEY MANAGEMENT PERSONNEL DISCLOSURE (CONTINUED)

						Vested at 30 June 2008		
30 June 2008	**Balance at beginning of period 1 Jul 07**	**Granted as remuneration**	**Options exercised**	**Net change other**	**Balance at end of period 30 Jun 08**	**Total**	**Exercisable**	**Not exercisable**
Directors								
PCJ Christie	124,442	3,000,000	-	(99,240)	3,025,202	3,025,202	3,025,202	-
BJ Hurley	26,800	2,500,000	-	(26,800)	2,500,000	2,500,000	2,500,000	-
RG Murchison	217,408	1,500,000	-	(116,000)	1,601,408	1,601,408	1,601,408	-
BNV Tomich	-	1,500,000	-	-	1,500,000	1,500,000	1,500,000	-
D Pluckhahn	500,000	-	-	-	500,000	500,000	500,000	-

						Vested at 30 June 2007		
30 June 2007	**Balance at beginning of period 1 Jul 06**	**Granted as remuneration**	**Options exercised**	**Net change other**	**Balance at end of period 30 Jun 07**	**Total**	**Exercisable**	**Not exercisable**
Directors PCJ Christie	124,442	-	-	-	-	124,442	124,442	-
BJ Hurley	26,800	-	-	-	-	26,800	26,800	-
RG Murchison	201,408	-	-	16,000	-	217,408	217,408	-
BNV Tomich	-	-	-	-	-	-	-	-
Dean Pluckhahn	-	500,000	-		500,000	500,000	500,000	-

(c) Shareholdings of key management personnel (consolidated)
The number of shares in the company held by each director of Oropa Ltd, including their personally-related entities, are set out below:

	Balance 1 Jul 07		Granted as remuneration		On exercise of options		Net change other		Balance 30 Jun 08	
30 June 2008	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**
Directors PCJ Christie	574,852	-	-	-	-	-	-	-	574,852	-
BJ Hurley	741,092	-	-	-	-	-	-	-	741,092	-
RG Murchison	749,852	-	-	-	-	-	-	-	749,852	-
BNV Tomich	139,000	-	-	-	-	-	100,000	-	239,000	-
D Pluckhahn	-	-	-	-	-	-	-	-	-	-

13. KEY MANAGEMENT PERSONNEL DISCLOSURE (CONTINUED)

	Balance 1 Jul 06		Granted as remuneration		On exercise of options		Net change other		Balance 30 Jun 07	
30 June 2007	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**	**Ord**	**Pref**
Directors PCJ Christie	410,608	-	-	-	-	-	164,244	-	574,852	-
BJ Hurley	529,351	-	-	-		-	211,741	-	741,092	-
RG Murchison	709,852	-	-	-	-	-	40,000	-	749,852	-
BNV Tomich	-	-	-	-	-	-	139,000		139,000	-
D Pluckhahn	-	-	-	-	-	-	-	-	-	-

14. REMUNERATION OF AUDITORS

Remuneration for audit or review of the financial reports of the parent entity or any entity in the consolidated entity:				
Stantons International	29,612	25,874	29,612	25,874
Other	16,700	11,626	-	-
	46,312	37,500	29,612	25,874
Remuneration for other services	-	-	-	-

15. CONTINGENT ASSETS AND LIABILITIES

The only contingent asset the parent and consolidated entity have as at 30 June 2008 is 1,000,000 options exercisable at 20 cents in the company Southern Cross Goldfields Ltd. These options only vest upon the company discovering a minimum of 250,000 ounces of gold or 5,000 tonnes of nickel in the situ in the Golden Valley Tenements.

The only contingent liability the parent and consolidated entity have as at 30 June 2008 is a termination fee payable of up to $425,000 if Director, Philip Christie's (trading as Yellowmoon Gold Mines Pty Ltd) consultancy contract is terminated prior to the expiry date of 10 January 2011.

16. RELATED PARTIES

Directors and specified executives
Disclosures relating to directors and specified executives are set out in the director's report.

Wholly owned Group
The wholly-owned group consists of Oropa Limited and its wholly-owned subsidiaries Inland Goldmines Pty Limited, Excelsior Resources Pty Limited, Oropa Technologies Pty Limited, Oropa Indian Resources Pty Limited and Oropa Exploration Pty Limited.

Oropa owns 100% of the shares in Aberfoyle Pungkut Investments Pte Ltd (API). API holds a 75% interest in PT Sorikmas Mining, with the Indonesian Government mining company, P.T. Aneka Tambang holding the remaining 25%.

16. RELATED PARTIES (CONTINUED)

Transactions between Oropa Limited and related parties in the wholly-owned group during the year ended 30 June 2008 consisted of loans on an interest free basis with no fixed term and no specific repayment arrangements. Oropa Limited made an additional provision for doubtful debts of $1,237,588 in its accounts for the year ended 30 June 2008 (2007 - $1,216,865) in relation to the loans made to its subsidiaries. No other amounts were included in the determination of operating loss before tax of the parent entity that resulted from transactions with related parties in the group.

Other related parties
Aggregate amounts receivable from related parties in the wholly owned group at balance date were as follows:

	Parent Entity	
	2008	2007
	$	$
Non-current receivables (note 4)	11,768,845	10,531,257
Provision for doubtful debts (note 4)	(11,768,845)	10,531,257)
	-	-

An amount of $247,880 (2007 - $247,880) is still outstanding from an advance to B Vijaykumar Chhattisgarh Exploration Private Limited, being a subsidiary of a company that the consolidated entity has an investment in. This amount was used to fund diamond exploration activities in India. The loan is interest free. The loan has been fully provided for in the accounts.

17. EXPENDITURE COMMITMENTS

Exploration Commitments
In order to maintain current rights of tenure to exploration tenements, the company and consolidated entity were previously required to outlay lease rentals and to meet the minimum expenditure requirements of the Mines Departments.

	Consolidated		Parent Entity	
	2008	2007	2008	2007
	$	$	$	$
Not later than one year	618,205	455,452	-	-
Later than one year, but not later than 2 years	1,878,977	1,398,172	-	-
	2,497,182	1,853,624	-	-

PT Sorikmas Mining Commitments

Under the Contract of Work (CoW), the Company was required to spend certain minimum expenditures in respect of the contract area for the General Survey Period and Exploration Period as follows:

	US$ / km^2
General survey period	100
Exploration period	1,100

As at 30 June 2008, PT Sorikmas Mining had fulfilled its expenditure commitments in respect of the General Survey Period and Exploration Period.

18. INVESTMENTS IN CONTROLLED ENTITIES

Controlled Entities:	Class of Shares	Cost of Parent Entity's Investment 2008 $	Cost of Parent Entity's Investment 2007 $	Equity Holding 2008	Equity Holding 2007
Inland Goldmines Pty Limited (Incorporated in Australia)	Ordinary	583,942	583,942	100%	100%
Excelsior Resources Pty Limited (Incorporated in Australia)	Ordinary	1,062,900	1,062,900	100%	100%
Oropa Technologies Pty Limited (Incorporated in Australia)	Ordinary	1	1	100%	100%
Oropa Indian Resources Pty Limited (Incorporated in Australia)	Ordinary	1	1	100%	100%
Oropa Exploration Pty Limited (Incorporated in Australia)	Ordinary	1	1	100%	100%
Aberfoyle Pungkut Investments Pte Ltd[(a)] (Incorporated in Singapore)	Ordinary	697,537	697,537	100%	100%
PT Sorikmas Mining [(b)] (Incorporated in Indonesia)	Ordinary	-	-	75%	75%
		2,344,382	2,344,382		

(a) When Oropa Limited issued 9,259,259 shares as consideration for exercising the option to acquire 100% of the shares in Aberfoyle Pungkut Indonesia Pte Ltd, it was assigned the vendors receivables from Aberfoyle Pungkut Investments Pte Ltd and PT Sorikmas Mining. This reduced the cost of the investment in Aberfoyle Pungkut Investments Pte Ltd.

(b) Aberfoyle Pungkut Investments Pte Ltd holds a 75% interest in PT Sorikmas Mining, with an Indonesian Government mining company PT Aneka Tambang holding the remaining 25%. The outside equity interest in PT Sorikmas Mining equates to 25% of the issued capital of USD $300,000, being AUD $98,451 as at 30 June 2008 (2007: AUD $98,451).

19. NOTES TO THE CASH FLOW STATEMENT

(a) Reconciliation of Cash and Cash Equivalents

For the purposes of the Statement of Cash Flows cash includes cash and cash equivalents on hand and at call deposits with banks, and investments in money market instruments net of outstanding bank overdrafts. Cash and cash equivalents at the end of the financial year as shown in the Statements of Cash Flows is reconciled to the related items in the Balance Sheet as follows:

	Consolidated 2008 $	Consolidated 2007 $	Parent Entity 2008 $	Parent Entity 2007 $
Cash at bank	383,377	1,427,254	161,419	1,016,378
Restricted Cash at Bank (not available for use)	23,864	24,242	23,864	24,242
	407,241	1,451,496	185,283	1,040,620

Restricted Cash at Bank relates to monies held in trust resulting from the buy-back of shares in 2003.

19. NOTES TO THE CASH FLOW STATEMENT (CONTINUED)

(b) Reconciliation of operating loss after income tax to net cash flow from operating activities

	Consolidated		Parent Entity	
	2008 $	2007 $	2008 $	2007 $
Operating (loss) after income tax	(3,907,994)	(4,114,065)	(2,882,986)	(3,256,701)
Non Cash Items				
Depreciation	18,217	5,828	15,010	5,816
Provision for doubtful debts	-	-	1,237,588	1,216,865
Exploration costs written off	2,178,983	2,407,217	127,421	569,875
Plant and equipment written off	4,716	2,734	4,716	2,734
Share based payments	191,257	81,891	191,257	81,891
Foreign exchange loss	883,477	914,317	724,139	714,779
Proceeds on sale of interest in Golden Valley JV	(40,000)	-	(40,000)	-
Other	318	-	318	-
Change in operating assets and liabilities, net of effects from purchase of controlled entity				
(Increase) / decrease in receivables	(16,323)	57,160	(14,880)	57,711
Increase / (decrease) in payables	2,707	35,463	(56,056)	36,983
Increase / (decrease) in provisions	76,616	1,678	23,326	1,678
Effect of foreign exchange rates	(107,240)	-	-	-
Net cash (outflow) from operating activities	(715,266)	(607,777)	(670,147)	(568,369)

20. EARNINGS PER SHARE

	Consolidated	
	2008 cents	2007 cents
(a) Basic and diluted loss per share	(0.02)	(0.04)
(b) Weighted average number of shares outstanding during the year used in the calculation of basic earnings per share	162,308,179	100,030,430

As disclosed in Note 11 the company has on issue 12,791,440 listed options to subscribe for fully paid ordinary shares exercisable at 20 cents at any time on or before the expiry date 31 January 2010. As the exercise price of these options at balance date was greater than the market price of the shares, it is considered the options are unlikely to be exercised and consequently have not been considered dilutive.

None of the options have been included in the determination of basic earnings per share. Details relating to options are set out in Note 11(a).

Reconciliation of earnings used in calculating basic earnings per share

	Consolidated	
	2008 $	2007 $
Net Loss	(3,907,994)	(4,114,065)

21. JOINT VENTURES

The consolidated entity has interests in the following unincorporated exploration joint ventures:

Joint Venture	Principal Activities	Interest 2008	Interest 2007
Company:			
Oropa Limited			
Mt Keith	Mineral Exploration	2% Royalty	2% Royalty

*The Golden Valley joint venture project was sold to Southern Cross Goldfields Limited in exchange, for 200,000 shares and 1,000,000 20 cent options in Southern Cross Goldfields Limited on 6 March 2008.

Joint Venture	Principal Activities	Interest 2008	Interest 2007
Controlled Entities:			
Excelsior Resources Pty Limited			
Mulgabbie	Mineral Exploration	2% Royalty	95%
Aberfoyle Pungkut Investments Pte Ltd			
Pungkut	Mineral Exploration	75% (Earning)	75% (Earning)

At balance date there was no exploration and evaluation expenditure in respect of areas of interest subject to joint ventures included in other non-current assets of the consolidated entity and company. For details of capital expenditure commitments relating to joint ventures, refer to note 17.

22. FINANCIAL INSTRUMENTS

Net Fair Value of Financial Assets and Liabilities

The net fair value of financial assets and financial liabilities of the company approximates their carrying value. The Group and the parent hold the following financial instruments:

	CONSOLIDATED		PARENT	
	2008	2007	2008	2007
Financial Assets	$	$	$	$
Cash and cash equivalents	407,241	1,451,496	185,283	1,040,620
Trade and other receivables	118,741	131,302	27,961	24,199
Other financial assets	41,333	1,333	41,333	1,333
Security deposits	157,832	63,725	49,450	-
Total Financial Assets	**725,147**	**1,647,856**	**304,027**	**1,066,152**
Financial Liabilities				
Trade and other payables	228,161	229,884	43,267	99,322
Restricted cash	23,864	24,242	23,864	24,242
Total Financial Liabilities	**252,025**	**254,126**	**67,131**	**123,564**

17. EXPENDITURE COMMITMENTS (CONTINUED)

Expenditure Commitments in Malawi

The Malawi Government has granted three EPLs to Oropa covering an area of 23,648km^2. There is a minimum expenditure commitment for the three EPLs over a three year period as follows:

	Mzimba Northwest Project	Chitunde Project	Chinzani Project
Year 1	US$303,500	US$83,000	US$207,300
Year 2	US$403,500	US$98,000	US$272,200
Year 3	US$507,000	US$178,000	US$346,100

The subsidiary Oropa Exploration Pty Ltd has ownership of the Malawi project. In 2007 the company did not spend its year one commitment as detailed in the 2007 financial report.

Operating Leases

Commitments for minimum lease payments in relation to non cancellable operating leases are payable as follows:

	Consolidated		Parent Entity	
	2008 $	2007 $	2008 $	2007 $
*Not later than one year	46,575	46,575	46,575	46,575
Later than one year, but not later than 5 years	46,575	93,150	46,575	93,150
	93,150	139,725	93,150	139,725

*The company exercised an option to extend the lease from 1 July 2007 for a period of three years.

Other Commitments

As at 30 June 2008 the Group had a commitment of US $5,000 to pay to William Faulkner before 31 July 2008 for legal fees. This was paid on 28 July 2008.

As part of an employee option scheme 500,000 unlisted options exercisable at 13 cents prior to the expiry date of 31 December 2008 will be issued after 12 months of completed service to employee Leonard Mafurutu. Leonard Mafurutu commenced employment on 7 July 2008.

Capital Commitments

There were no outstanding capital commitments not provided for in the financial statements of the company as at 30 June 2008 or 30 June 2007.

22. FINANCIAL INSTRUMENTS (CONTINUED)

Credit Risk

The Company's maximum exposure to credit risk at the reporting date was as detailed below:

	Consolidated		Parent	
	2008	**2007**	**2008**	**2007**
Financial Assets	$	$	$	$
Cash and cash equivalents	407,241	1,451,496	185,283	1,040,620
Trade and other receivables	118,741	131,302	27,961	24,199
Other financial assets	41,333	1,333	41,333	1,333
Security deposits	157,832	63,725	49,450	-
Total Financial Assets	**725,147**	**1,647,856**	**304,027**	**1,066,152**

Impairment Losses

No impairment loss was recognised in either 2007 or 2008 with regards to receivables. The Company does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments entered by the economic entity.

Foreign currency risk management

The Consolidated Entity and Company undertake certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. There is currently no risk management policy in place to manage exchange rate fluctuations.

The carrying amount of the Consolidated Entity's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	Liabilities		Assets	
	2008	**2007**	**2008**	**2007**
	$	**$**	**$**	**$**
Singaporean Dollars	506,312	398,690	466,063	617,174

Foreign Currency Sensitivity Analysis

The effect on the loss and equity as a result of a 10% increase and decrease in the Australian Dollar against the Singaporean Dollar with all other variables remaining constant is as follows:

	Consolidated		Parent	
	2008	**2007**	**2008**	**2007**
	$	**$**	**$**	**$**
Singaporean (increase)				
Loss	390,799	411,407	-	-
Other Equity	399,799	411,407	-	-
Singaporean (decrease)				
Loss	(390,799)	(411,407)	-	-
Other Equity	(390,799)	(411,407)	-	-

As the Consolidated Entity does not earn revenue, an increase in the Australian dollar will decrease the Consolidated Entity's losses as fewer funds will be required to pay its expenses. Consequently, if the Australian dollar decreases, more funds are required to pay the Consolidated Entity's expenses, resulting in a larger loss.

23. EVENTS OCCURRING AFTER REPORTING DATE

On 8 July 2008 the Company appointed Mr Misha Collins, a CFA as a Non-executive Director to the Company's Board. Mr Collins is a metallurgist with extensive experience in financial markets. He has spent the last 10 years as a financial analyst with BT Funds Management with responsibility for a range of markets but he has focused on gold, gold equities and strategies. He now runs his own investment and trading business. Mr Collins is currently based in Sydney, which will assist the company in having a presence in Australia’s financial capital.

On 14 July 2008 there was a share placement of 7,636,362 ordinary fully paid shares at a price of 5.5 cents each which raised capital of $420,000.00. The placement was made to offshore and sophisticated investors. The new shares will rank equally with other ordinary shares on issue.

On 8 August 2008 the Company released a Prospectus to re issue lapsed options of 13,280,376 to existing option holders of the 31 December 2007 options which had an exercise price of 20 cents. The offer closed on 22 August 2008 and the Company received 8,510,285 option applications. On 27 August the Company issued these options and capital of $17,020.57 was raised. The directors are currently placing the shortfall at their discretion.

24. SEGMENT INFORMATION

Primary Reporting – geographical segments

The geographical segments of the consolidated entity are as follows:

2008	Australia	Africa	South East Asia	India	Unallocated	Consolidated
	$	$	$	$	$	$
Other revenue	-	-	-	-	63,406	63,406
Segment results	(769,572)	(524,649)	(1,666,871)	(39,143)	(907,759)	(3,907,994)
Loss from ordinary activities before income tax						(3,907,994)
Income tax expense						-
Net loss						(3,907,994)
Segment assets	371,530	14,571	466,063	-	-	852,164
Segment liabilities	100,228	-	560,112	-	-	660,340
Investments	41,333	-	-	-	-	41,333
Acquisition of property, plant and equipment	20,386	15,992	11,209	-	-	47,587
Mineral exploration expenditure written off	1,380	508,033	1,521,033	38,931	109,606	2,178,983
Depreciation expense	15,019	3,198	-	-	-	18,217

24. SEGMENT INFORMATION (CONTINUED)

2007

	Australia	South East Asia	India	Unallocated	Consolidated
	$	$	$	$	$
Other revenue	-	-	-	70,526	70,526
Segment results	(459,676)	(1,801,439)	(83,143)	(1,769,807)	(4,114,065)
Loss from ordinary activities before income tax					(4,114,065)
Income tax expense					-
Net loss					(4,114,065)
Segment assets	1,123,562	617,174	-	-	1,740,736
Segment liabilities	133,329	452,494	-	-	585,823
Investments	1,333	-	-	-	1,333
Acquisition of property, plant and equipment	26,225	9,413	-	-	35,638
Mineral exploration expenditure written off	398,984	1,747,944	82,930	177,359	2,407,217
Depreciation expense	5,816	-	-	12	5,828

Notes to and forming part of the segment information

(a) Accounting policies

Segment information is prepared in conformity with the accounting policies of the entity as disclosed in note 1 and the segment reporting accounting standard AASB 114 *Segment Reporting*.

Segment revenues, expenses, assets and liabilities are those that are directly attributable to a segment and the relevant portion that can be allocated to the segment on a reasonable basis. Segment assets include all assets used by a segment and consist primarily of operating cash, receivables, property, plant and equipment and goodwill and other intangible assets, net of related provisions. Whilst most of these assets can be directly attributable to individual segments, the carrying amounts of certain assets used jointly by segments are allocated based on reasonable estimates of usage. Segment liabilities consist primarily of trade and other creditors and employee benefits. Segment assets and liabilities do not include income taxes.

Secondary Reporting – Business Segments

The consolidated entity operates predominantly in the mineral exploration industry. There are therefore no business segments requiring disclosure.

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Oropa Limited, I state that:

1. In the opinion of the directors:

   (a) The financial statements, notes and the additional disclosures included in the directors' report designated as audited, of the company and of the consolidated entity are in accordance with the *Corporations Act 2001*, including:

      (i) giving a true and fair view of the Company's and consolidated entity's financial position as at 30 June 2008 and of their performance; and

      (ii) complying with Accounting Standards and Corporations Regulations 2001; and

   (b) There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

2. This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the *Corporations Act* 2001 for the financial year ended 30 June 2008.

On behalf of the Board

PHILIP C CHRISTIE
Director
Perth

22 September 2008

Stantons International

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF OROPA LIMITED

Report on the Financial Report and the AASB 124 remuneration disclosures contained in the Directors' Report

We have audited the accompanying financial report of Oropa Limited, which comprises the balance sheet as at 30 June 2008, and the income statement, statement of changes in equity and cash flow statement for the year ended on that date, a summary of significant accounting policies and other explanatory notes and the directors' declaration of the Company and the Consolidated entity, comprising the Company and the entities it controlled at the year's end or from time to time, during the financial year.

We have also audited the remuneration disclosures contained in the Directors' Report under the heading "remuneration report" on pages 30 to 33.

Directors' responsibility for the Financial Report and the AASB 124 remuneration disclosures contained in the Directors' Report

The directors of the Company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the 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. In note 1, the directors also state, in accordance with Australian Accounting Standard AASB 101 Presentation of Financial Statements, that the financial report of the Company and Consolidated entity, comprising the financial statements and notes, complies with International Financial Reporting Standards.

The directors of the Company are also responsible for the remuneration disclosures contained in the Directors' Report.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement. Our responsibility is also to express an opinion on the remuneration disclosures contained in the Directors' Report based on our audit.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report and the remuneration disclosures contained in the Directors' Report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report and the remuneration disclosures contained in the Directors' Report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report and the remuneration disclosures contained in the Directors' Report 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report and the remuneration disclosures contained in the Directors' Report.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's opinion on the financial report

In our opinion:

(a) the financial report of Oropa Limited is in accordance with the *Corporations Act 2001*, including:

  (i) giving a true and fair view of the Company's and Consolidated entity's financial position as at 30 June 2008 and of their performance for the year ended on that date; and
  (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.

(b) the financial report of the Group also complies with International Financial Reporting Standards as disclosed in note 1.

Inherent Uncertainty Regarding Going Concern

Without qualification to the audit opinion expressed above, attention is drawn to the following matter.

The ability of the Company and its subsidiaries to continue as going concerns and meet their planned exploration, administration, and other commitments is dependent upon the Company and its subsidiaries raising further working capital, and/or commencing profitable operations. In the event that the Company and its subsidiaries cannot raise further equity, the Company and its subsidiaries may not be able to meet their liabilities as they fall due and the realisable value of the Company's and its subsidiaries' non-current assets may be significantly less than book values.

Auditor's opinion on the AASB 124 remuneration disclosures contained in the directors' report

In our opinion the remuneration disclosures that are contained in pages 30 to 33 of the Directors' Report comply with section 300 A of the *Corporations Act 2001.*

STANTONS INTERNATIONAL
(An Authorised Audit Company)

Stantons International

J P Van Dieren
Director

West Perth, Western Australia
22 September 2008

ADDITIONAL SHAREHOLDER INFORMATION

The following additional information dated 27 August 2008 is provided in compliance with the requirements of the Australian Securities Exchange Limited.

1 DISTRIBUTION OF LISTED ORDINARY SHARES AND OPTIONS

(a) Analysis of numbers of shareholders by size of holding.

Distribution	No. of shareholders	No. of Option holders (20 cents - ORPO (Exp 31/01/11)	No. of Option holders (20 cents – ORPOA Exp 31/01/10)
1-1000	451	13	15
1,001-5,000	954	8	12
5,001-10,000	324	9	5
10,001-100,000	500	8	20
100,001 and above	141	14	21
Total	**2,370**	**52**	**73**

(b) There were 1,761 shareholders holding less than a marketable parcel.

(c) The percentage of the total of the twenty largest holders of ordinary shares was 68.4839%

2 TWENTY LARGEST SHAREHOLDERS AND OPTION HOLDERS

Names	No. of shares	%
ANZ Nominees Limited	31,792,238	16.55%
Karel Abram Pty Ltd	21,700,000	11.30%
Anthony Edward Collins & Andrea Claudia Collins	14,500,000	7.55%
Gemtwin Pty Ltd	11,600,000	6.04%
NEFCO Nominees Pty Ltd	8,757,929	4.56%
Ganesh International Limited	6,270,120	3.26%
Sinom (Hong Kong) Limited	5,454,545	2.84%
Waferbell Ltd	5,294,323	2.76%
National Nominees Limited	4,926,461	2.56%
Ron Lees & Associates Pty Ltd	4,216,000	2.19%
Macquarie Bank Limited	3,722,222	1.94%
HSBC Custody Nominees (Australia) Pty Ltd	2,751,960	1.43%
Barry Sydney Patterson	2,372,337	1.24%
Troyleigh Investments Pty ltd	1,272,727	0.66%
Roderick Edwin Jones	1,227,483	0.64%
Robert Gemelli	1,219,400	0.63%
Berne No 123 Nominees Pty Ltd	1,174,128	0.61%
Insight Capital Management Pty Limited	1,165,000	0.61%
Jindabyne Pty Ltd	1,064,274	0.55%
Margaret Ann Lees	1,058,170	0.55%
Total	**131,539,317**	**68.48%**

ADDITIONAL SHAREHOLDER INFORMATION

The names of the twenty largest listed option holders (20cents – ORPOA Exp 31/01/2010) are listed below:

Names	No. of options	%
Goffacan Pty Ltd	2,567,292	20.07%
Value Wise Investments Pty Ltd	1,670,427	13.06%
Ganesh International Limited	1,350,000	10.55%
Merimont Nominees Pty Ltd	1,000,000	7.82%
Rosanne Heather Hunter	700,000	5.47%
Siew Kiew Law	600,000	4.69%
Gemelli Holdings Pty Ltd	453,000	3.54%
Waferbell Ltd	446,500	3.49%
Georg Luzukic	420,000	3.28%
Frank Joseph Nigro	400,000	3.13%
Philip John Mander	360,443	2.82%
D & N Tsoutsoulis A/c	300,000	2.35%
Zipparo Holdings Pty Ltd	300,000	2.35%
Buildstar Pty Ltd	250,000	1.95%
Berne No 123 Nominees Pty Ltd	221,000	1.73%
Michael Kipling	220,000	1.72%
Thomas Anthony McGuire	200,000	1.56%
Scaneast International Ltd	165,000	1.29%
Jacobus Konyn	150,000	1.17%
Roderick Gordon Murchison	101,408	0.79%
Total	**11,875,070**	**92.84%**

The names of the twenty largest listed option holders (20cents - ORPO) Expiring 31/01/2011 are listed below:

Names	No. of options	%
Forza Family Pty Ltd	2,809,497	33.01
Shane Anthony Heywood	1,000,000	11.75
Ron Lees & Assoc Pty Ltd	748,073	8.79
Berne No 132 Nominees Pty Ltd	628,311	7.38
George Lazukic	548,000	6.44
Jomot Pty Ltd	521,000	6.12
Frank Joseph Nigro	500,000	5.88
Ganesh International Limited	269,950	3.17
Michael and Linda Jolob	250,000	2.94
Maria Leotina Fernandes	238,220	2.8
Tina Margaret Gubbings	200,000	2.35
Kenneth Eason Higgs	150,000	1.76
National Nominees Limited	110,000	1.29
Peter Bicknell	102,400	1.2
Scaneast International Limited	74,000	0.87
Gerardo and Melina Zipparo	60,000	0.71
Christodoulos Biris	50,000	0.59
Bozena Pieda	50,000	0.59
Owen James Mulgrew	29,000	0.34
Darrell Grey	25,000	0.29
Total	**8,363,451**	**98.27**

3 SUBSTANTIAL SHAREHOLDERS

An extract from the company's register of substantial shareholders is set out below:

Name	Ordinary Shares Held Number	Percentage
ANZ Nominees Ltd	31,792,238	16.55
Karel Abrams Pty Ltd	21,700,000	11.33

4 VOTING RIGHTS

The company's share capital is of one class with the following voting rights:

(a) Ordinary Shares

On a show of hands every shareholder present in person or by proxy shall have one vote and upon a poll each share shall have one vote.

(b) Options

The company's options have no voting rights.

5 RESTRICTED SECURITIES

There are no ordinary shares on issue that have been classified by the Australian Securities Exchange Limited, Perth as restricted securities.

6 STOCK EXCHANGE LISTING

Oropa Limited shares are listed on the Australian Securities Exchange Limited. The home exchange is the Australian Securities Exchange (Perth) Limited.

SUMMARY OF TENEMENTS HELD BY COMPANY
FOR THE YEAR ENDED 30 JUNE 2008

Project Name	Tenement	Approval Date	Expiry Date	Area (ha)	Equity %
INDIA					
Block D-7		22.01.00		4600km^2	9 [(2)]
INDONESIA					
Pungkut	96PK0042	31.05.96		66,300	75
WESTERN AUSTRALIA					
Mt. Keith					
	M53/490	11.06.04	10.06.25	582.00	0 [(10)]
	M53/491	11.06.04	10.06.25	621.00	0 [(10)]
EXCELSIOR RESOURCES LTD					
Mulgabbie	P28/768	07.02.92	06.02.96 [(1)]	185.00	0 [(10)]
	P28/769	07.02.92	06.02.96 [(1)]	136.50	0 [(10)]
	MLA28/140	U/A			0 [(10)]
	MLA28/364	U/A			0 [(10)]
	PLA28/1078	U/A			0 [(10)]
	PLA28/1079	U/A			0 [(10)]
	PLA28/1080	U/A			0 [(10)]
	PLA28/1081	U/A			0 [(10)]
	PLA28/1082	U/A			0 [(10)]

SUMMARY OF TENEMENTS HELD BY COMPANY
FOR THE YEAR ENDED 30 JUNE 2008

NOTES

(1)	Prospecting Licences to remain valid until Mining Lease 28/140 is granted
(2)	Option to increase interest to 18%
(3)	Free carried interests
(4)	Prospecting Licence to remain valid until Mining Lease 77/1090 is granted
(5)	Prospecting Licence to remain valid until Mining Lease 77/1089 is granted
(6)	Prospecting Licence to remain valid until Mining Lease 77/1064 is granted
(7)	Prospecting Licence to remain valid until Mining Lease 77/1094 is granted
(8)	Prospecting Licence to remain valid until Mining Lease 77/1103 is granted
(9)	Prospecting Licence to remain valid until Mining Lease 77/1101 is granted
(10)	2% nett smelter royalty
*	Graticular Blocks
U/A	Under Application