Resource & Investment NL

2010 ANNUAL REPORT

Resource and Investment NL
ABN 77 085 806 284
34 Bagot Road Subiaco Western Australia 6008
PO Box 298 West Perth Western Australia 6872
tel (+61 8) 9489 9200 fax (+61 8) 9489 9201
Email general@rninl.com.au
Website www.rninl.com.au

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CORPORATE DIRECTORY

DIRECTORS

Miles Kennedy Non-Executive Chairman
John Hutton Non-Executive Director
Thomas Mann Non-Executive Director

COMPANY SECRETARY

Jean Mathie

AUSTRALIAN BUSINESS NUMBER

77 085 806 284

REGISTERED AND PRINCIPAL OFFICE

34 Bagot Road, Subiaco
Western Australia 6008
PO Box 298, West Perth
Western Australia 6872
Telephone: (+61 8) 9489 9200
Facsimile: (+61 8) 9489 9201
Email: general@rninl.com.au
Website: www.rninl.com.au

SHARE REGISTRY

Security Transfer Registrars Pty Ltd
Alexandrea House
770 Canning Highway, Applecross
Western Australia 6153
Telephone: (+61 8) 9315 2333
Facsimile: (+61 8) 9315 2233
Email: registrar@securitytransfer.com.au

AUDITORS

Somes & Cooke
1304 Hay Street
West Perth
Western Australia 6005

SOLICITORS

Drummond Law
48 Matheson Road, Applecross
Western Australia 6153

AUSTRALIAN STOCK EXCHANGE

2 The Esplanade, Perth
Western Australia 6000

ASX Code Ordinary Shares: RNI

Dear Investor

It gives me great pleasure to write to you following upon the significant advances made by Resource and Investment NL (**RNI**) since we were able to announce, on 30 April 2010, the Option Agreement entered into with Ascidian Prospecting Pty Ltd (Ascidian) to acquire a 100 per cent interest in Exploration Licence E52/2438 in the heart of the Doolgunna Field, 135 kilometres north of Meekatharra, Western Australia. As I am sure you all know, this is the area where Sandfire Resources NL has announced the discovery of a high grade copper/gold resource in the basaltic and sedimentary rocks of the Narracoota Formation.

The agreement we concluded was, in summary:

1. to pay an amount of $100,000 to Ascidian;
2. to issue to Ascidian 3 million options in the capital of the company exercisable at 12 cents each before 28 June 2013;
3. to grant to Ascidian a royalty of 1.5 per cent of the value of any metals or minerals recovered from the Tenement; and
4. upon exercise of the Option to issue to Ascidian that number of shares in the capital of the Company so that Ascidian acquires a 20 per cent interest in the Company in addition to any interest in securities it may have at that time, which will require shareholder approval at that time.

In late May 2010 the Company announced a one for one rights issue to all shareholders at 6 cents per share and a small placement to sophisticated investors. The issue was fully underwritten by Argonaut Capital Ltd of Perth and we thank them for their assistance in this regard which ensured the inflow of some $3.7 million.

Subsequent to year end, on 29 July 2010, the Company announced it had concluded Option agreements to acquire the Three Rivers Project, comprising two exploration licenses covering a broad zone some 15 kilometres long and 5 kilometres wide (about 170 km^2 in total) in the Peak Hill Goldfield, immediately northwest of Doolgunna Station in the Meekatharra area of Western Australia and 15 kilometres northwest of the Plutonic gold mine. The agreements we concluded were, in summary:

a. option fees totalling $150,000;
b. the issue of 2 million options in the capital of RNI to the vendors exercisable at 40 cents each with 24 months of the date of issue of such options;
c. a 1.5 per cent net smelter return on all minerals and metals;
d. upon exercise of the Option in respect of EL 53/2124 to issue to the Vendors that number of shares equivalent to 5 per cent of the capital of RNI (immediately prior to such exercise) on or before 19 July 2011 if RNI so elected to exercise the Option to acquire the tenement;

e. upon exercise of the Option in respect of EL 52/2562 to issue to the vendors that number of shares equivalent to 3 per cent of the capital of RNI (immediately prior to the exercise) on or before 15 November 2011 if RNI so elected to exercise the Option to acquire the tenement.

In the months following the conclusion of these transactions, RNI commenced a comprehensive exploration program at Doolgunna including detailed aeromagnetics, geological mapping and a soil sampling program conducted over the entire 5,200 acres on a 100 metre x 50 metre grid pattern where some 4,500 geochem samples were taken. The results from this arsenal of geological work yielded highly encouraging results, which included the delineation of a total of 9 kilometres of Narracoota Formation in the Central and Southern corridors across the Doolgunna tenement, some very high surface gold results up to 1.75 grams per tonne along with a suite of metals including copper, lead, zinc and palladium. RNI is confident these Central and Southern corridors have the potential to host similar deposits to those identified by Sandfire Resources NL at the neighbouring DeGrussa discovery. The Company will now use Southern Geoscience Consultants to conduct a ground electromagnetic survey over the tenement which should determine the location of future drill hole locations.

During the September Quarter the Company contracted UTS Aeroquest to fly a 4,000 line kilometre combined aeromagnetic and radiometric survey over the Three Rivers Project with a nominal ground clearance of 25 metres on north-south lines spaced 50 metres apart. We are awaiting the final results of these surveys and will immediately thereafter commence a program of geological mapping followed by soil sampling (geochem).

We have gathered an excellent team of people in the Company, all of whom were previously associated with Sandfire Resources and the DeGrussa discovery and we all look forward to a very exciting year ahead.

Yours faithfully

MILES KENNEDY
CHAIRMAN
RESOURCE AND INVESTMENT NL

20th October 2010

Introduction

During 2009 Resource and Investment NL (ASX: **RNI**) (**RNI** or **the Company**) sold its last African diamond interests and set about establishing the Company as an active minerals explorer within Australia. After reviewing a number of projects the Company was given the opportunity to participate in base-metal and gold exploration in the highly promising Bryah Basin region.

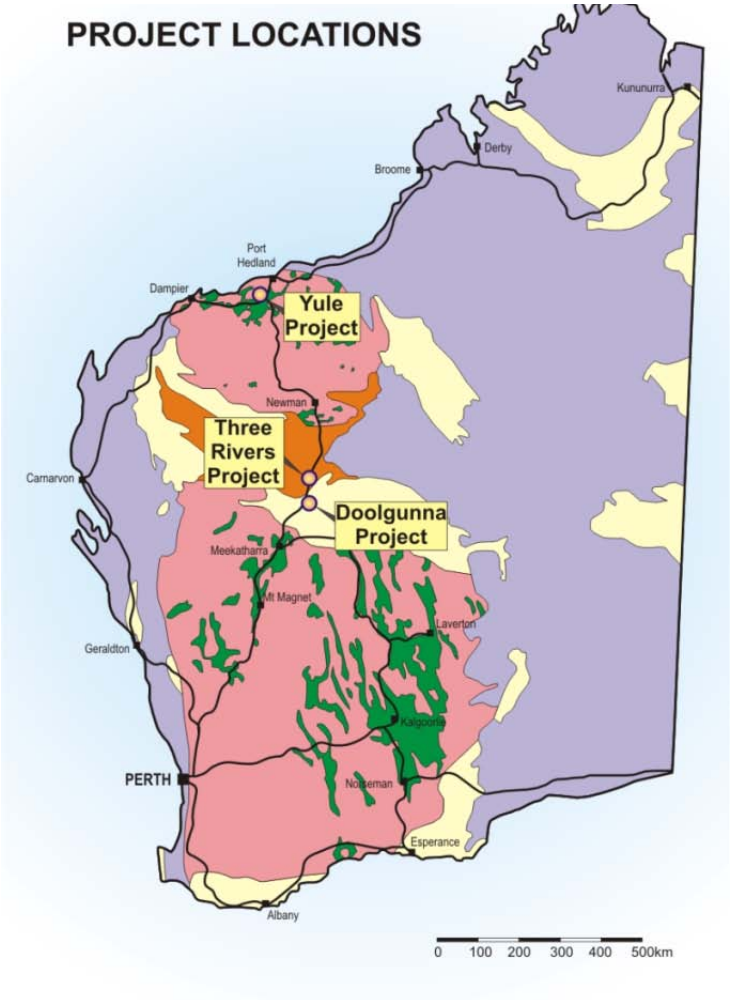
On the 30 April 2010, RNI entered an option agreement to acquire a 100 percent interest in the Doolgunna Project. The Doolgunna Project comprises a single Exploration Licence (E52/2438) located 3km south-east of Sandfire Resources NL (**Sandfire**), DeGrussa Copper-Gold Project. This acquisition enabled the Company to secure a strategic position in Australia's most exciting emerging mineral field.

To fund a revitalised project acquisition and exploration effort, RNI initiated efforts to raise additional capital. A placement and a non-renounceable entitlements offer were successfully completed and raised a total of $3,714,879. Following the capital raising the Company immediately embarked on an intensive exploration program at Doolgunna.

In mid-July, RNI acquired the option to purchase the Three Rivers Project from Imic Pty Ltd. This Project comprises two Exploration Licences (one granted) covering about 170km^2 and located about 35 km north of DeGrussa and 15 km northwest of the Plutonic Gold Mine.

In addition to the recently acquired projects, RNI also holds the rights to explore for and mine alluvial deposits within the Yule Project located in the West Pilbara region of Western Australia. This project falls under a Joint Venture agreement with Brumby Resources NL.

Figure 1 – Project Location



Doolgunna Project

The Doolgunna Project covers an area of about 21km^2 located within the eastern part of the Proterozoic-aged, Bryah Basin. Over the past 12 months, this area has become the centre of intense exploration activity targeting repetitions of the extremely rich copper-gold deposits discovered by Sandfire.

Sandfire's DeGrussa deposits are Volcanogenic Massive Sulphide bodies hosted within basaltic and sedimentary rocks (Narracoota Formation) of the Proterozoic-aged Bryah Basin. At DeGrussa, Sandfire has identified four discrete ore-zones with a current total combined resource of 10.7 million tonnes grading 5.6% copper and 1.9g/t gold[1]. Worldwide experience with VMS deposits indicates they tend to occur in clusters and RNI's Doolgunna Project covers similar lithologies to those recorded in the DeGrussa area. The Company believes its Doolgunna Project area, located less than 3km southeast of DeGrussa, has the potential to host equivalent copper-gold deposits.

RNI have commenced an intensive exploration program targeting VMS style copper-gold mineralisation and shear-related gold deposits on the Doolgunna Project. Exploration to date has included comprehensive geological mapping, close-spaced soil sampling and detailed aeromagnetics. A thorough ground electromagnetics (EM) program designed to locate the massive sulphide lenses that form the VMS deposits will commence shortly, and will be used to target an RC and diamond drilling programs.

During September, RNI completed detailed geological mapping of the Project area. Basaltic rocks of the Narracoota Formation were mapped along two zones within the tenement, representing a total combined strike-length of 9 kilometres (*Figure 2*). The southern basaltic zone is up to 1 km wide and lies at, or near, the southern edge of the Bryah Basin. This zone was mapped by the Geological Survey of Western Australia during regional geological mapping. The central basaltic zone is up to 800m wide and has not previously been recognised. The Narracoota Formation is the host lithology for the DeGrussa mineralisation and its occurrence in multiple zones on the Doolgunna lease, is considered extremely encouraging.

At this stage the structural relationships between the zones of outcropping basaltic rocks are unclear. However, significant strike-parallel folding and faulting was recognised during the geological mapping and it is probable that the two basaltic zones identified within the Doolgunna Project area are the result of the regional folding of the Narracoota Formation within the Bryah Basin. The speculative section (*Figure 3*) shows a possible relationship between the various units.

[1] Indicated and inferred resources – data from Sandfire Resources NL release 3 September 2010

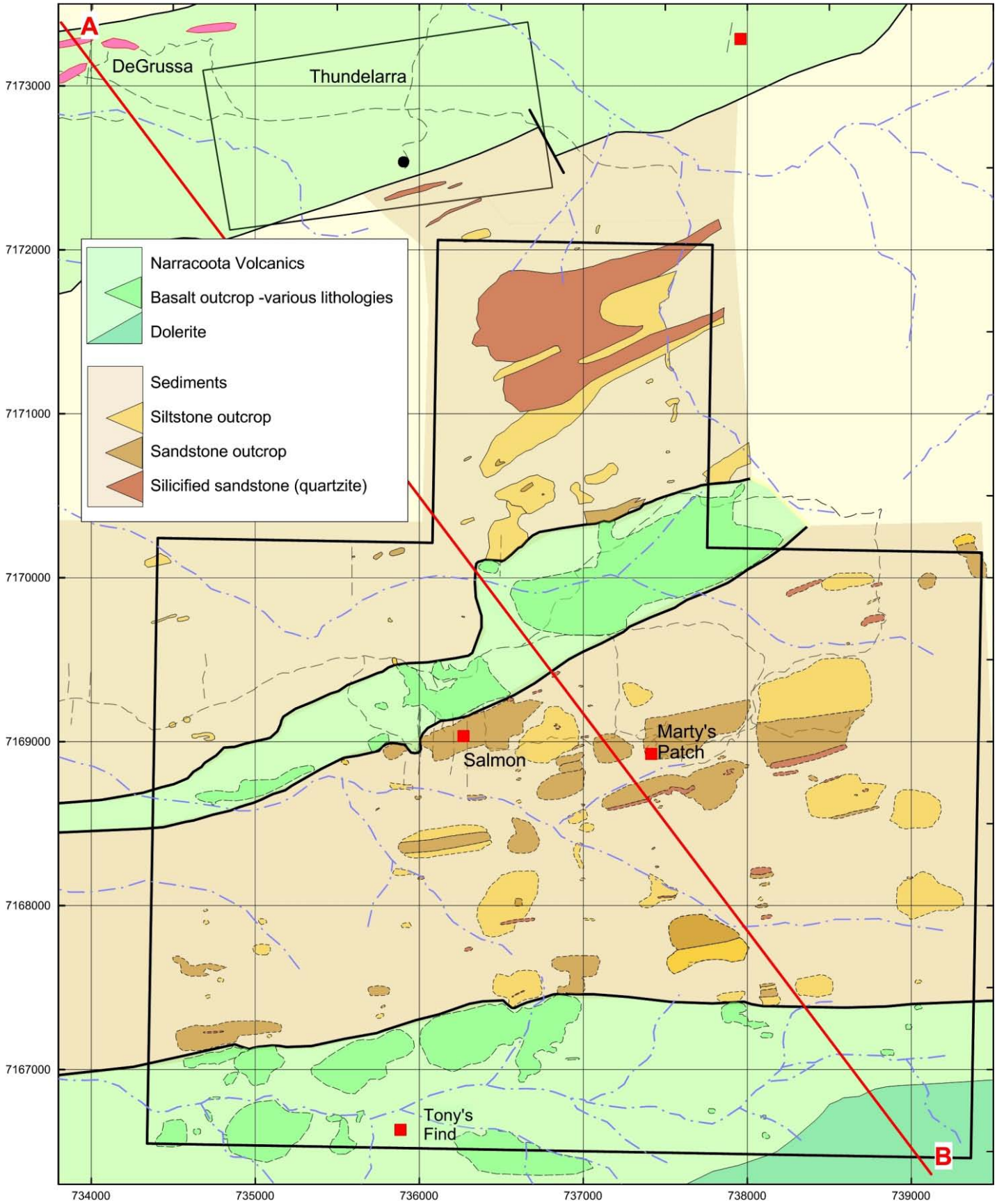
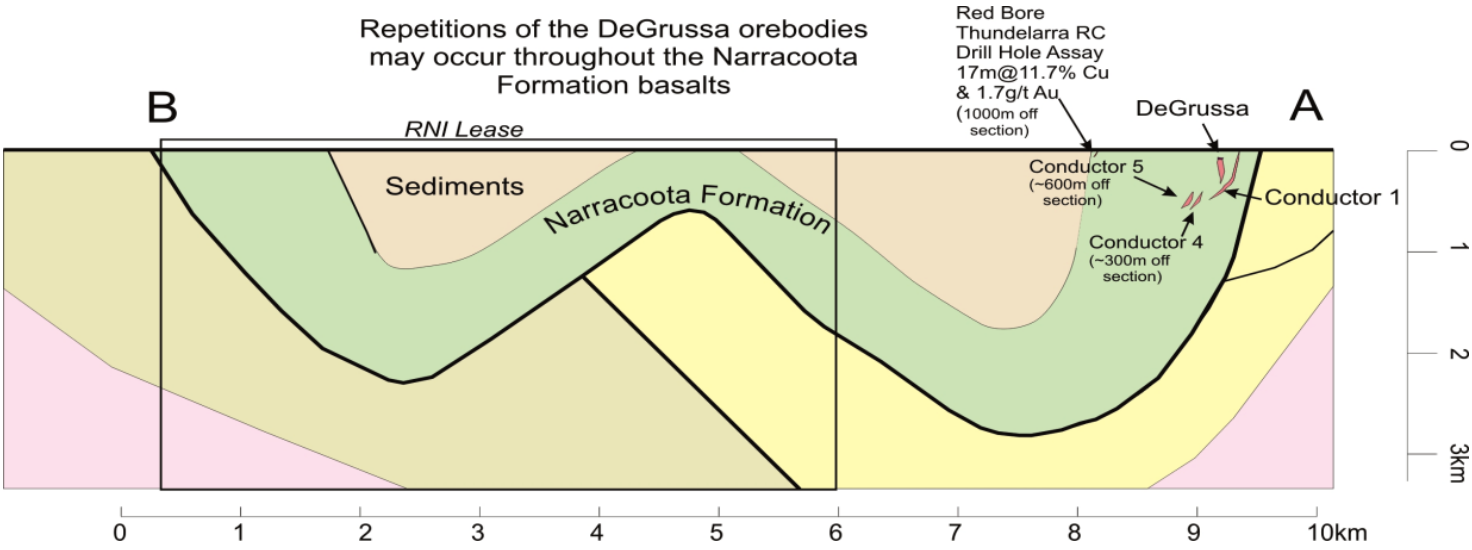


Figure 2- Geological Map – Doolgunna Project

Figure 3 – Speculative Section along A – B Line
Showing the Structure of the Narracoota Formation



The central and southern basaltic zones comprise a variety of basaltic lithologies as well as sedimentary lenses. Similar lithologies host Sandfire's DeGrussa mineralisation and RNI is confident that these units have the potential to host similar deposits to those identified at DeGrussa.

RNI has recently completed a detailed and comprehensive soil sampling program covering the entire project area. A total of 4,576 samples of -200 micron fraction material were collected on a 100 x 50m grid and were analysed for a suite of 36 elements used to characterise VMS and gold deposits. *Figure 5* shows sample locations and contours of copper distribution within the Doolgunna Project area.

The soil sampling shows a broad correlation between elevated copper values and the Narracoota Formation. This relationship has also been recognised by Talisman Mining Limited (Talisman) in areas south and east of the Doolgunna Project. Talisman has defined a number of "VMS geochemical trends" in three corridors within the Bryah Basin. The Doolgunna Project covers sections of the central and southern corridors.

Results of the soil sampling program were analysed and interpreted by Consulting Geochemist Dr Nigel Brand. In conjunction with Dr Brand, 15 high-priority targets were identified within the Doolgunna Project area. Details of these anomalies are presented in the accompanying Table with target locations shown in *Figure 5*. A number of the geochemical anomalies are associated with ironstone outcrops (eg AU5, AU9, AU11 and CU14) which RNI believes could represent former sulphide deposits.

Figure 4 – Ironstone Outcrop Associated with Anomalous Cu-Pb-Zn and Au at Anomaly Au5

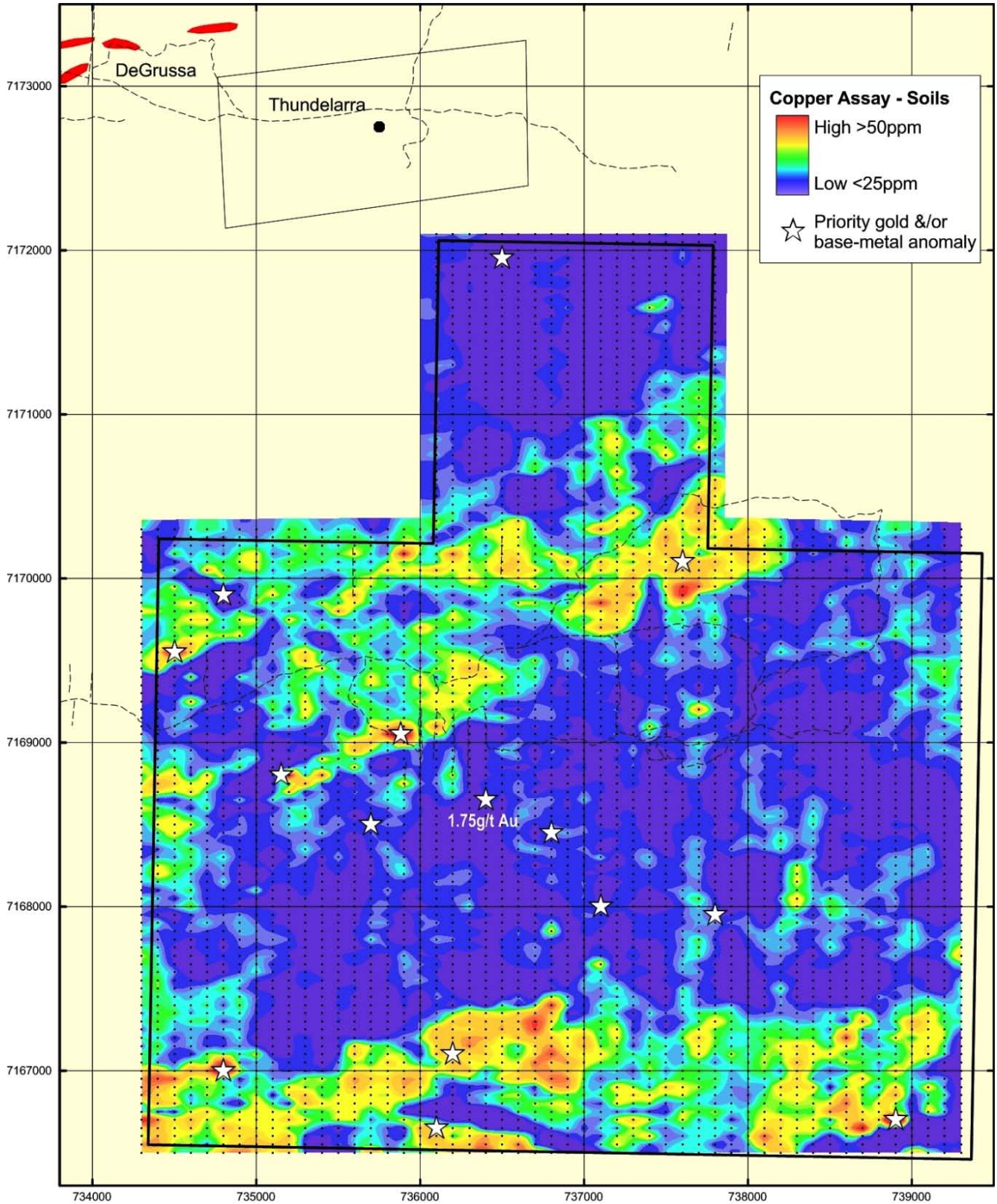


Figure 5
Soil Sampling Program – Copper Assay Results and Location of Anomalies

Doolgunna Project – Priority Geochemical Targets

Anomaly	Principal Target	Peak Au Value (ppb)	Anomaly Size	Comments
AU1	Au	14	Point	Salmon Prospect. Previously drilled over 200m drill assays of up to 8.2g/t Au recorded
AU2	Au-Cu	380	400x100m	Within central basaltic zone associated with elevated copper
AU3	Au	189	Point	Within northern sedimentary zone just south of Thundelarra tenement
AU4	Au	12.5	Point	Within northern sedimentary zone apparently associated with alluvials
AU5	Au-Cu-Pb-Zn	258	100x50m	Within central basaltic zone Pb and Zn values more than 10x background. Associated with ironstone outcrops.
AU6	Au	10.4	Point	Within southern sedimentary zone
AU7	Au	1,754	Line	Within southern sedimentary zone several elevated Au values associated with alluvials
AU8	Au	58	Point	Within southern sedimentary zone - probable alluvial association
AU9	Au	90	Point	Within southern sedimentary zone - associated with ironstone outcrop
AU10	Au(-Cu)	89	Point	Within southern basaltic zone associated with a dolerite ridge - elevated copper
AU11	Au	468	Point +	In southern basaltic zone along strike from Tony's Find nugget area - associated with ironstone rich quartz veining. Elevated Cu
CU12	Cu	82ppm Cu	100x50m	100m west of Salmon. Probably within central basaltic zone
CU13	Cu	76ppm Cu	Line	In southern basaltic zone elevated Au (4ppb) along strike
CU14	Cu	104ppm Cu	200x50	In southern basaltic zone, strike parallel trend associated with ironstone outcrops
CU15	Cu	74ppm Cu	Point	In northern sedimentary zone - locally anomalous associated with quartz veining and cherts

A number of samples from the soil sampling program returned high gold assays, with one near-surface sample retuning a grade of 1.74g/t Au. While some of the high gold samples were associated with known gold mineralisation (eg Salmon Prospect), most were from areas well away from known mineralisation.

UTS Geophysics initially completed flying of a detailed (25m line spacing, nominal 20m ground clearance) aeromagnetic survey over the Doolgunna Project and surrounding area early in September. Problems with high winds and unseasonal rain caused some issues with the data quality and meant that several parts of the survey had to be reflown. At this stage only preliminary data has been received. The preliminary aeromagnetic data proved particularly valuable during the geological mapping program. Isolated outcrops could be correlated using the broad stratigraphic trends identified from the aeromagnetics. A detailed interpretation of the aeromagnetic data will be undertaken as soon as the final data is received.

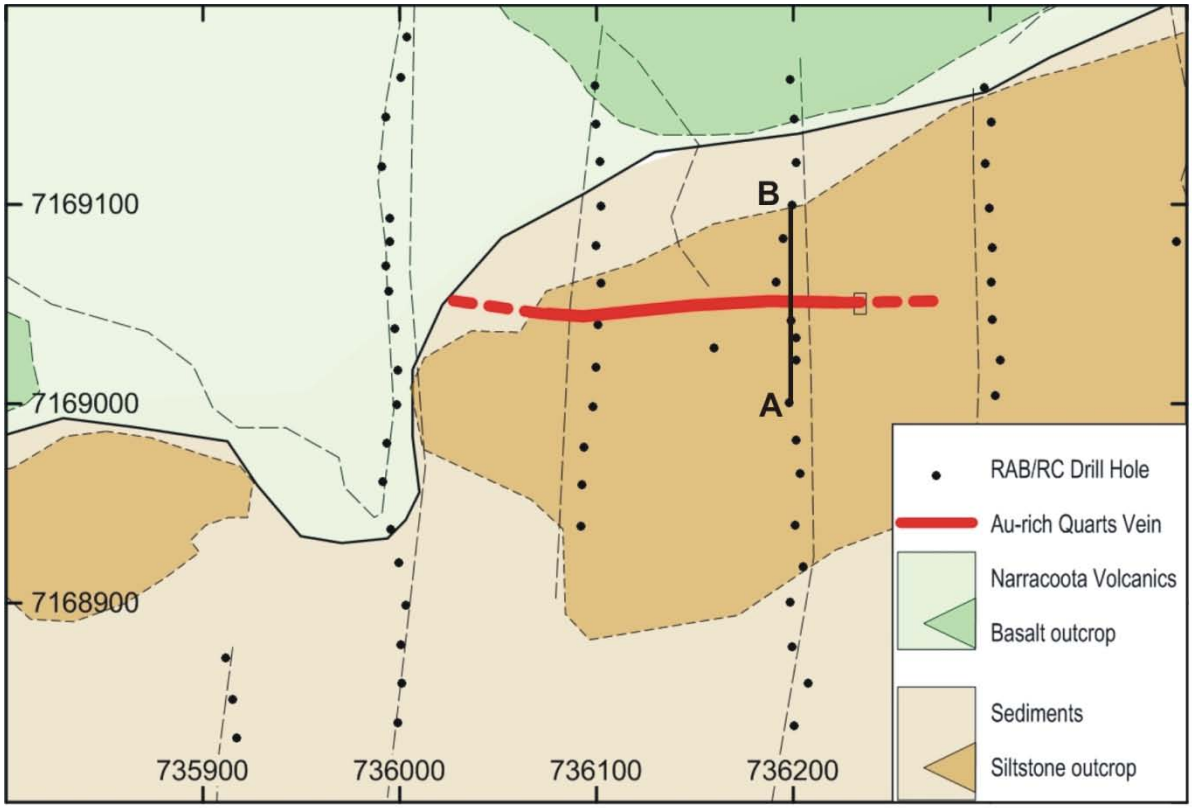
Experience at DeGrussa indicates that the geophysical technique most likely to identify concealed, VMS-style massive sulphide deposits is a ground-based electromagnetic (EM) survey. RNI has commissioned Southern Geoscience Consultants Pty Ltd to plan and supervise a ground based EM survey covering the entire Doolgunna Project area. It is anticipated that this survey will commence in November and should be completed during the December quarter. The EM survey will be the final stage in determining priority RC and diamond drilling targets within the Doolgunna Project.

While DeGrussa style VMS copper-gold deposits are the primary exploration target at Doolgunna, the region also hosts important shear and vein related gold deposits. Previous exploration has recognised an east-west trending structure containing significant gold concentrations and some drilling has been completed in this area. In addition, the recently completed geochemical survey identified a number of other areas containing highly anomalous gold concentrations. Most of the gold occurrences at Doolgunna are associated with the sedimentary sequences and RNI

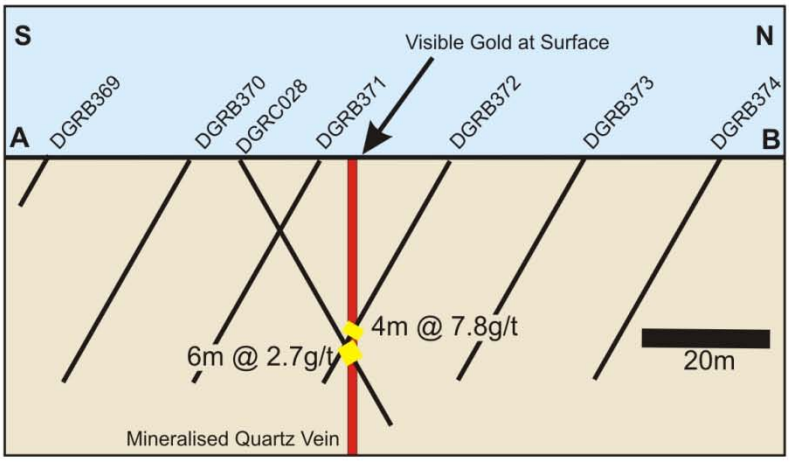
believes that these areas have the potential to host significant of shear and vein related gold deposits. The Company is planning detailed exploration programs to evaluate this style of gold mineralisation.

The most highly advanced of the gold targets is the **Salmon Prospect.** This is a strongly mineralised quartz reef located within the central part of the project area. The Salmon Prospect occurs within an extensive east-west trending zone of anomalous gold geochemistry. This zone was identified from previous exploration and has been the subject of some detailed exploration. The Salmon Prospect comprises a gold-rich quartz reef that occurs near the western end of the anomalous zone.

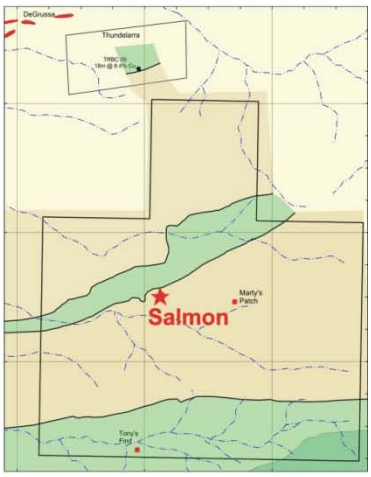
Figure 6 – Salmon Prospect



Geological Plan - Salmon Prospect



Drill Section



Marty's Patch is an area containing nuggetty gold previously targeted by metal detectors, which lies at the eastern end of the zone.

At Salmon, previous RAB and RC drilling has identified significant gold and associated copper mineralisation over a 200 metre strike length. The mineralisation occurs in sub-vertical, east-west trending, sulphide-bearing quartz veins within schistose sedimentary rocks. The mineralised structure remains open to the west. Gold grades of **up to 8.2g/t** have been recorded with significant gold grades reported whenever the gold-bearing horizon was intersected in drilling.

Highlights of the drilling program that identified the mineralisation are shown in the table below.

Drilling Highlights
Salmon Prospect – Doolgunna Project

Hole No	East	North	Dip	Azimuth	From	To	Au (g/t)	Cu (ppm)
DGRB0355	736102	7169060	60	180	32	34	8.1	1,220
					34	36	2.1	1,320
DGRB0372	736191	7169061	60	180	20	22	7.4	711
					22	24	8.2	917
DGRB1900	735993	7169069	60	180	32	34	0.7	NA
DGRC028	736202	7169033	60	180	32	34	4.1	513
					34	36	2.5	470
					36	38	1.5	278
DGRC029	736160	7169028	60	180	40	42	7.6	713
					42	44	1.1	515

Notes:

- Drilling undertaken by Sandfire Resources NL between 2006 and 2007.
- Drill hole collars surveyed – GDA94 Datum.
- Analytical results by Genalysis using B/AAS method for gold and B25/AAS method for copper.
- Intercepts are down-hole metres. No estimate of true thickness is implied.
- NA – Not assayed.

Another potential gold prospect was identified during the geological mapping program. Near the southern margin of the tenement several areas of past metal-detector activity were identified, and this area was designated Tony's Find (Figure 2). The mapping suggested that a likely source for the gold nuggets was an outcrop of ferruginous quartz within areas scraped during the metal detector operations. The quartz appeared very similar to the mineralised unit in the Salmon Prospect. The soil sampling program provided further evidence for the significance of this location, with a 468ppb gold anomaly assay recorded immediately to the east of this outcrop.

Three Rivers Project

The Three Rivers Project incorporates two Exploration Licences, E52/2124 and E52/2562 (application) that cover an area of about 170km^2. The project area straddles the Great Northern Highway and is located about 35km north of DeGrussa and 15 km northwest of the Plutonic Gold Mine.

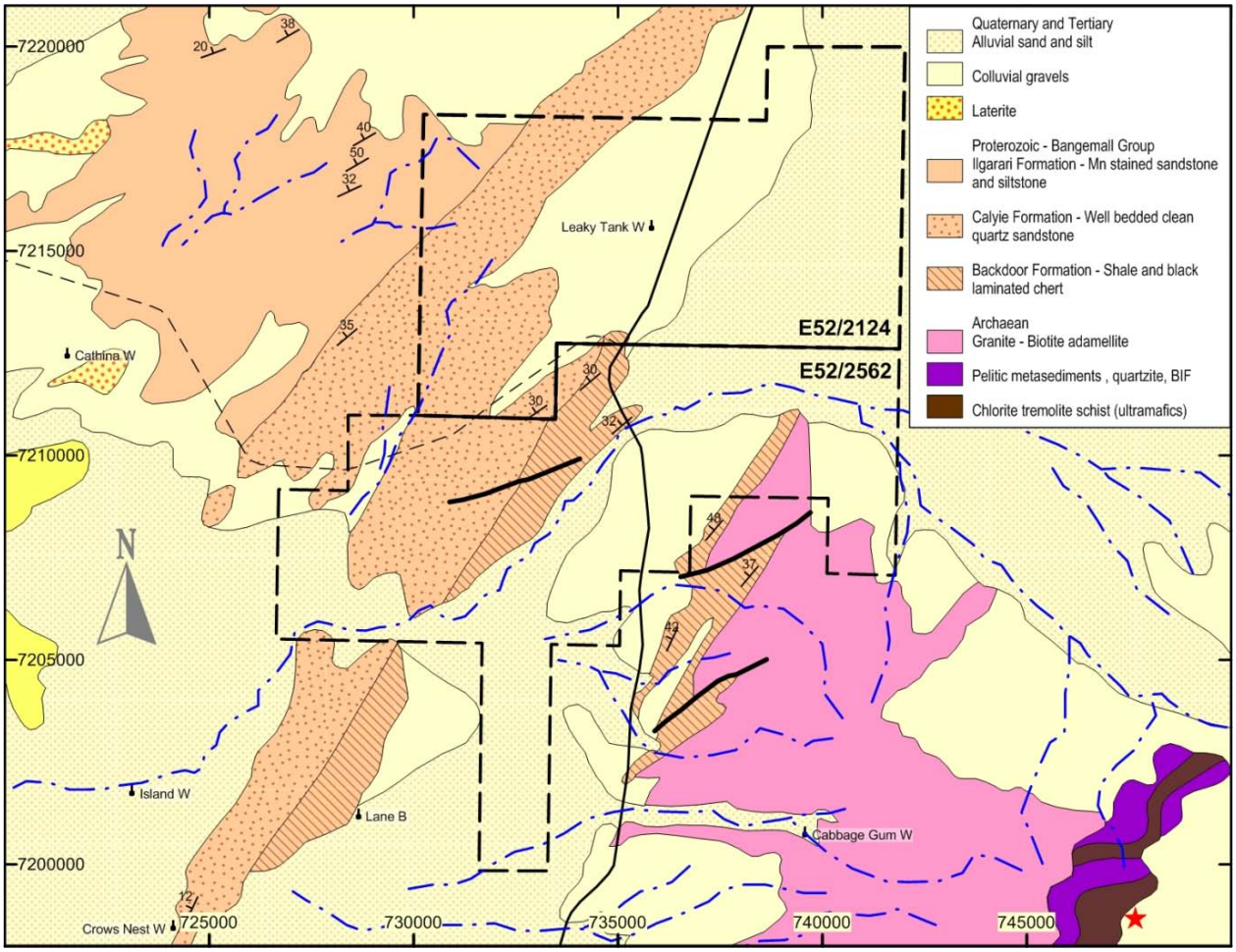
The Three Rivers Project predominantly covers Proterozoic sediments of the Bangemall Group; with some Achaean granite exposed in the south eastern portion of the area. Large sections of the project area are covered by alluvial deposits associated with the Gascoyne River (Figure 7). RNI believes the area has potential to host significant mineralisation.

Imic Pty Ltd conducted a limited soil sampling program over parts of the tenements and located a broad zone that is substantially anomalous in copper, zinc, arsenic, uranium and palladium. Imic believed the broad, multi-element anomalism *"…may be related to a major hydrothermal system and could indicate the presence of a significant base and precious metal deposits in the area".*

During the quarter, RNI contracted UTS Aeroquest to fly a 4,000 line kilometre combined aeromagnetic and radiometric survey over the Three Rivers project area. The survey was flown on north-south oriented lines, spaced at 50m, with a nominal ground clearance of 25m.

Flying of this survey was completed in late September and final results should be delivered in November. Following receipt of the aeromagnetic data, RNI plans to commence a geological mapping and soil sampling program over the area.

Figure 7 – Three Rivers Project – Regional Geology



Yule River Project

Under a Joint Venture agreement with Brumby Resources NL, RNI holds the exclusive right to carry out exploration and mining activities on alluvial deposits on tenements covered by the Yule River Project located in the Pilbara Region of Western Australia.

The RNI concept for the Yule Project was that a major mineralized hinterland is being actively eroded by the Yule River system and its predecessors. It is believed that the sands and gravels resulting from this erosion will carry and concentrate the resistant heavy minerals derived from these rocks. The Company plans to simultaneously investigate the area for a wide variety of commodities, including rutile, zircon, gold, tin (cassiterite), tantalum/niobium (tantalite), tungsten (scheelite), platinoid elements and diamonds.

The Yule Project includes seven exploration licences covering an area of over 900km^2 located in the West Pilbara region about 50 km southwest of Port Hedland. RNI has the right to explore for and mine alluvial deposits while Brumby controls any hard-rock resources.

The tenements dominantly cover sediments and granitic rocks with minor greenstone inliers. The rocks are of Achaean age with the major Scholl Shear cutting the northern portion of the leases. Previous exploration has identified thick palaeo-channel deposits within the recent alluvial sequences that overly the Achaean basement. The palaeo-channels are dominantly north-west draining and appear related to the modern day Yule River.

Mining Tenements as at 30 September 2010

Tenement Number	Registered Holder	Date Granted	Area (Graticular blocks)	Notes
Doolgunna Project				
E52/2438	Ascidian Prospecting Pty Ltd	11/02/2010	7	1
Three Rivers Project				
E52/2124	IMIC Pty Ltd	19/09/2008	25	1
E52/2562	IMIC Pty Ltd	Application	28	1
Yule River Project				
E45/2939	Resource and Investment NL	20/04/2007	60	2
E47/1730	Resource and Investment NL	16/12/2008	19	2
E47/1731	Resource and Investment NL	16/12/2008	45	2
E47/1750	Resource and Investment NL	05/09/2007	70	2
E47/1193	Brumby Creek NL	13/10/2005	18	2
E47/1340	Brumby Creek NL	17/11/2005	7	2
E47/1341	Brumby Creek NL	17/11/2005	70	2

Notes:

1 - Option to purchase

2 - RNI has the right to explore for and mine alluvials

Corporate Governance Statement 2010

The Board is committed to following the ASX Corporate Governance Council Corporate Governance Principles and Recommendations (ASX Recommendations) and the Board and Management regularly review the Company's policies and practices to ensure that the Company continues to maintain and improve its governance standards.

The specific aspects that support the implementation of this approach are described below in accordance with the ASX Recommendations.

Details of the main policies of corporate governance adopted by the Company and referred to in its statements are available on the Marine Produce Australia Limited website at www.marineproduce.com.

PRINCIPLE 1

Lay Solid Foundations for Management and Oversight
The Board operates in accordance with the broad principles set out in its charter which can be downloaded from the corporate governance section of the Company's website.

Role
The Board is responsible of the overall operation and stewardship of the Company. The Board's specific responsibilities include:

- **input into and approval of the strategic direction of the Company;**
- **approving and monitoring capital expenditure;**
- **monitoring of financial performance including reviewing and ratifying the systems in place that manage the material risks to the Company;**
- **appointing, removing and setting succession policies for the managing director, directors and seniors executives;**
- **establishing and monitoring the achievement of management's goals;**
- **encouraging** ethical behaviour throughout the organisation.

Delegation
Clause 6 of the Board Charter sets out the Board's delegation of the responsibility to allow senior management being the chief financial officer and the general manager operations, to carry out day-to-day operations and administration of the Company. In carrying out this delegation, senior management reports regularly to the Board on the Company's progress on achieving the short, medium and long term plans of the Company. Senior management is accountable to the Board for the authority that is delegated by the Board.

The Board Charter supports all delegations of responsibility by formally defining the specific functions reserved for the Board of Committees, and those matters delegated to management.

Performance Review of Senior Executives
In accordance with the clause 5.5 if it's Charter, each year the Board approves the criteria for assessing the performance of senior management.

In addition, performance reviews of the senior management are conducted regularly during the year by the full Board. The performance of senior management is reviewed by comparing performance against agreed measures, examining the effectiveness and quality of the individual, assessing key contributions, identifying areas of potential improvement and assessing whether various expectations of shareholders have been met.

Further details of how the Company assesses the performance of senior management are set out in the Remuneration Report of the Annual Report.

PRINCIPLE 2

Structure the Board to Add Value
Board Composition
The Board strives to ensure that it is comprised of strongly performing individuals of the utmost integrity whose complementary skills, experience, qualifications and personal characteristics are suited to the Company's needs.

The Company's Constitution provides for a minimum of three and a maximum of ten directors.

At the commencement of the 2010 financial year, the Board comprised three directors. A profile of each director, including their skills, experience, relevant expertise, special responsibilities and the date each director was appointed to the Board of the Company is set out in the Directors' Report of the 2010 Annual Report

Independence
At present the Board does not comprise a majority of independent directors. The Board defines 'independence' in accordance with the ASX Recommendations.

In order to ensure that any 'interests' of a Director in a matter to be considered by the Board are known by each Director, each Director had contracted with the Company to disclose any relationships, duties or interests held that may give rise to a potential conflict. Directors are required to adhere strictly to constraints on their participation and voting in relation to any matters in which they may have an interest. Each Director is required by the Company to declare on an annual basis the details of any financial or other relevant interests that they may have in the Company.

The Chairman
Our Chairman is a Non-executive director. The Chairman is responsible for the leadership of the Board and to ensure that the Board functions effectively.

The Nomination and Remuneration Committee
The full Board of the Company carries out the duties of the Nomination and Remuneration Committee.

Selection and Appointment of Directors
The full Board considers and identifies candidates who may be qualified to become directors. The nomination of all new directors including the Managing Director is considered by the full Board. The Board assesses the nominees against a range of specific criteria including their experience, professional skills, potential conflicts of interest and the requirement for independence. All new appointments to the Board are subject to shareholder approval.

Retirement and Re-election of Directors
The Company's constitution requires one-third of the directors (rounded down to the next lowest number) to retire by rotation at each general meeting (AGM). In selecting the directors to retire the Board has regard to a number of factors including the optimal composition of the Board having regard to the on-going needs of the Company, the skills and experience of the directors, their potential conflict of interests, and the length of time the Director has held office.

A Director must retire in any event at the third AGM since he or she was last elected or re-elected. Retiring directors may offer themselves for re-election.

The Managing Director is not subject to retirement by rotation and is not to be taken into account in determining the number of directors required retiring by rotation.

Director Induction and Education
The Company has a process to educate new directors about the nature of the business, current issues, the corporate strategy and the expectations of the Company concerning the performance of the directors. Directors are given access to continuing education opportunities to update and enhance their skills and knowledge.

It is the practice of directors to visit the Company's projects and meet with management to gain a better understanding of the business on a regular basis.

New directors also receive a letter of appointment which outlines their main responsibilities and provides new directors with a broad range of information about the Company.

Independent Professional Advice and Access to Company Information
Directors have a right of access to all relevant Company information and, subject to prior consultation with the Chairman, may seek independent advice from suitably qualified advisors at the Company's expense.

Evaluating Board Performance
The criterion for the evaluation of each Director is their contribution to specific Board objectives, including the following:

- setting corporate strategies;
- identification, analysis and responses to risks and issues;
- monitoring of the Company's progress against its business objectives;
- understanding and analysing of the Board papers presented by management;
- use of industry, financial and broad knowledge to add value to the deliberations of the Board.

Board Committees
The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify the formation of separate or special committees at this time. The Board as a whole is able to address the governance aspects of the full scope of the Company's activities and to ensure that it adherers to appropriate ethical standards. The full Board currently holds meetings at such times as may be necessary to address any general or specific matters as required. When the Company's activities increase in size, scope and nature, the appointment of separate or special committees will be reviewed by the Board and implemented if appropriate.

PRINCIPLE 3

Promote Ethical and Responsible Decision-Making
The Board acknowledges the need for continued maintenance of a professional standard of a corporate governance practice and ethical conduct by all directors and employees of the Company. The Board and the Company's employees are expected to uphold the highest levels of integrity and professional behaviour in their relationships with all of the Company's stakeholders.

Code of Conduct
The code describes standards for appropriate ethical and professional behaviour for all directors, employees and contractors working for the Company. The Code of Conduct requires all directors, employees and contractors to conduct business with the highest ethical standards including compliance with the law and to report any interest that may give rise to a conflict of interest. Breaches of the Code of Conduct are taken seriously by the Company. The Code of Conduct is made available to all employees.

Values
The Company has also implemented a set of values designed as a guide by the directors and all employees in their day-to-day dealings with each other, competitors, customers and the community. The values established are summarised under the headings Respect, Integrity, Action and Results.

Trading in the Company's Shares
To safeguard against insider trading the Company's Securities Trading policy prohibits directors and employees from trading the Company's securities if they are aware of any information that would be expected to have a material effect on the price of the Company's securities.

Directors must consult with the Chairman of the Board, or in his absence or conflict, the Deputy Chairman, before dealing in shares or other securities of the Company.

Dealings (whether purchases or sales) in the Company's shares or other securities by related personnel may not be carried out other than in the dealing "window", being the period commencing 2 days prior to and ending 2 days following the date of announcement of the Company annual or half yearly results or a major announcement leading to a fully informed market.

"Major" is defined as an announcement that may as a direct result, affect the share price, or an announcement affecting the operations of the Company. If within that period any further announcement arises that may separately affect the share price, the Chairman or in his absence the Deputy may impose a lock-down period on the ability to trade.

All related persons must give details of any acquisitions or disposal of shares or other securities in the Company, within one business day to the Company Secretary of the Company.

All related persons must ensure that they at all times observe the insider trading rules of the Corporations Act.

The Company discloses to ASX any transaction conducted by the directors in the Company's securities in accordance with the ASX Listing Rules.

PRINCIPLE 4

Safeguard Integrity in Financial Reporting
The full Board forms the Company's Audit Committee. The Board acknowledges that it does not at this stage comply with ASX recommendation 4.1 but is reviewing this recommendation having regard to the changes in the Company's operations.

PRINCIPLE 5

Make Timely Balanced Disclosure
The Company is committed to providing relevant up-to-date information to its shareholders and the broader investment community in accordance with the continuous disclosure requirements under the ASX Listing Rules and the Corporations Act.

The Board has authorised the Financial Manager and Company Secretary as the Disclosure Officers, to ensure that information is released by the Company in a timely and accurate fashion.

To supplement the Continuous Disclosure Policy the Board has also approved Disclosure Protocols and Procedures to provide further guidance to staff on understanding and complying with the Company's continuous disclosure obligations.

PRINCIPLE 6

Respect the Right of Shareholders

The Board aims to ensure that shareholders are informed of all information necessary to assess the performance of the Company. To achieve this during 2010 the Board Shareholder Communication Policy which outlines the process through which the Company will endeavour to ensure timely and accurate information is provided equally to all shareholders.

Information is communicated to Shareholders through:

- The annual report which is available to all shareholders (in both hardcopy and electronic form);
- The release to the ASX and on the Company's website, of the half yearly financial report, quarterly production and activities report and other information, including ASX releases in accordance with the Company's continuous disclosure obligations;
- Providing information on the Company's website about the Company, including the Charters that govern the Board and Board Committees, the Company's key policies, statutory reports of the last 2 years and releases to the ASX;
- The release to ASX and the Company's website of all Company presentations made during briefings conducted with analysts and institutions from time to time.

Shareholders are also encouraged to attend the AGM and use the opportunity to ask questions. Questions can be lodged prior to the meeting by completing the relevant form accompanying the notice of meeting. The Company makes every endeavour to respond to the most commonly asked questions. The external auditor attends the meeting and is available to answer questions in relation to the conduct of audit.

PRINCIPLE 7

Recognise and Manage Risk

The Company is exposed to numerous risks across its business, most of which are common to the resources industry. The Company's commitment and approach to managing these risks is outlined in the Company's Risk Management Policy and is on the Company's website.

The Board receives reporting on the control mechanisms which are designed and implemented by management to ensure that the safety, environment, legal and reputation risks faced by the Company are identified, assessed and managed.

The Board also reviews and assesses the adequacy of the Company's internal control and financial management systems and accounting and business policies. The Board is given further assurance on the Company's financial management systems through the Company's independent internal audit function.

Senior management are responsible for risk management in their respective areas of accountability. They ensure that procedures exist to monitor risks and, through observation and audit, gain assurance that affective controls are implemented and consistently applied.

The Board has recognised the need to implement a common risk management framework across the group. The Company is in the process of developing this framework and it will be rolled out during 2010. This process includes the implementation at all sites of the Company's Sustainability Standards. These are comprehensive sets of standards that provide a systematic approach to the management of Safety, Health, Environment and Community related risks.

Management Reporting and Certifications

Management reports to the Board on the material business risks faced by the Company, the effectiveness of the Company's risk management and internal control system, and the Company's management of its material business risks.

The Financial Manager has declared in writing to the Board that the financial records of the Company for 2010 have been properly maintained and present a true and fair view of the Company's financial position and financial results, in accordance with the Corporations Act and the relevant accounting standards.

The reporting and control mechanisms support the written certifications given by the Financial Manager to the Board annually, that the Company's financial reports are based on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

PRINCIPLE 8

Remunerate Fairly and Responsibly

The Board provides recommendations and directions for the Company's remuneration practices. The Board, as the Remuneration Committee, ensures that a significant proportion of each Senior Manager's Remuneration is linked to his or her performance and the Company's performance. Performance reviews are conducted regularly to assess the performance of Senior Managers and to determine the proportion of remuneration that will be 'at risk' for the upcoming year. For further details on this see Remuneration Report within the 2010 Annual Report.

Board Remuneration

The total annual remuneration paid to non-executive directors may not exceed the limit set by the shareholders at an AGM. The remuneration of the non-executive directors is fixed rather than variable.

Further details in relation to director remuneration are set out in the Remuneration Report within the 2010 Annual Report.

During the Company's 2009/2010 financial year, it has complied with the ASX Principles and Recommendations other than in relation to the matters specified below.

Principle Number	Best Practice Recommendation	Reasons for Non-compliance
2.4	A separate Nomination Committee has not been formed	The Board considers that the Company is not currently of a size to justify the formation of a nomination committee. The Board as a whole undertakes the process of reviewing the skill base and experience of existing directors to enable identification or attributes required in new directors. Where appropriate, independent consultants will be engaged to identify possible new candidates for the Board.
4.1, 4.2, 4.3	A separate Audit Committee has not been formed.	The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify the formation of an audit committee. The Board as a whole undertakes the selection and proper application of accounting policies, the identification and management of risk and the review of the operation of the internal control systems.
8.1	There is no separate Remuneration Committee	The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify the formation of a Remuneration Committee. The Board as a whole is responsible for the remuneration arrangements for directors and executives of the Company.

1. CAPITAL STRUCTURE

Ordinary Share Capital
118,505,974 ordinary fully paid shares held by 1,861 shareholders.

Options
550,000 unlisted options held by 4 holders expiring24 November 2010 exercisable at $0.90 each.
1,500,000 unlisted options held by 1 holder expiring 7 September 2011 exercisable at $1.50 each.
2,000,000 unlisted options held by 3 holders expiring 7 August 2012 exercisable at $0.40 each.
123,334 unlisted options held by 1 holder expiring 28 June 2013 exercisable at $0.12 each.
Options do not entitle the holders to a vote in respect of that option nor participate in dividends until such time as the options are exercised and subsequently registered as an ordinary share.

2. ON-MARKET BUY-BACK

There is no current on-market buy back.

3. SUBSTANTIAL SHAREHOLDERS

Name	Number of Securities	%
MAK Super WA Pty Ltd	17,570,000	14.83
All-States Finance Pty Ltd	10,528,000	8.88

4. DISTRIBUTION OF SHAREHOLDER AS AT 19 OCTOBER 2010

Distribution	Number of Holders
1 – 1,000	630
1,001 – 5,000	487
5,001 – 10,000	206
10,001 – 00,000	393
100,001 -	145
Total	1,861

As at 19 October 2010 there were 433 shareholders holding less than a marketable parcel.

5. 20 LARGEST HOLDERS OF ORDINARY SHARES AS AT 19 OCTOBER 2010

Name	Number of Securities	%
MAK Super WA Pty Ltd	17,570,000	14.83
All-States Finance Pty Ltd	10,528,000	8.88
Ross Taylor	5,000,000	4.22
JCO Investments Pty Ltd	4,000,000	3.38
SHL Pty Ltd	4,000,000	3.38
IE Properties Pty Ltd	2,859,682	2.41
Adam Clark	2,500,000	2.11
Aust Estate Planning Pty Ltd	2,400,000	2.03
Frere & Associates Pty Ltd	2,063,904	1.74
Nutsville Pty Ltd Indust Electric Co	1,941,421	1.64
F Mann	1,600,000	1.35
Citicorp Nom Pty Ltd	1,488,547	1.26
Nutsville Pty Ltd	1,452,582	1.23
Bond Street Custodians Ltd	1,299,100	1.10
Katdan Investments Pty Ltd	1,000,000	0.84
Merrill Lynch Aust Nom Pty Ltd	1,000,000	0.84
1147 Pty Ltd	1,000,000	0.84
Seaton Ross Holdings Pty Ltd	950,000	0.80
HSBC Custody Nom Aust Ltd	903,850	0.76
National Nom Ltd	782,001	0.66
	64,339,087	54.30

6. HOLDERS OF UNLISTED OPTIONS AS AT 19 OCTOBER 2010

Name	Number of Securities	%
Unlisted Options exp 24/11/2010 @ $0.90		
Karl Simich	150,000	27.27
Peter Danchin	150,000	27.27
Firth International	200,000	36.36
Terra Africa Inv Ltd	50,000	9.10
	550,000	100.00
Unlisted Options exp 7/9/2011 @ $1.50		
Resource Development Co Pty Ltd	1,500,000	100.00
Unlisted Options exp 7/8/2012 @ $0.40		
Imic Pty Ltd	950,000	47.50
Brutus Construction Pty Ltd	950,000	47.50
Essential Property Pty Ltd	100,000	5.00
	2,000,000	100.00
Unlisted Options exp 28/6/2012 @ $0.12		
Ascidian Prosecting Pty Ltd	123,334	100%

ANNUAL FINANCIAL REPORT
FOR THE YEAR ENDED 30 JUNE 2010

ASX Code: RNI

CONTENTS

The directors present their report together with the financial report of Resource and Investment NL (**the Company or RNI**), for the year ended 30 June 2010 and the auditor's report thereon.

Basis of preparation

Following the sale of the Company's fully owned controlled entity, R&I Holdings (SA) Pty Ltd, during November 2008, comparative results and performance disclosures within this financial report are presented for the Group to the end of 30 November 2008 and the Company thereafter, being 1 December 2008 to 30 June 2009. Accordingly, the comparative Statement of Financial Position as presented on page 14 represents the Company only, with all other comparative statements representing the Group's financial performance to the end of 30 November 2008 and the Company for the seven months ended 30 June 2009. Refer to note 4 of the financial report for further details.

1. Directors

The directors of the Company at any time during or since the end of the financial year are:

Name	Period of Directorship
Mr Miles A Kennedy *Non-Executive Chairman*	Director since 7 September 2006
Mr John R Hutton *Non-executive Director*	Director since 12 January 1999
Mr Thomas J Mann *Non-executive Director*	Director since 27 April 2010
Mr Peter AG Pynes *Non-executive Director*	Appointed 28 April 2009; Resigned 27 April 2010

The qualifications, experience and other directorships of the directors in office at the date of this report are:

Miles A Kennedy	Non-Executive Chairman
Experience and expertise	Mr Kennedy was a lawyer. He has held directorships of Australian listed resource companies for the past 27 years. He was the founding Chairman of Macraes Mining Company Ltd and has extensive experience in the management of public companies. He lives in Perth, Western Australia.
Other current listed company directorships	Non-executive Chairman of Marine Produce Australia Limited (since June 2008). Chief Executive Director of Lonhro Mining Limited (since September 2008).
Former listed company directorships in last three years	Non-Executive Chairman of Sandfire Resources NL (August 2007 to December 2009). Executive Chairman of Kimberley Diamond Company NL (September 1993 to November 2007). Non-executive Chairman of Blina Diamonds NL (November 2002 to December 2007). Non-executive Chairman of Indago Resources Limited (August 2009 to September 2009). Non-executive director of Pangea Diamondfields Plc (2005 to 2009).
John R Hutton	Non-Executive Director
Experience and expertise	Mr Hutton was a professional AFL footballer and has spent many years successfully prospecting in Western Australia. He is a director of a number of successful private companies involved in the resources and pearling industries and is closely involved in the management of a highly successful pearl farm, producing Australian South Sea Pearls.
Other current listed company directorships	Non-executive Director of Marine Produce Australia Limited (since August 2006).
Former listed company directorships in last three years	Non-executive Director of Sandfire Resources NL (July 2007 to April 2010).
Thomas J Mann	Non-Executive Director
Experience and expertise	Thomas Mann has over 30 years experience in financial markets and global trade. He began his career in the financial services industry as a stockbroker working in both Sydney and London. He then began a global trading company with operations in the USA, Malaysia, Thailand, Indonesia and Australia. More recently he has been involved in capital raising initiatives and strategic development programs for small to mid-size public and private companies.
Former listed company directorships in last three years	Non-executive Chairman of Medical Australia Limited (Non-executive Director since February 2006; appointed Non-executive Chairman June 2008).

2. Company secretary

Ms Jean Mathie holds the position of Company Secretary and was appointed to the position in November 2001. Ms Mathie also holds the position of Company Secretary for other listed entities, including Lonrho Mining Limited and Marine Produce Australia Limited.

3. Directors' meetings

The number of directors' meetings and number of meetings attended by each of the directors of the Company during the financial year are:

	Board Meetings	
	A	B
Miles A Kennedy	1	1
Thomas J Mann *(appointed 27 April 2010)*	-	-
John R Hutton	1	1
Peter AG Pynes *(resigned 27 April 2010)*	1	1

A – Number of meetings attended.
B – Number of meetings held during the time the director held office during the year.

4. Principal activities and review of operations

The principal activity of the Company during the financial year was the exploration and evaluation of mineral tenements in Western Australia.

Project review, strategies and future prospects

Doolgunna Project

On 30 April 2010 RNI entered into an option agreement with Ascidian Prospecting Pty Ltd (Ascidian) to acquire a 100% interest in Exploration License E52/2438 (the Doolgunna Project) located 3km southeast of Sandfire Resource NL's (Sandfire), DeGrussa Copper-Gold Project. The acquisition enabled the Company to secure a strategic position in one of Australia's most exciting emerging mineral fields.

In summary, the Company agreed:

- to pay an amount of $100,000 to Ascidian before 30 July 2010, completed on 29 July 2010;
- to issue Ascidian 3 million options in the capital of the Company, exercisable at 12 cents each at any time on or prior to 28 June 2013, completed on 30 April 2010;
- to grant Ascidian a royalty of 1.5 percent of the value of any metals or minerals recovered from the Tenement; and
- upon exercise of the option, not before 30 July 2011, to issue to Ascidian that number of shares in the capital of the Company so that Ascidian acquires a 20 percent interest in the Company, in addition to any interest in securities as it may have at that time, which will require shareholder approval at that time.

The Agreement was, inter alia, conditional upon RNI raising a minimum of $3 million in new equity prior to 30 July 2010, which the Company concluded and announced 14 July 2010.

The Doolgunna Project covers and area of about 21km2 located 3km southeast from Sandfire Resources NL's DeGrussa Copper-Gold project. This area has recently become a centre of intense exploration activity following the discovery and definition of high-grade copper-gold deposits. The DeGrussa deposit is a Volcanogenic Massive Sulphide (VMS) style deposit located within basaltic and sedimentary rocks of the Proterozoic-aged Bryah Basin. Worldwide experience with VMS deposits shows that they tend to occur in clusters. RNI's Doolgunna Project covers similar lithologies to those recorded in the DeGrussa area, and the Company believes the area has the potential to host equivalent copper gold deposits.

The region also hosts significant shear and vein related gold deposits. At Doolgunna, previous exploration has identified an east-west trending structure containing elevated gold concentrations. The Salmon Prospect is a strongly mineralised quartz reef located within this structure where drilling has identified economic concentrations of gold.

The Company commenced its initial regional exploration program over the Doolgunna Project area. The initial program comprises airborne geophysics, geological mapping and closely spaced soil sampling and is designed to provide an understanding of the geology of the area. The regional program will allow the Company to target future geophysical and drilling campaigns.

UTS Geophysics has completed flying of a detailed (25m line spacing) aeromagnetic survey over the Doolgunna Project and surrounding area. Preliminary and final magnetic data has been received from the survey and detailed geological mapping of the project area is underway and is expected to be completed within the second half of 2010. Preliminary work has identified a mafic volcanic succession in the southern and central parts of the area that has strong similarities to the succession that hosts the nearby DeGrussa Deposit.

RNI has also commenced a comprehensive soil sampling program that will cover the entire project area. Samples are being collected on a 100 x 50m pattern and will be analysed for a suite of 36 elements used to characterise VMS and gold deposits. Previous soil sampling programs have outlined gold mineralisation within the area and the current program will add detail to this work and provide a geochemical framework for future exploration in the area. The regional soil sampling program will be completed during the third quarter of 2010.

While the main focus of RNI's initial program will be to complete a regional-scale evaluation of the entire Doolgunna Project area for potential VMS copper-gold and gold mineralisation, more detailed exploration will also be conducted over a zone of anomalous gold geochemistry. This zone was identified from previous exploration and two more significant gold prospects have been identified within the zone. Marty's Patch is an area containing nuggetty gold previously targeted by metal detectors. The Salmon Prospect is a gold-rich quartz reef identified from previous drilling programs. In recent reconnaissance in the area, visible gold was recognised in pan-concentrates from both localities.

4. Principal activities and review of operations (continued)

The Company believes that the anomalous gold geochemical zone has considerable potential and emphasis will be placed on understanding and defining the mineralisation in the Salmon Prospect. In this area, previous RAB and RC drilling over surface geochemical anomalies has identified significant gold and associated copper mineralisation over a 200 metre strike length. The mineralisation occurs in sub-vertically oriented, sulphide-bearing quartz veins within mafic schists. The mineralised structure remains open to the west. Gold grades of up to 8.2g/t have been recorded with significant gold grades reported whenever the gold-bearing horizon was intersected in drilling.

Highlights of the drilling program that identified the mineralisation are shown in the table below.

Drilling Highlights – Salmon Prospect – Doolgunna Project

Hole No	East	North	Dip	Azimuth	From	To	Au (g/t)	Cu (ppm)
DGRB0355	736102	7169060	60	180	32	34	8.1	1,220
					34	36	2.1	1,320
DGRB0372	736191	7169061	60	180	20	22	7.4	711
					22	24	8.2	917
DGRB1900	735993	7169069	60	180	32	34	0.7	N/A
DGRC028	736202	7169033	60	180	32	34	4.1	513
					34	36	2.5	470
					36	38	2.5	470
DGRC029	736160	7169028	60	180	40	42	7.6	713
					42	44	1.1	515

Notes:

- Drilling undertaken by Sandfire Resources NL between 2006 and 2007.
- Drill hole collars surveyed – GDA94 Datum.
- Analytical results by Genalysis using B/AAS method for gold and B25/AAS method for copper.
- Intercepts are down-hole metres. No estimate of true thickness is implied.
- NA – Not assayed.

Three Rivers Project

In late July 2010, RNI concluded an Option Agreement to acquire the Three Rivers Project from Imic Pty Ltd. This Project comprises two Exploration Licences (one granted) covering about 170km2 and located about 35km north of DeGrussa and 15km northwest of the Plutonic Gold Mine. The Three Rivers Project contains a broad zone that is substantially anomalous in copper, zinc, arsenic, uranium and palladium. Such broad-element multi-element anomalism is potentially the fingerprint of a major metal deposit and the area warrants thorough and systematic exploration.

In summary, the Option agreement provides for:

- the payment of option fees to Imic Pty Ltd of $150,000, completed on 19 July 2010;
- the issue to the Owners of the Three Rivers Project of 2 million options in the capital of RNI exercisable to ordinary fully paid shares, with an exercise price of $0.40 per share, exercisable within 24 months of issue, completed on 6 August 2010 and announced on 9 August 2010;
- a 1.5% net smelter return on all minerals and metals recovered;
- RNI to conduct all exploration on each of the tenements as it sees fit at the sole cost of RNI;
- RNI to keep each of the tenements in good standing;
- RNI to issue to the Owners of EL 53/2124 that number of shares equivalent to 5% of the capital of RNI (immediately prior to exercise) upon Exercise of the Option on or before 19 July 2011, if RNI so elects to exercise that Option;
- RNI to issue to the Owners of EL 52/2562 that number of shares equivalent to 3% of the capital of RNI (immediately prior to exercise) upon exercise of the Option on or before 15 November 2011, if RNI so elect to exercise that Option.
- RNI to hand back all data to the Owners in the event it elects not to exercise either or both Options.

The Three Rivers Project area is in close proximity to RNI's Doolgunna project, where the Company has established an exploration camp and commenced its exploration program. The Three Rivers Project will commence from the same camp.

Regional mapping indicates that the Three Rivers Project tenements predominantly cover Proterozoic sediments of the Bangemall Group; with some Achaean granite exposed in the south eastern portion of the area. Large parts of the tenement are covered by alluvial deposits associated with the Gascoyne River. RNI believes the area has potential to host significant mineralisation. Imic Pty Ltd has conducted a limited soil sampling program over parts of the tenements and has located a broad zone that is substantially anomalous in copper, zinc, arsenic, uranium and palladium. The broad, multi-element anomalism may be related to a major hydrothermal system and could indicate the presence of a significant base and precious metal deposits in the area.

4. Principal activities and review of operations (continued)

An exploration program comprising of aeromagnetics, detailed geological mapping and regional soil sampling is planned as a first pass reconnaissance for the Three Rivers area. The Company hopes to commence exploration in the area during the third quarter of 2010.

Corporate

Board and management

The Company appointed experienced corporate advisor Mr Thomas J Mann as non-executive director on 27 April 2010, following the resignation of Mr Peter AG Pynes on that same date.

Review of financial condition

The Company recorded a loss of $360,270 for the year ended 30 June 2010 (2009: profit of $4,677,938, which included a gain of $4,723,549 on the sale of the Company's South African subsidiary, R&I Holdings (SA) Pty Ltd).

As at 30 June 2010, the Company had a net working capital surplus of $622,471 (2009: net working capital deficit of $162,950), represented significantly by cash and cash equivalent assets of $682,340. The Company's net asset position was $944,881 (2009: net deficit of $55,992).

Subsequent to period end the Company announced the issue of 57,814,654 ordinary fully paid shares, pursuant to the Company's fully underwritten 1-for-1 pro rata non-renounceable entitlements offer to existing shareholders at an issue price of $0.06 per share. The offer raised $3,468,879 before issue costs. The funds raised have and are to be used to further the Company's exploration and evaluation activities and for general working capital requirements.

5. Significant changes in the state of affairs

In the opinion of the directors there were no significant changes in the state of affairs of the Company that occurred during the financial year, other than those described in this report under 'Principal activities and review of operations'.

6. Environmental regulations

The Company's exploration activities are subject to various environmental regulations. The Board is responsible for the regular monitoring of environmental exposures and compliance with environmental regulations.
The Company is committed to achieving a high standard of environmental performance and conducts its activities in a professional and environmentally conscious manner and in accordance with applicable laws and permit requirements. The Board believes that the Company has adequate systems in place for the management of its environmental requirements and is not aware of any breach of those environmental requirements as they apply to the Company.

The directors have considered the recently enacted National Greenhouse and Energy Reporting Act 2007 (the NGER Act) which introduces a single national reporting framework for the reporting and dissemination of information about the greenhouse gas emissions, greenhouse gas projects, and energy use and production of corporations. At the current stage of development, the directors have determined that the NGER Act will have no effect on the Company for the current financial year and the Company for the subsequent financial year. The directors will reassess this position as and when the need arises.

7. Dividends

The directors have not recommended the declaration of a dividend. No dividends were paid or declared during the current or prior period.

8. Events subsequent to reporting date

Equity

Shares issued

Subsequent to period end the Company announced the issue of 57,814,654 ordinary fully paid shares, pursuant to the Company's fully underwritten 1-for-1 pro rata non-renounceable entitlements offer to existing shareholders at an issue price of $0.06 per share. The offer raised $3,468,879 before issue costs.

Share options issued

On 9 August 2010 the Company announced the issue of 2,000,000 unlisted options exercisable at $0.40 each on or before 7 August 2012 to Imic Pty Ltd pursuant to an Option Agreement to acquire the Three Rivers Project from Imic Pty Ltd. Refer to section 4 of this report for details.

Shares issued as a result of the exercise of options

Subsequent to year end the Company announced the following issue of ordinary shares from the exercise of unlisted options:

Expiry date	Exercise Price	Number of shares
28 June 2013	$0.12	1,810,000

Other matters

In late July 2010, RNI concluded an Option Agreement to acquire the Three Rivers Project from Imic Pty Ltd. This Project comprises two Exploration Licences (one granted) covering about 170km2 and located about 35km north of DeGrussa and 15 km northwest of the Plutonic Gold Mine.

In summary, the Option agreement provides for:

- the payment of option fees to Imic Pty Ltd of $150,000, completed on 19 July 2010;
- the issue to the Owners of the Three Rivers Project of 2 million options in the capital of RNI exercisable to ordinary fully paid shares, with an exercise price of $0.40 per share, exercisable within 24 months of issue, completed on 6 August 2010 and announced 9 August 2010;
- a 1.5% net smelter return on all minerals and metals recovered;
- RNI to conduct all exploration on each of the tenements as it sees fit at the sole cost of RNI;
- RNI to keep each of the tenements in good standing;
- RNI to issue to the Owners of EL 53/2124 that number of shares equivalent to 5% of the capital of RNI (immediately prior to exercise) upon Exercise of the Option on or before 19 July 2011, if RNI so elects to exercise that Option;
- RNI to issue to the Owners of EL 52/2562 that number of shares equivalent to 3% of the capital of RNI (immediately prior to exercise) upon exercise of the Option on or before 15 November 2011, if RNI so elect to exercise that Option.
- RNI to hand back all data to the Owners in the event it elects not to exercise either or both Options.

Refer to section 4 of this report for details.

9. Likely developments

Comments on expected results of certain operations of the Company are included in this financial report under section 4, Principal activities and review of operations.

10. Directors' interests

The relevant interest of each director in the shares and options over such instruments issued by the companies within the Company and other related bodies corporate, as notified by the directors to the Australian Securities Exchange in accordance with S205G(1) of the Corporations Act 2001, at the date of this report is as follows.

	Fully Paid Ordinary shares	Options expiring 7 Sep 2011
Miles A Kennedy	17,970,000	750,000
John R Hutton	4,472,460	-
Thomas J Mann	1,000,000	-

Each option carries the right to subscribe for one fully paid ordinary share in Resource & Investment NL.

11. Share options

Options granted to directors and executives of the Company

During or since the end of the financial year, the Company granted options over unissued ordinary shares in the Company to the following directors and to the following of the three most highly remunerated officers of the Company as part of their remuneration:

	Number of options granted	Exercise Price	Expiry date
Miles A Kennedy	2,000,000	$0.06	18 Nov 2014
John R Hutton	2,000,000	$0.06	18 Nov 2014
Peter AG Pynes *(resigned 27 April 2010)*	2,000,000	$0.06	18 Nov 2014

All the options were granted during the financial year. No options have been granted since the end of the financial year.

Unissued shares under option

At the date of this report unissued ordinary shares of the Company under option are:

Expiry date	Exercise Price	Number of shares
24 November 2010	$0.90	550,000
7 September 2011	$1.50	1,500,000
7 August 2012	$0.40	2,000,000
28 June 2013	$0.12	123,334
		4,173,334

The options do not entitle the holder to participate in any share issue of the Company or any other body corporate.

Share options issued

The following options over ordinary shares were issued by the Company during or since the end of the financial year:

Expiry date	Exercise Price	Number of shares
18 November 2014	$0.06	6,000,000
28 June 2013	$0.12	3,000,000
7 August 2012	$0.40	2,000,000

Shares issued as a result of the exercise of options

The following number of ordinary shares were issued by the Company as a result of the exercise of options during or since the end of the financial year:

Expiry date	Exercise Price	Number of shares
18 November 2014	$0.06	6,000,000
28 June 2013	$0.12	2,876,666

Share options expired

The following options over ordinary shares expired during the financial year:

Expiry date	Exercise Price	Number of shares
7 September 2009	$0.90	1,500,000

12. Remuneration report - audited

12.1 Principles of compensation

Remuneration is referred to as compensation throughout this report.

Key management personnel (KMP) have authority and responsibility for planning, directing and controlling the activities of the Company. Key management personnel comprise the directors of the Company and executives for the Company and include the three most highly remunerated Company executives.

Compensation levels for key management personnel of the Company are competitively set to attract and retain appropriately qualified and experienced directors and executives. The Board obtains independent advice on the appropriateness of compensation packages of the Company given trends in comparative companies both locally and internationally and the objectives of the Company's compensation strategy.

The compensation structures explained below are designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders. Compensation packages include a mix of fixed compensation, equity-based compensation, performance-based compensation as well as employer contributions to superannuation funds.

Shares and options may only be issued to directors subject to approval by shareholders in general meeting.

The Board has no established retirement or redundancy schemes.

Other than the directors, no other person is concerned in, or takes part in, the management of the Company or has the authority and responsibility for planning, directing and controlling the activities of the Company. As such, during the financial year, the Company did not have any person, other than directors, that would meet the definition of "Key Management Personnel" for the purposes of AASB124 *Company Executive or Relevant Group Executive* for the purposes of section 300A of the Corporations Act 2001 ("Act").

Fixed compensation

Fixed compensation consists of base compensation as well as employer contributions to superannuation funds. Compensation levels are reviewed annually by the Board through a process that considers individual and overall performance of the Company. In addition, external consultants provide analysis and advice to ensure the directors' and senior executives' compensation is competitive in the market place.

Performance linked compensation (*Short-term incentive bonus*)

In considering the Company's strategic objectives the Board may integrate certain performance linked short-term incentives (STIs) into key management personnel compensation packages.

Performance linked compensation primarily include STIs and are considered by the Board as and when projects are delivered and are entirely at the Board's discretion. The measures chosen are designed to align the individual's reward to the achievement of the Company's strategies and goals and to reward key management personnel for meeting or exceeding their personal objectives. Performance linked STI payments are an 'at risk' bonus provided in the form of cash. If an incentive payment is payable, the Board recommends the cash incentive to be paid to the individuals for approval by the Board.

No bonuses were paid during the current financial year.

12. Remuneration report – audited (continued)

12.1 Principles of compensation (continued)

Equity based compensation (*Long-term incentive bonus*)

The Board has introduced a number of equity-based long-term incentives (LTIs) to promote continuity of employment and to provide additional incentive to key management personnel to increase shareholder wealth. LTIs are provided as options over ordinary shares of the Company and are provided to key management personnel based on their level of seniority and position within the Company. Options may only be issued to directors subject to approval by shareholders in general meeting.

(i) Director incentive option plan (DIOP) (approved in general meeting 27 November 2009)

As approved by shareholders in general meeting held on 27 November 2009, the Company issued 6,000,000 unlisted options to subscribe for ordinary fully paid shares in the Company at any time on or before 18 November 2014 at an exercise price of $0.06 each.

There are no voting or dividend rights attached to the options and options issued under the plan were issued for no consideration. Voting rights will be attached to the ordinary issued shares when the options have been exercised. Each option is convertible to one fully paid ordinary share and the options were issued to the following directors:

Director	Number of options
Miles A Kennedy	2,000,000
Peter RG Pynes	2,000,000
John R Hutton	2,000,000

Short-term and long-term incentive structure and consequences of performance on shareholder wealth

Given the Company's principal activity during the course of the financial year consisted of exploration and evaluation, the Board has given more significance to service criteria instead of market related criteria in setting the Company's incentive schemes. Accordingly, at this stage the Board does not consider the Company's earnings or earning measures to be an appropriate key performance indicator. The issue of options as part of the remuneration package of directors is an established practice for listed exploration companies and has the benefit of conserving cash whilst appropriately rewarding the directors. In considering the relationship between the Company's remuneration policy and the consequences for the Company's shareholder wealth, changes in share price are analysed.

The following table outlines the Company's and Group's respective earnings and share price from the period 1 July 2005 to 30 June 2010.

	30 Jun 06	30 Jun 07	30 Jun 08	30 Jun 09	30 Jun 10
Net result (loss)	($15,018,566)	($2,799,131)	($3,167,050)	$4,677,938	($360,270)
Closing ASX share price	$0.05	$0.280	$0.065	$0.025	$0.155

In the opinion of the Board, the Company's earnings, as listed above, are largely irrelevant for assessing the Company's performance during the exploration and evaluation phase and have limited consequence on shareholder wealth.

Service contracts

It is the Company's policy that service contracts for key management personnel are unlimited in term but capable of termination and that the Company retains the right to terminate the contract immediately, by providing sufficient notice.

Non-executive directors

Total compensation for all non-executive directors are set based on advice from external advisors with reference to fees paid to other non-executive directors of comparable companies. Non-executive directors' fees are presently limited to $62,500 per annum each, excluding director services charged under management or consulting contracts.

Non-executive directors do not receive performance related compensation. Options issued to non-executive directors are provided as an incentive to promote continuity of service and are not performance based. Directors' fees cover all main Board activities. The Board has no established retirement or redundancy schemes in relation to non-executive directors.

Payments of non-executive director fees were suspended from December 2007, with the exception of Mr Kennedy in his capacity as non-executive Chairman. Mr Kennedy's payments were suspended from December 2008.

12. Remuneration report – audited (continued)

12.2 Directors' and executive officers' remuneration (Company and Consolidated)

Details of the nature and amount of each major element of remuneration of each director of the Company are:

		Short-term								
		Salary & Fees $	STI cash bonus $	Manage-ment contract $	Total $	Super-annuation benefits $	Equity settled share based payment Options (A) $	Total $	Proportion of remunera-tion perfor-mance related %	Value of options as proportion of remuneratio n %
Directors										
Miles A Kennedy	2010	-	-	-	-	-	72,293	**72,294**	-	100.00
Chairman	2009	-	-	45,000	45,000	-	-	**45,000**	-	-
John R Hutton	2010	-	-	-	-	-	72,293	**72,293**	-	100.00
	2009	-	-	-	-	-	-	**-**	-	-
Thomas J Mann *(appointed 27 Apr 2010)*	2010	-	-	-	-	-	-	**-**	-	-
Peter AG Pynes	2010	-	-	-	-	-	72,293	**72,293**	-	100.00
(resigned 27 Apr 2010)	2009	-	-	-	-	-	-	**-**	-	-
Mr J Firth, CEO *(resigned 28 Apr 2009)*	2009	100,000	-	-	100,000	-	1,952	**101,952**	-	1.91
Mr R Linnell *(resigned 30 Sep 2008)*	2009	-	-	-	-	-	488	**488**	-	100.00

Notes in relation to the table of directors' and executive officers' remuneration

(A) The fair value of the options are calculated at the date of grant using the Black-Scholes option valuation model and allocated to each reporting period evenly over the period from grant date to vesting date. The value disclosed is the portion of the fair value of the options allocated to this reporting period. Further details of the issue are included in section 12.3 of the Directors' Report.

(B) Payments of non-executive director fees were suspended from December 2007, with the exception of Mr Kennedy in his capacity as non-executive Chairman. Mr Kennedy's payments were suspended from December 2008.

12.3 Equity instruments

Options refer to options over ordinary shares of Resource & Investment NL and are exercisable on a one-for-one basis.

12.3.1 Options and rights over equity instruments granted as compensation

Details of options over ordinary shares in the Company that were granted and vested as compensation to each key management person during the reporting period are as follows:

	Number of options granted during 2010	Grant date	Fair value per option at grant date ($)	Exercise price per option ($)	Expiry date	Number of options vested during 2010
Directors						
Miles A Kennedy	2,000,000	27 Nov 2009	0.036	0.060	18 Nov 2014	2,000,000
John R Hutton	2,000,000	27 Nov 2009	0.036	0.060	18 Nov 2014	2,000,000
Peter AG Pynes *(resigned 27 April 2010)*	2,000,000	27 Nov 2009	0.036	0.060	18 Nov 2014	2,000,000

Options issued during the reporting period vested on grant date, being 27 November 2009. No options were forfeited by key management persons during the reporting period.

12.3.2 Modifications of terms of equity-settled share-based payment transactions

No terms of equity-settled share-based payment transactions (including options and rights granted as compensation to a key management person) have been altered or modified by the issuing entity during the reporting period or the prior period.

12. Remuneration report – audited (continued)

12.3 Equity instruments (continued)

12.3.3 Exercise of options granted as compensation

During the reporting period, the following shares were issued on exercise of options previously granted as compensation.

Director	Number of shares	Amount paid $/share
Miles A Kennedy	2,000,000	$0.06
John R Hutton	2,000,000	$0.06
Peter AG Pynes*	2,000,000	$0.06

* The option conversion was subsequent to Mr Pynes' resignation as a non-executive director on 27 April 2009.

There are no amounts unpaid on the shares issued as a result of the exercise of the options in the 2010 financial year.

12.3.4 Analysis of movement in options

The movement during the reporting period, by value, of options over ordinary shares in the Company held by each key management person and each of the three named Company executives is detailed below.

Director	Granted in year $ (A)	Value of options exercised in year $ (B)	Lapsed in year $ (C)
Miles A Kennedy	72,294	460,000	-
John R Hutton	72,293	460,000	-
Peter AG Pynes*	72,293	320,000	-

* The option conversion was subsequent to Mr Pynes' resignation as a non-executive director on 27 April 2009.

(A) The value of options granted in the year is the fair value of the options calculated at grant date using the Black Scholes option-pricing model. The total value of the options granted is included in the table above. The amount is allocated to remuneration over the vesting period.

(B) The value of options exercised during the year is calculated as the market price of shares of the Company as at close of trading on the date the options were exercised after deducting the price paid to exercise the option.

(C) The value of the options that lapsed during the year represents the benefit foregone and is calculated at the date the option lapsed using the Black-Scholes option-pricing model.

13. Indemnification and insurance of officers and auditors

Indemnification

The Company indemnifies each of its directors and company secretary. The Company indemnifies each director or officer to the maximum extent permitted by the Corporations Act 2001 from liability to third parties, except where the liability arises out of conduct involving lack of good faith, and in defending legal and administrative proceedings and applications for such proceedings.

The Company must use its best endeavours to insure a director or officer against any liability, which does not arise out of a conduct constituting a wilful breach of duty or a contravention of the Corporations Act 2001. The Company must also use its best endeavour to insure a director or officer against liability for costs and expenses incurred in defending proceedings whether civil or criminal.

The Company has not entered into any agreement with its current auditors indemnifying them against any claims by third parties arising from their report on the financial report.

The directors of the Company are not aware of any proceedings or claim brought against Resource & Investment NL as at the date of this report.

Insurance

The Company does not hold cover in respect of directors' and officers' liability and legal expenses' insurance, for current and former directors and officers of the Company.

14. Non-audit services

At the general meeting held on 22 January 2009 the Company's shareholders approved the removal of KPMG as the Company's auditor and the appointment of Somes & Cooke to that position. During the year Somes & Cooke, the Company's auditor, did not perform any services other than their statutory audits.

In the event that non-audit services are provided by Somes & Cooke, the Board has established certain procedures to ensure that the provision of non-audit services are compatible with, and do not compromise, the auditor independence requirements of the Corporations Act 2001. These procedures include:

- non-audit services will be subject to the corporate governance procedures adopted by the Company and will be reviewed by the Company to ensure they do not impact the integrity and objectivity of the auditor; and

- ensuring non-audit services do not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

Details of the amounts paid to the auditor of the Company and their related practices for audit services provided during the year are set out below.

	2010 $	2009 $
Audit services:		
Audit and review of financial reports (Somes & Cooke)	21,000	22,750
Audit and review of financial reports (KPMG Australia)	-	5,165
	21,000	27,915

15. Lead auditor's independence declaration

The Lead auditor's independence declaration is set out on page 12 and forms part of the directors' report for the financial year ended 30 June 2010.

This report is made with a resolution of the directors.

MILES A KENNEDY
CHAIRMAN

Dated at Subiaco this 28th day of September 2010.

Competent Persons Statement

The information in this report which relates to exploration results, mineral resources or ore reserves is based on information compiled by David Jones BSc (Hons) MSc of Ascidian Prospecting Pty Ltd, who is a Corporate Member of the Australasian Institute of Mining and Metallurgy. Mr Jones is a consultant to RNI and has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity which it is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves. Mr Jones consents to the inclusion in the document of the matters based on this information in the form and context in which it appears.

SomesandCooke

Auditors Independence Declaration

As lead auditor for the review of Resource and Investment NL for the year ended 30 June 2010, declare under Section 307C of the *Corporations Act 2001*, that to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review
- no contraventions of any applicable code of professional conduct in relation to the review.

Somes and Cooke

Somes and Cooke

Kevin Somes

1304 Hay Street
West Perth WA 6005
Date: 28 September 2010

	Note	Company 2010 $	Consolidated 2009 $	Company 2009 $
Continuing operations				
Other income	6	-	72,585	72,585
Gain on sale of controlled entity	4	-	-	237,805
Recovery of controlled entity loan		-	-	175,000
Administrative expenses		(115,910)	(296,852)	(296,852)
Impairment loss	7	(12,335)	(11,429)	(11,429)
Share based payments	8	(216,880)	(5,367)	(5,367)
Results from operating activities		(345,125)	(241,063)	171,742
Finance income		1,015	1,521	1,521
Finance expenses		(16,160)	(50,635)	(50,635)
Net finance income (expense)	9	(15,145)	(49,114)	(49,114)
Profit (loss) before income tax		(360,270)	(290,177)	122,628
Income tax benefit (expense)	10	-	-	-
Profit (loss) from continuing operations		**(360,270)**	**(290,177)**	**122,628**
Discontinued operation				
Profit from discontinued operation (net of income tax)	4	-	4,968,115	-
Profit (loss) for the period		**(360,270)**	**4,677,938**	**122,628**
Other comprehensive income				
Currency translation differences		-	(389,515)	-
Foreign currency translation reserve transferred to Income Statement on disposal of discontinued operation		-	(1,697,668)	-
Other comprehensive income for the period, net of tax		-	(2,087,183)	-
Total comprehensive income for the period		**(360,270)**	**2,590,755**	**122,628**
Profit (loss) attributable to:				
Equity holders of the parent		(360,270)	4,677,938	122,628
Minority interests		-	-	-
Profit (loss) for the period		**(360,270)**	**4,677,938**	**122,628**
Total comprehensive income attributable to:				
Equity holders of the parent		(360,270)	2,590,755	122,628
Minority interests		-	-	-
Total comprehensive income for the period		**(360,270)**	**2,590,755**	**122,628**
Earnings (loss) per share				
Basic and diluted earnings (loss) per share attributable to ordinary equity holders	11	($0.008)	$0.138	
Continuing operations				
Basic and diluted earnings (loss) per share attributable to ordinary equity holders	11	($0.008)	($0.008)	

* See discontinued operation – note 4.

The statements of comprehensive income are to be read in conjunction with the accompanying notes.

	Note	Company 2010 $	Company 2009 $
Assets			
Cash and cash equivalents	18	682,340	93,432
Trade and other receivables	13	23,059	52,786
Total current assets		705,399	146,218
Investments	14	74,454	90,614
Property, plant and equipment	15	76,910	15,022
Exploration and evaluation assets	16	171,046	1,322
Total non-current assets		322,410	106,958
Total assets		**1,027,809**	**253,176**
Liabilities			
Trade and other payables	19	82,928	309,168
Total current liabilities		82,928	309,168
Total liabilities		**82,928**	**309,168**
Net assets (deficit)		**944,881**	**(55,992)**
Equity			
Issued capital	20	26,348,663	25,077,334
Reserves	20	216,705	171,700
Accumulated losses		(25,620,487)	(25,305,026)
Total equity (deficit) attributable to equity holders of the parent		**944,881**	**(55,992)**
Minority interest		**-**	**-**
Total equity (deficit)		**944,881**	**(55,992)**

The statements of financial position are to be read in conjunction with the accompanying notes.

		Attributable to Equity holders of the Parent					Minority interest	Total equity (deficit)
In AUD	Note	Issued capital	Accumulated losses	Share based payments reserve	Foreign currency translation reserve	Total equity (deficit)		
Consolidated								
Opening balance at 1 July 2008		25,077,334	(29,982,964)	166,333	2,087,183	(2,652,114)	-	(2,652,114)
Total comprehensive income for the period								
Currency translation differences		-	-	-	(389,515)	(389,515)	-	(389,515)
Foreign currency translation reserve transferred to Income Statement on disposal of discontinued operation	4	-	-	-	(1,697,668)	(1,697,668)	-	(1,697,668)
Profit (loss) for the period		-	4,677,938	-	-	4,677,938	-	4,677,938
Total comprehensive income for the period		-	4,677,938	-	(2,087,183)	2,590,755	-	2,590,755
Share based payments		-	-	5,367	-	5,367	-	5,367
Closing balance at 30 June 2009		**25,077,334**	**(25,305,026)**	**171,700**	**-**	**(55,992)**	**-**	**(55,992)**
The Company								
Opening balance at 1 July 2008		**25,077,334**	**(25,427,654)**	**166,333**	**-**	**(183,987)**		
Total comprehensive income for the period								
Profit (loss) for the period		-	122,628	-	-	122,628		
Total comprehensive income for the period		-	122,628	-	-	122,628		
Transactions with owners, recorded directly in equity								
Cost of share based payments		-	-	5,367	-	5,367		
Balance as at 30 June 2009		**25,077,334**	**(25,305,026)**	**171,700**	**-**	**(55,992)**		
Total comprehensive income for the period								
Profit (loss) for the period		-	(360,270)	-	-	(360,270)		
Total comprehensive income for the period		-	(360,270)	-	-	(360,270)		
Transactions with owners, recorded directly in equity								
Shares issued		537,000	-	-	-	537,000		
Share issue costs		(20,104)	-	-	-	(20,104)		
Exercise of options		488,000	-	-	-	488,000		
Share based payments		-	-	356,247	-	356,247		
Transfer from share-based payments reserve on exercise of options		266,433	-	(266,433)	-	-		
Expiry of options		-	44,809	(44,809)	-	-		
Balance as at 30 June 2010		26,348,663	(25,620,487)	216,705	-	944,881		

The statements in changes in equity are to be read in conjunction with the accompanying notes.

	Note	Company 2010 $	Consolidated 2009 $	Company 2009 $
Cash flows from operating activities				
Cash receipts		-	637,535	-
Cash paid to suppliers and employees		(144,510)	(737,720)	(201,909)
Cash generated from (utilised in) operations		(144,510)	(100,185)	(201,909)
Interest received		1,015	6,239	1,521
Net cash inflow (outflow) from operating activities	18	**(143,495)**	**(93,946)**	**(200,388)**
Cash flows from investing activities				
Payments for exploration and evaluation		(42,692)	(12,751)	(12,751)
Payments for property, plant and equipment		(65,301)	(10,206)	(10,206)
Disposal of discontinued operation, net of cash disposed and related costs	4	50,000	120,557	187,805
Net cash inflow (outflow) from investing activities		**(57,993)**	**97,600**	**164,848**
Cash flows from financing activities				
Proceeds from the issue of shares		810,500	-	-
Share issue costs		(20,104)	-	-
Repayment of borrowings – Blina Diamonds NL		-	(130,903)	(130,903)
Loan repayment from controlled entity		-	-	175,000
Interest paid on borrowings		-	(19,097)	(19,097)
Net cash inflow (outflow) from financing activities		**790,396**	**(150,000)**	**25,000**
Net increase (decrease) in cash and cash equivalents		**588,908**	**(146,346)**	**(10,540)**
Cash and cash equivalents at the beginning of the period		93,432	239,778	103,972
Cash and cash equivalents at the end of the period	18	**682,340**	**93,432**	**93,432**

The statements of cash flows are to be read in conjunction with the accompanying notes.

1 Reporting entity

Resource & Investment NL (the Company or RNI) is a company domiciled in Australia. The address of the Company's registered office and principal place of business is 34 Bagot Road, Subiaco WA 6008. The financial statements of the Company as at and for the year ended 30 June 2010 comprise the Company. The Company is primarily involved in the exploration and evaluation of mineral tenements in Western Australia. Certain comparative disclosures comprise the Company and its subsidiaries (together referred to as the 'Group' and individually as 'Group entities').

Following the sale of the Company's fully owned controlled entity, R&I Holdings (SA) Pty Ltd, during November 2008, comparative results and performance disclosures within this financial report are presented for the Group to the end of 30 November 2008 and the Company thereafter, being 1 December 2008 to 30 June 2009. Accordingly, the comparative Statement of Financial Position as presented on page 14 represents the Company only, with all other comparative statements representing the Group's financial performance to the end of 30 November 2008 and the Company for the seven months ended 30 June 2009. Refer to note 4 of the financial report for further details.

2 Basis of preparation

a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards (AASBs) (including Australian interpretations) adopted by the Australian Accounting Standard Board (AASB) and the *Corporations Act 2001*. The financial report of the Group and the financial report of the Company comply with the International Financial Reporting Standards (IFRSs) and interpretations adopted by the International Accounting Standards Board (IASB).

The financial statements were authorised for issue by the Board of Directors on 28 September 2010.

b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following:

- Available-for-sale financial assets are measured at fair value; and
- Share-based payments are measured at fair value.

The methods used to determine fair values are discussed further in the following notes:

- Available-for-sale financial assets note 3(r); and
- Share-based payments note 3(r).

c) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Company's presentation currency.

d) Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Judgements made by management in the application of Australian Accounting Standards that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3(q).

e) Changes in accounting policies

Overview

Starting as of 1 July 2010, the Company has changed its accounting policies in the following areas:

- Determination and presentation of operating segments; and
- Presentation of financial statements.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and have been applied consistently by the Company.

Certain comparative amounts have been reclassified to conform with the current year's presentation.

a) Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that currently are exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

3 Significant accounting policies (continued)

In the Company's financial statements, investments in subsidiaries are carried at cost.

Minority interests in the results and equity of subsidiaries are shown separately in the consolidated statement of comprehensive income and statement of financial position respectively.

Transactions eliminated on consolidation

Intra-group transactions, balances and any unrealised income and expenses arising from transactions, are eliminated in preparing the consolidated financial statements.

b) Foreign currency

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Company at exchange rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on retranslation are recognised in the income statement.

Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Australian dollars at foreign exchange rates ruling at the reporting date. The income and expenses of foreign operations are translated to Australian dollars at exchange rates approximating the foreign exchange rates ruling at the dates of the transactions.

Foreign exchange differences arising on retranslation are recognised directly in a separate component of equity (foreign currency translation reserve, "FCTR"). When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is transferred to the income statement.

Foreign exchange gains and losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to for part of a net investment in a foreign operation and are recognised directly in equity in the FCTR.

c) Financial instruments

Non-derivative financial assets

The Company initially recognises receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through the statement of comprehensive income) are recognised initially on the trade date at which the Company becomes party to the contractual provisions of the instrument.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company has the following non-derivative financial assets: cash and cash equivalents, trade and other receivables and available-for-sale financial assets.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows. The Company does not recognise funds held in trust, in relation to equity issues, as a component of cash and cash equivalents.

Accounting for finance income and finance cost is discussed in note 3(j).

Receivables

Receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Available-for-sale financial assets

The Company's investments in equity securities are classified as available-for-sale financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses (see accounting policy note (f)), and foreign currency differences on available-for-sale monetary items (see accounting policy note (b)), are recognised directly in other comprehensive income and presented within equity in the fair value reserve. When an investment is derecognised, the cumulative gain or loss in equity is transferred to the income statement.

3 Significant accounting policies (continued)

The fair value of listed equity securities classified as available-for-sale is their quoted bid price at the balance sheet date.

Non-derivative financial liabilities

Financial liabilities are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument. The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company has the following non-derivative financial liabilities: trade and other payables.

Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest rate method.

Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects. Dividends on ordinary shares are recognised as a liability in the period in which they are declared.

d) Property, plant and equipment

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within “other income” in the statement of comprehensive income.

Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of an item if it is probable that the future economic benefits embodied within the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other costs are recognised in the income statement as an expense incurred.

Depreciation

Depreciation is recognised in the income statement on a diminishing value basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives in the current and comparative periods are as follows:

Office furniture and equipment	20%
Plant and equipment	40%
Motor vehicles	20%

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

e) Exploration and evaluation assets

Exploration costs on mineral exploration prospects are accumulated separately for each area of interest (an individual geological area which is considered to constitute a favourable environment for the presence of a mineral deposit or has been proven to contain such a deposit) and are carried forward on the following basis:

(i) Each area of interest is considered separately when deciding whether and to what extent to carry forward or write-off exploration costs.

(ii) Rights to prospect in the area of interest are current, provided that such costs are expected to be recouped through successful development and exploitation of the area of interest or alternatively, by its sale.

(iii) The carrying values of mineral exploration prospects are reviewed by directors where results of exploration of an area of interest are sufficiently advanced to permit a reasonable estimate of the costs expected to be recouped through successful developments and exploitation of the area of interest or by its sale. Expenditure in excess of this estimate is written-off to the income statement in the period in which the review occurs.

3 Significant accounting policies (continued)

(iv) At each reporting date, management assesses whether there is any indication that exploration and evaluation expenditure carried forward may be impaired. If any such impairment exists, the carrying amount is written-down to the higher of fair value less costs to sell and value in use in accordance with AASB136 Impairment of Assets.

(v) In respect of the areas of interest, the amount carried forward is not amortised until production commences. Exploration costs are capitalised until such time as that specific mining area reaches commercial production.

Revenue earned from the discovery of minerals during the exploration phase is offset against the capitalised exploration costs.

f) Impairment

Financial assets (including receivables)

A financial asset not carried at fair value through the statement of comprehensive income is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets (including equity securities) are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, and the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence if impairment.

The Company considers evidence of impairment for receivables at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original interest rate. Losses are recognised in the statement of comprehensive income and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is revered through statement of comprehensive income.

Impairment losses on available-for-sale investment securities are recognised by transferring the cumulative loss that has been recognised in other comprehensive income, and presented in the fair value reserve in equity, to the income statement. The cumulative loss that is removed from other comprehensive income and recognised in the income statement is the difference between the acquisition cost, net of any principal repayment and amortisation, and the current fair value, less any impairment loss previously recognised in the statement of comprehensive income. Changes in impairment provisions attributable to time value are reflected as a component of interest income.

Any subsequent recovery in the fair value of an impaired available-for-sale equity security is recognised in other comprehensive income.

Non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

f) Impairment

The recoverable amount of an asset or cash-generating unit is the greater of its fair value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purposes of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of comprehensive income. Impairment losses recognised in respect of CGUs are allocated to reduce the carrying amounts of other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

3 Significant accounting policies (continued)

g) Employee benefits

Defined contribution superannuation funds

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of comprehensive income in the periods during which services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Short-term benefits

Liabilities for employee benefits for wages, salaries and annual leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to reporting date and are calculated at undiscounted amounts based on remuneration wage and salary rates that the Company expects to pay as at reporting date including related on-costs, such as workers compensation insurance and payroll tax.

Share-based payment transactions

Share-based payments are provided to directors and employees via the Company's share option plans. The fair value of options granted is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. The fair value of the options granted is measured using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. The amount recognised is adjusted to reflect the actual number of share options that vest except where forfeiture is only due to market conditions not being met.

h) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

i) Revenue

Goods sold

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration.

Services

Revenue from services rendered is recognised in the statement of comprehensive income in proportion to the stage of completion of the transaction at the reporting date.

j) Finance income and finance costs

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in the statement of comprehensive income, using the effective interest method.

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and impairment losses recognised on financial assets.

Foreign currency gains and losses are reported on a net basis.

k) Income tax

Income tax expense comprises current and deferred tax. Current and deferred tax are recognised in the statement of comprehensive income except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

3 Significant accounting policies (continued)

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

l) Goods and services tax and Value added tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the balance sheet.

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

m) Discontinued operations

A discontinued operation is a component of the Company's business that represents a separate major line of business or geographical area of operations that has been disposed of or is held for sale, or is a subsidiary acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as an operation placed into liquidation, the comparative income statement is re-presented as if the operation had been discontinued from the start of the comparative period.

n) Earnings (Loss) per share

The Company presents basic and diluted earnings (loss) per share for its ordinary shares. Basic earnings (loss) per share is calculated by dividing the profit or loss attributable to the ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted earnings (loss) per share is only determined if the Company is in a profit position. Refer to note 11 for details.

o) Segment reporting

As of 1 July 2009, the Company determines and presents its operating segments based on the information that internally is provided to the Board, being the Company's chief operating decision makers. This change in accounting policy is due to the adoption of IFRS 8 *Operating Segments*. Previously operating segments were determined and presented in accordance with AASB 114 *Segment Reporting.* The new accounting policy in respect of the segment operating disclosures is as follows.

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. An operating segment's operating results are reviewed regularly by the Board to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

o) Presentation of financial statements

The Company applies revised AASB 101 *Presentation of Financial Statements* (2007), which became effective as of 1 January 2009. As a result, the Company presents in the statement of changes in equity all owner changes in equity, where as all non-owner changes in equity are presented in the statement of comprehensive income.

Comparative information has been re-presented so that it also is in conformity with the revised standard. Since the change in accounting policy only impacts presentation aspects, there is no impact on the loss per share.

p) New standards and interpretations not yet adopted

The following standards, amendments to standards and interpretations have been identified as those which may impact the entity in the period of initial application. They are available for early adoption at 30 June 2010, but have not been applied in preparing this financial report.

- AASB 9 *Financial Instruments* includes requirements for the classification and measurement of financial assets resulting from the first part of Phase 1 of the project to replace AASB 139 *Financial Instruments*: *Recognition and Measurement.* AASB 9 will become mandatory for the Company's 30 June 2014 financial statements. Retrospective application is generally required, although there are exceptions, particularly if the entity adopts the standard for the year ended 30 June 2012 or earlier. The Company has not yet determined the potential effect of the standard.

3 Significant accounting policies (continued)

- AASB 124 *Related Party Disclosures* (revised December 2009) simplifies and clarifies the intended meaning of the definition of a related party and provides a partial exemption from the disclosure requirements for government-related entities. The amendments, which will become mandatory for the Company's 30 June 2012 financial statements, are not expected to have any impact on the financial statements.
- AASB 2009-8 *Further amendments to Australian Accounting Standards arising from the Annual Improvements Process* affect various AASBs resulting in minor changes for presentation, disclosure, recognition and measurement purposes. The amendments, which become mandatory for the Company's 30 June 2011 financial statements, are not expected to have a significant impact on the financial statements.
- AASB 2009-10 *Amendments to Australian Accounting Standard – Classification of Rights Issue* [AASB 132] (October 2010) clarify that rights, options and warrants to acquire a fixed number of an entity's own equity instruments if the entity offers the rights, options or warrants pro-rata to all existing owners of the same class of its own non-derivative equity instruments. The amendments, which will become mandatory for the Company's 30 June 2011 financial statements, are not expected to have any impact on the financial statements.
- IFRIC 19 *Extinguishing Financial Liabilities with Equity Instruments* addresses the accounting by an entity when the terms of a financial liability are renegotiated and result in the entity issuing equity instruments to a creditor of the entity to extinguish all or part of the financial liability. IFRIC 19 will become mandatory for the Company's 30 June 2011 financial statements, with retrospective application required. The Company has not yet determined the potential effect of the interpretation.

q) Accounting estimates and judgements

Management discusses with the Board the development, selection and disclosure of the Company's critical accounting policies and estimates and the application of these policies and estimates. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Environmental issues

Balances disclosed in the financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation, and the directors understanding thereof. At the current stage of the Company's development and its current environmental impact the directors believe such treatment is reasonable and appropriate.

Taxation

Balances disclosed in the financial statements and the notes related to taxation, are based on the best estimates of directors and take into account the financial performance and position of the Company as they pertain to current income tax legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current tax position represents the best estimate, pending assessment by the Australian Tax Office.

Classification and valuation of investments

The Company has decided to classify investments in listed securities as 'available -for-sale' investments and movements in fair value are recognised directly in equity, except to the extent the change in fair value represents an impairment, in which case the amount is recognised in the income statement. The fair value of listed shares has been determined by reference to published price quotations in an active market.

Share-based payment transactions

The Company measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of options granted is measured using the Black-Scholes option pricing model, taking into account the terms and conditions set out within note 21. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact expenses and equity.

Estimated useful lives of assets

Estimated useful lives of assets have been based on historical experience. The condition of the assets is assessed at least once per year and considered against the remaining life. Adjustments to useful lives are made when considered necessary.

r) Determination of fair values

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods. Where applicable, information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Trade and other receivables

Fair value which is determined for disclosure purposes, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

Investments in equity securities

The fair value of available-for-sale financial assets is determined by reference to their quoted closing bid price at the reporting date.

3 Significant accounting policies (continued)

Non derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Share-based payment transactions

Refer to accounting policy note 3(g) for details.

4 Discontinued operation

Following the termination of the Tecmad management agreement in Angola, the Company's active involvement in Africa effectively ended. On 28 November 2008, the Company's shareholders in general meeting approved the sale of the South African subsidiary company, R&I Holdings (SA) Pty Ltd and all other assets, including assignment of the rights to the inter-entity loan, to Vivid Diamonds Company Pty Ltd for $250,000 payable in instalments through to April 2009.

As at 30 June 2009, $200,000 of the sale price had been received, with the remaining $50,000 received during the current financial year.

Results of the discontinued operation for the comparative year ended 30 June 2009, have been re-presented below.

	2009 **$**
Result of discontinued operation	
Revenue	637,535
Expenses	(397,594)
Profit (loss) from operating activities	**239,941**
Net financial income	4,625
Profit (loss) before income tax	**244,566**
Income tax (expense) benefit	-
Profit (loss) from operating activities, net of income tax	244,566
Gain on sale of discontinued operation	4,723,549
Income (tax) benefit on gain on sale of discontinued operation	-
Profit (loss) for the period	4,968,115
Basic and diluted earnings (loss) per share (AUD)	$0.1460
Cash flows from (used in) discontinued operation	
Net cash from (used in) operating activities	106,442
Net cash from (used in) investing activities	-
Net cash from (used in) discontinued operation	**106,442**
Effect of disposal on the financial position of the Group	
Cash and cash equivalents (see note 24)	(67,248)
Trade and other receivables	(188,678)
Property, plant and equipment (see note 15)	(23,996)
Trade and other payables including NAMF loan (see note 21)	3,003,208
Provisions (see note 20)	64,791
Net assets and liabilities	**2,788,077**
No portion of the consideration received was applied to loans to controlled entities which have been written down to nil in previous financial accounts.	
Consideration received, satisfied in cash	200,000
Costs related to sale	(12,195)
Cash disposed of	(67,248)
Net cash inflow	**120,557**

5 Segment reporting

Following the sale of the Company's South African subsidiary, R&I Holdings (SA) Pty Ltd, during the year ended 30 June 2009 the Company's involvement in Africa effectively ended (refer to note 4). As a result, the Company now operates within one reportable segment, being the exploration and evaluation of mineral tenements in Western Australia.

6 Other income

	Note	Company 2010 $	Consolidated 2009 $	Company 2009 $
Debt forgiveness on settlement of related party loan		-	13,948	13,948
Other		-	58,637	58,637
		-	72,585	72,585

7 Expenses

Impairment loss				
Impairment of exploration and evaluation assets		12,335	11,429	11,429
Attributable to:				
Continuing operations		12,335	11,429	11,429
Discontinued operation	4	-	-	-
		12,335	11,429	11,429
Depreciation				
Plant and equipment – disclosed as administrative expenses		3,413	5,218	2,607
Attributable to:				
Continuing operations		3,413	2,607	2,607
Discontinued operation	4	-	2,611	-
			5,218	2,607
Operating lease rental expenses attributable to discontinued operation	4	-	48,059	-

8 Personnel expenses

Wages, salaries and director fees		-	243,069	45,000
Defined contribution superannuation expense		-	-	-
Equity settled share-based payments	21	216,880	2,440	2,440
Other associated personnel costs		-	2,661	-
		216,880	248,170	47,440
Attributable to:				
Continuing operations		216,880	47,440	47,440
Discontinued operation	4	-	200,730	-
		216,880	248,170	47,440

9 Finance income and finance cost

Finance income				
Interest income		1,015	6,239	1,521
Financial income		1,015	6,239	1,521
Attributable to:				
Continuing operations		1,015	1,521	1,521
Discontinued operation	4	-	4,718	-
		1,015	6,239	1,521

9 Finance income and finance cost (continued)

	Note	Company 2010 $	Consolidated 2009 $	Company 2009 $
Finance expense				
Interest expense – related party		-	3,800	3,800
Interest expense – other		-	93	-
Foreign exchange losses		553	2,192	2,192
Impairment of available-for-sale financial assets		15,607	44,643	44,643
Financial expenses		16,160	50,728	50,635
Attributable to:				
Continuing operations		16,160	50,635	50,635
Discontinued operation	4	-	93	-
		16,160	50,728	50,635

10 Income tax expense

Numerical reconciliation between tax expense (benefit) and pre-tax net profit (loss)

Profit (Loss) before tax	(360,270)	4,677,938	122,628
Income tax expense (benefit) using the domestic corporation tax rate of 30% (2009: 30%)	(108,081)	1,403,381	36,788
Increase (decrease) in income tax due to:			
Non-deductible expenses	65,255	2,771	2,771
Effect of tax losses and deductible temporary differences not recognised	76,108	131,243	131,243
Tax effect of non-assessable income	-	(1,494,619)	(128,026)
Tax deductible equity raising costs	(33,282)	(42,776)	(42,776)
Income tax expense (income) attributable to entity	-	-	-

11 Earnings (loss) per share

Basic earnings (loss) per share

	Company 2010	Consolidated 2009
Basic earnings (loss) per share (cents)	0.80	13.80
Basic (loss) per share from continuing operations (cents)	0.80	(0.80)

The calculation of basic earnings (loss) per share at 30 June 2010 was based on the loss attributable to ordinary shareholders of $360,270 (2009: profit of $4,677,938) and a weighted average number of ordinary shares outstanding of 45,530,910 (2009: 34,034,654), calculated as follows.

Profit (loss) attributable to ordinary shareholders

In AUD	Company 2010 Continuing operations	Consolidated 2009 Continued operations	Consolidated 2009 Discontinued operation	Total
Profit (loss) for the period	360,270	(290,177)	4,968,115	4,677,938

11 Earnings (loss) per share (continued)

Diluted earnings (loss) per share

	Company 2010	Consolidated 2009
Diluted earnings (loss) per share (cents)	0.80	13.80
Diluted (loss) per share from continuing operations (cents)	0.80	(0.80)

As at 30 June 2010, the options detailed within note 20 are considered to be potential ordinary shares. However, as the Company is in a loss position, the potential ordinary shares are considered to be anti-dilutive in nature, as their exercise will not result in a diluted loss per share that shows an inferior view of earnings performance of the Company than is shown by basic loss per share. For this reason, the options have not been included in the determination of diluted loss per share and the diluted loss per share is disclosed to be the same as basic loss per share.

12 Auditor's remuneration

	Company 2010 $	Consolidated 2009 $	Company 2009 $
Audit services:			
Audit and review of financial reports (Somes & Cooke)	21,000	22,750	22,750
Audit and review of financial reports (KPMG Australia)	-	5,165	5,165
	21,000	27,915	27,915

13 Trade and other receivables

		Company 2010 $	Company 2009 $
Receivable – disposal of discontinued operation	4	-	50,000
Indirect and payroll taxes		9,876	1,339
Other		13,183	1,447
		23,059	52,786

The Company's exposure to credit and currency risks and impairment losses related to trade and other receivables are disclosed in note 22.

14 Investments

Available-for-sale financial assets	74,454	90,614

The Company holds equity investments in Marine Produce Australia Limited (MPA), an Australian Securities Exchange listed company, and Caldera Resources Inc, a company listed on the Toronto Stock Exchange. The investments are carried at fair value, represented by their quoted bid price at balance sheet date.

Impairment loss

The Company has recognised $15,607 (2009: $44,643) in impairment losses with respect to its available-for-sale financial assets during the financial year. The impairment loss is disclosed as part of finance costs in note 9.

Sensitivity analysis – equity price risk

For investments classified as available-for-sale, a thirty percent increase in the market price of the investments at reporting date would have increased equity by $22,336 after tax (2009: increased equity by $27,184); an equal change in the opposite direction would have increased the loss by $22,336 after tax (2009: decreased profit by $27,184). The analysis is performed on the same basis for 2009.

The Company's exposure to credit and currency risks related to investments is disclosed in note 22.

15 Property, plant and equipment

A reconciliation of the carrying amounts for each class of property, plant and equipment is set out below.

The Company - in AUD	Plant & equipment	Office equipment	Motor vehicles	Total
Carrying amount				
Balance at 1 July 2008	-	7,423	-	7,423
Additions	-	10,206	-	10,206
Depreciation	-	(2,607)	-	(2,607)
Balance as at 30 June 2009	-	15,022	-	15,022
Balance at 1 July 2009	-	15,022	-	15,022
Additions	1,750	-	63,551	65,301
Depreciation	(29)	(2,854)	(530)	(3,413)
Balance as at 30 June 2010	1,721	12,168	63,021	76,910
Carrying amounts				
At 1 July 2008	-	7,423	-	7,423
At 30 June 2009	-	15,022	-	15,022
At 1 July 2009	-	15,022	-	15,022
At 30 June 2010	1,721	12,168	63,021	76,910

16 Exploration and evaluation assets

A reconciliation of the carrying amount of exploration and evaluation is set out below.

		Company 2010 $	Company 2009 $
Carrying amount at the beginning of the year		1,322	-
Expenditure during the period	(i)	182,059	12,751
Impairment loss		(12,335)	(11,429)
Carrying amount at the end of the year		171,046	1,322

(i) Includes an amount of $139,366, being the fair value of options issued estimated at the date of grant using the Black-Scholes option pricing model and representing tenement acquisition costs. Refer to note 21 for details.

17 Tax assets and liabilities

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items:

	Company 2010 $	Company 2009 $
Deductible temporary differences	136,634	163,779
Tax revenue losses	1,583,875	1,507,872
Tax capital losses	27,194	27,194
	1,747,703	1,698,845

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

In AUD	Assets		Liabilities		Net	
The Company	**2010**	**2009**	**2010**	**2009**	**2010**	**2009**
Property, plant and equipment	-	-	(345)	-	(345)	-
Exploration & evaluation assets	-	-	(9,504)	(397)	(9,504)	(397)
Accruals and provisions	9,849	397	-	-	9,849	397
	9,849	397	(9,849)	(397)	-	-

17 Tax assets and liabilities (continued)

Movements in temporary differences during the year

In AUD	Balance at 1 Jul 09	Recognised in Income	Recognised in Equity	Balance 30 June 09	Recognised in Income	Recognised in Equity	Balance 30 June 10
Property, plant & equipment	-	-	-	-	(345)	-	(345)
Exploration & evaluation assets	-	(397)	-	(397)	(9,107)	-	(9,504)
Trade and other receivables	-	-	-	-	-	-	-
Accruals & provisions	-	397	-	397	9,452	-	9,849
	-	-	-	-	-	-	-

18 Cash and cash equivalents

	Company 2010 $	Consolidated 2009 $	Company 2009 $
Bank balances	682,340	93,432	93,432
Cash and cash equivalents in the statement of cash flows	682,340	93,432	93,432

As at 30 June 2010 the Company held $667,573 (2009: $nil) representing funds held in trust in relation to the Company's 1-for1 pro rata non-renounceable entitlements offer completed on 14 July 2010 and as detailed in note 20. The Company did not recognise this balance as a component of cash and cash equivalents as at 30 June 2010.

The Company's exposure to interest rate risk and a sensitivity analysis for financial assets are discussed in note 22.

a) Reconciliation of cash flows from operating activities

Profit (loss) for the period		**(360,270)**	**4,677,938**	**122,628**
Adjusted for:				
Provision (recovery) of controlled entity loan		-	-	(175,000)
Interest capitalised – related entity loan		-	3,800	3,800
Depreciation		3,413	5,218	2,607
Impairment losses		27,942	56,072	56,072
Employee share-based payments	(b)	216,880	5,367	5,367
Foreign exchange (gain) loss		553	2,192	2,192
(Gain) on sale of controlled entity		-	(4,723,549)	(237,805)
Sundry income		-	(72,495)	(72,495)
Operating profit (loss) before changes in working capital and provisions		(111,482)	(45,457)	(292,634)
Decrease (increase) in inventories		-	16,175	-
Decrease (increase) in receivables		(20,273)	193,786	12,743
(Decrease) increase in payables		(11,740)	(176,850)	79,503
(Decrease) increase in provisions		-	(81,600)	-
Net cash outflow from operating activities		**(143,495)**	**(93,946)**	**(200,388)**

b) Non cash financing and investing activities

	Note	Company 2010 $	Consolidated 2009 $	Company 2009 $
Employee share based payments	21	216,880	5,367	5,367
Settlement of creditor obligations with shares	(i)	214,500	-	-
Issue of options	(ii)	139,366	-	-

18 Cash and cash equivalents (continued)

(i) As at 30 June 2009, the Company was indebted to Resource Development Company Pty Ltd (RDC) in the sum of $214,500 (inclusive of GST), being the total balance due for the provision of consulting and management services during the period November 2007 to December 2008. Mr Kennedy was a shareholder and director of RDC and on him ceasing to be associated with RDC, RDC assigned all its rights and interest in respect of an amount of $107,250, being half of the assigned debt, to MAK Super (WA) Pty Ltd, and $107,250, being half of the assigned debt, to Tongaat Pty Ltd (Tongaat). Mr Kennedy is a shareholder and director of MAK Super (WA) Pty Ltd.

As approved by shareholders at the annual general meeting held on 27 November 2009, the newly assigned debts were settled by the Company during the period via the issue of 8,580,000 fully paid ordinary shares, 4,290,000 each to MAK Super (WA) Pty Ltd and Tongaat, at a deemed issue price of $0.025 per share.

(ii) On 30 April 2010 RNI entered into an option agreement with Ascidian Prospecting Pty Ltd (Ascidian) to acquire a 100% interest in Exploration License E52/2438 (the Doolgunna Project) located 3km southeast of Sandfire Resource NL's (Sandfire), DeGrussa Copper-Gold Project. The acquisition enabled the Company to secure a strategic position in an emerging mineral field. As part consideration for the acquisition, the Company issued Ascidian 3 million options in the capital of the Company, exercisable at 12 cents each at any time on or prior to 28 June 2013. Refer to note 21 for more details.

19 Trade and other payables

		Company 2010 $	Company 2009 $
Trade and other accruals		82,928	94,668
Trade and other accruals – deferred related party payables	24	-	214,500
		82,928	309,168

The Company's exposure to liquidity risk related to trade and other payables is disclosed in note 22.

20 Issued capital and reserves

Issued and fully paid ordinary shares	26,348,663	25,077,334

Movement in ordinary shares

		Company		Company	
		2010 Number	2010 $	2009 Number	2009 $
On issue at 1 July		34,034,654	25,077,334	34,034,654	25,077,334
Issue of shares for cash		9,200,000	322,500	-	-
Issue of shares on settlement of creditor obligations	18,24	8,580,000	214,500	-	-
Issue of shares on exercise of options		7,066,666	488,000	-	-
Share issue costs		-	(20,104)	-	-
Share-based payments	21	-	266,433	-	-
On issue at 30 June		58,881,320	26,348,663	34,034,654	25,077,334

Subsequent to period end the Company announced the issue of 57,814,654 ordinary fully paid shares, pursuant to the Company's fully underwritten 1-for-1 pro rata non-renounceable entitlements offer to existing shareholders at an issue price of $0.06 per share. The offer raised $3,468,879 before issue costs.

Terms and conditions

The holders of ordinary shares are entitled to receive dividends from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

Movement in shares under options

Options expiring on or before	Note	Exercise Price	On issue at 1 Jul 09	Issued	Exercised	Expired	On issue at 30 Jun 10
7 September 2009		$0.90	1,500,000	-	-	(1,500,000)	-
24 November 2010		$0.90	550,000	-	-	-	550,000
7 September 2011		$1.50	1,500,000	-	-	-	1,500,000
18 November 2014	(i)	$0.06	-	6,000,000	(6,000,000)	-	-
28 June 2013	(ii)	$0.12	-	3,000,000	(1,066,666)	-	1,933,334
			3,550,000	9,000,000	(7,106,666)	(1,500,000)	3,983,334

20 Issued capital and reserves (continued)

(i) The options were issued to directors of the Company. Refer to note 21 for details.

(ii) These options were issued to Ascidian Prospecting Pty Ltd as part consideration for the acquisition of Exploration License E52/2438 (the Doolgunna Project). Refer to note 18 and 21 for details.

Nature and purpose of reserves

Share-based payments reserve

The share-based payments reserve represents the fair value of equity instruments issued to employees as compensation and issued to external parties for the receipt of goods and services. This reserve will be reversed against issued capital when the underlying shares are converted and reversed against retained earnings when they are allowed to lapse.

21 Share based payments

Recognised share-based payments

Details of share based payments recognised during the year are shown in the table below.

	Note	Company 2010 $	Company 2009 $
Employee share based payments	(i)	216,880	5,367
Settlement of creditor obligations with shares	(a)	214,500	-
Issue of options	(ii)	139,366	-

(a) As at 30 June 2009, the Company was indebted to Resource Development Company Pty Ltd (RDC) in the sum of $214,500 (inclusive of GST), being the total balance due for the provision of consulting and management services during the period November 2007 to December 2008. Mr Kennedy was a shareholder and director of RDC and on him ceasing to be associated with RDC, RDC assigned all its rights and interest in respect of an amount of $107,250, being half of the assigned debt, to MAK Super (WA) Pty Ltd, and $107,250, being half of the assigned debt, to Tongaat Pty Ltd (Tongaat). Mr Kennedy is a shareholder and director of MAK Super (WA) Pty Ltd.

As approved by shareholders at the annual general meeting held on 27 November 2009, the newly assigned debts were settled by the Company during the period via the issue of 8,580,000 fully paid ordinary shares, 4,290,000 each to MAK Super (WA) Pty Ltd and Tongaat, at a deemed issue price of $0.025 per share.

The share-based payment plans are described below. There have been no cancellations or modifications to any of the plans during 2010 and 2009.

Types of share-based payment plans

The Board has introduced a number of equity-based long-term incentives (LTIs) to promote continuity of employment and to provide additional incentive to key management personnel and staff to increase shareholder wealth. The options are provided to key management personnel and staff based on their level of seniority and position within the Company and options may only be issued to directors subject to approval by shareholders in general meeting.

(i) Director incentive option plan (DIOP) (approved in general meeting 27 November 2009)

As approved by shareholders in general meeting held on 27 November 2009, the Company issued 6,000,000 unlisted options to subscribe for ordinary fully paid shares in the Company at any time on or before 18 November 2014 at an exercise price of $0.06 each.

There are no voting or dividend rights attached to the options and options issued under the plan were issued for no consideration. Voting rights will be attached to the ordinary issued shares when the options have been exercised.

Each option is convertible to one fully paid ordinary share and the options were issued to the following directors.

Director	Number of options
Miles A Kennedy	2,000,000
Peter RG Pynes	2,000,000
John R Hutton	2,000,000
	6,000,000

(ii) Options issued to Ascidian Prospecting Pty Ltd

On 30 April 2010 RNI entered into an option agreement with Ascidian Prospecting Pty Ltd (Ascidian) to acquire a 100% interest in Exploration License E52/2438 (the Doolgunna Project) located 3km southeast of Sandfire Resource NL's (Sandfire), DeGrussa Copper-Gold Project. The acquisition enabled the Company to secure a strategic position in an emerging mineral field. As part consideration for the acquisition, the Company issued Ascidian 3,000,000 unlisted options in the capital of the Company, exercisable at 12 cents each at any time on or prior to 28 June 2013.

The fair value of the options issued was estimated at the date of grant using the Black-Scholes option pricing model. $139,366 has been recognised within exploration and evaluation assets during the year, representing tenement acquisition costs.

21 Share based payments (continued)

Summaries of options granted

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

	2010 No.	2010 WAEP	2009 No.	2009 WAEP
Outstanding at 1 July	3,550,000	$1.22	3,550,000	$1.22
Granted during the year	9,000,000	$0.08	-	-
Exercised during the year [A]	(7,066,666)	$0.07	-	-
Expired during the year	(1,500,000)	$0.90	-	-
Outstanding at 30 June	3,983,334	$0.75	3,550,000	$1.22
Exercisable at 30 June	3,983,334	$0.75	3,550,000	$1.22

A The weighted average share price at the date of exercise is $0.26.

The outstanding balance at 30 June 2010 is represented by:

Options expiring on or before	Exercise price	Number
24 November 2010	$0.90	550,000
7 September 2011	$1.50	1,500,000
28 June 2013	$0.12	1,933,334

Weighted average remaining contractual life

The weighted average remaining contractual life for the share options outstanding as at 30 June 2010 is 1.95 years (2009: 1.3 years).

Range of exercise price

The range of exercise prices for options outstanding at the end of the year was $0.12 - $1.50 (2009: $0.90 - $1.50). As the range of exercise prices is wide, refer to the above table for further information in assessing the number and timing of additional shares that may be issued and the cash that may be received upon exercise of those options.

Weighted average fair value

The weighted average fair value of options granted during the year was $0.0396.

Fair value basis

The fair value of options issued are estimated at the date of grant using the Black-Scholes option pricing model. The following table sets out the assumptions made in determining the fair value of the options granted during the period.

	Options expiring 18 Nov 2014	Options expiring 28 Jun 2013
Grant date	27 Nov 2009	30 Apr 2010
Dividend yield	0.00%	0.00%
Expected volatility	80.00%	100.00%
Risk-free interest rate	4.97%	5.27%
Option exercise price	$0.06	$0.12
Expected life (years)	5.00	3.00
Share price on date of grant	$0.055	$0.080

22 Financial instruments

Financial risk management

This note presents information about the Company's exposure to credit, liquidity and market risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

The Company's principal financial instruments comprise receivables, payables, available-for-sale equity investments, cash and short-term deposits.

Risk exposures and responses

The Company manages its exposure to key financial risks in accordance with the Company's financial risk management policy. The objective of the policy is to support the delivery of the Company's financial targets while protecting future financial security.

22 Financial instruments (continued)

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Company through regular reviews of the risks.

The main risks arising from the Company's financial instruments are interest rate risk and liquidity risk. The Company uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rates via assessments of market forecasts for interest rates and monitoring liquidity risk through the development of future rolling cash flow forecasts.

The Company does not use any form of derivatives as the Company's operations and related financial instruments are not at a level of complexity to require the use of derivatives to hedge its exposures. The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in a financial loss to the Company. The Company's potential concentration of credit risk consists mainly of cash deposits with banks and other receivables. The Company's short term cash surpluses are placed with banks that have investment grade ratings. The maximum credit risk exposure relating to the financial assets is represented by the carrying value as at the balance sheet date. The Company considers the credit standing of counterparties when making deposits to manage the credit risk.

Considering the nature of the Company's ultimate customers and the relevant terms and conditions entered into with such customers, the Company believes that the credit risk is immaterial.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Ultimate responsibility for liquidity risk management rests with the Board of Directors. The Company manages liquidity risk by maintaining adequate cash reserves from funds raised in the market and by continuously monitoring forecast and actual cash flows.

The following are the contractual and expected maturities of the Company's liquid non-derivative financial assets and the Company's expected maturities of financial liabilities.

	Within 6 months $	6 to 12 months $	1 to 5 years $	Total $
Year ended 30 June 2010				
Liquid financial assets				
Cash and cash equivalents	682,340	-	-	682,340
Trade and other receivables	23,059	-	-	23,059
	705,399	-	-	705,399
Financial liabilities				
Trade and other payables	82,928	-	-	82,928
	82,928	-	-	82,928
Net inflow (outflow)	622,471	-	-	622,471

Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so as to maintain a strong capital base sufficient to maintain future exploration, evaluation and development of its mineral projects. In order to maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or sell assets to reduce debt. Due to the Company being principally involved in mineral exploration, the Company does not have ready access to credit facilities, with the primary source of funding being equity raisings.

The Company also encourages employees and directors to be shareholders through its various equity-based long-term incentives as detailed in note 21.

As at 30 June 2010, the Company had a net working capital surplus of $622,471 (2009: net working capital deficit of $162,950), represented significantly by cash and cash equivalent assets of $682,340. The Company's net asset position was $944,881 (2009: net deficit of $55,992).

Subsequent to period end the Company announced the issue of 57,814,654 ordinary fully paid shares, pursuant to the Company's fully underwritten 1-for-1 pro rata non-renounceable entitlements offer to existing shareholders at an issue price of $0.06 per share. The offer raised $3,468,879 before issue costs. The funds raised have and are to be used to further the Company's exploration and evaluation activities and for general working capital requirements.

There were no changes in the Company's approach to capital management during the year. Risk management policies and procedures are established with regular monitoring and reporting.

22 Financial instruments (continued)

The Company is not subject to externally imposed capital requirements.

Fair value

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which revenues and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3 to the financial statements.

The financial assets and liabilities included in the assets and liabilities of the Company approximate net fair value, determined in accordance with the accounting policies disclosed in note 3 to the financial statements.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

Prior to disposal of the Company's controlled entity, R&I Holdings (SA) (Pty) Ltd, the Group operated internationally and was exposed to currency risk from various currency exposures, primarily with respect to the US Dollar (USD) and South African Rand (ZAR). Currency exposure for the Group arose from the translation of foreign subsidiaries, measured using the currency of the primary economic environment in which the subsidiaries operated (ZAR), into the Group's presentation currency (AUD). These differences were recognised directly in a separate component of equity (foreign currency translation reserve). The Group's investment in its subsidiary was not hedged as the currency positions were considered to be long term in nature. The Company is not exposed to such currency risks as at reporting date, due to disposal of the discontinued operation during the comparative financial year on 30 November 2008. Refer to note 4 for details.

Foreign exchange risk for the Company as at 30 June 2010 arises from equity investments the Company holds in Canadian Dollars (CAD), classified as available-for-sale financial assets.

The Company did not enter into any derivative financial instruments to hedge against currency risk on any such transactions. The presentation currency of the Company is Australian Dollars.

The Company's exposure to foreign currency risk at balance date was as follows, based on notional amounts:

	Note	2010 CAD	2009 CAD
Financial assets			
Available-for-sale financial assets	14	61,141	75,110
Net balance sheet exposure		61,141	75,110

The following exchange rate applied in relation to the above investment at reporting date:

	2010	2009
CAD	0.8982	0.9303

Sensitivity analysis

A 10 percent strengthening/weakening of the AUD against the CAD at 30 June would have no material impact on the income statement. There would be no effect on the equity reserves other than those directly related to the income statement. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2009.

Cash flow interest rate risk

The Company is exposed to interest rate risk, primarily on its cash and cash equivalents. Cash flow interest rate risk is the risk that a financial instrument's value will fluctuate as a result of changes in the market interest rates on interest-bearing financial instruments. The Company does not use derivatives to mitigate these exposures.

At 30 June 2010 the interest rate profile of the Company's interest-bearing financial instruments was:

			Fixed Interest Rate Maturity			
	Average Interest Rate %	Variable Interest Rate A$	Less than 1 Year A$	1 to 5 Years A$	More than 5 Years A$	Total A$
Financial assets						
Cash and cash equivalents	0.50%	682,340	-	-	-	682,340

22 Financial instruments (continued)

At 30 June 2009 the interest rate profile of the Company's interest-bearing financial instruments was:

			Fixed Interest Rate Maturity			
	Average Interest Rate %	Variable Interest Rate A$	Less than 1 Year A$	1 to 5 Years A$	More than 5 Years A$	Total A$
Financial assets						
Cash and cash equivalents	0.10%	93,432	-	-	-	93,432

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have no material impact on the income statement. There would be no effect on the equity reserves other than those directly related to income statement. The analysis is performed on the same basis for 2009.

The sensitivity analysis has been prepared to demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant through the impact on floating rate interest rates.

Equity price risk

Equity price risk is the risk that the value of the Company's financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market.

Investments are managed on an individual basis and material buy and sell decisions are approved by the Board of Directors. The primary goal of the Company's investment strategy is to maximise investment returns.

The Company's investments are solely in equity instruments. These instruments are classified as available-for-sale and carried at fair value with fair value changes recognised directly in equity, except for impairment losses. Where these investments are derecognised or impaired, the cumulative gain or loss previously recognised directly in equity is recognised in the income statement.

See note 14 for sensitivity analysis in relation to the Company's listed investments.

23 Contractual commitments

Doolgunna Project

On 30 April 2010 RNI entered into an option agreement with Ascidian Prospecting Pty Ltd (Ascidian) to acquire a 100% interest in Exploration License E52/2438 (the Doolgunna Project) located 3km southeast of Sandfire Resource NL's (Sandfire), DeGrussa Copper-Gold Project. The acquisition enabled the Company to secure a strategic position in one of Australia's most exciting emerging mineral fields.

In summary, the Company agreed:

- to pay an amount of $100,000 to Ascidian before 30 July 2010, completed on 29 July 2010;
- to issue Ascidian 3 million options in the capital of the Company, exercisable at 12 cents each at any time on or prior to 28 June 2013, completed on 30 April 2010;
- to grant Ascidian a royalty of 1.5 percent of the value of any metals or minerals recovered from the Tenement; and
- upon exercise of the option, not before 30 July 2011, to issue to Ascidian that number of shares in the capital of the Company so that Ascidian acquires a 20 percent interest in the Company, in addition to any interest in securities as it may have at that time, which will require shareholder approval at that time.

The Agreement was, inter alia, conditional upon RNI raising a minimum of $3 million in new equity prior to 30 July 2010, which the Company concluded and announced 14 July 2010.

24 Related parties

Key management personnel compensation

The key management personnel compensation comprised:

	Company 2010 $	Consolidated 2009 $	Company 2009 $
Short-term employee benefits	-	145,000	45,000
Post-employment benefits	-	-	-
Share-based payments	216,880	2,440	2,440
	216,880	147,440	47,440

24 Related parties (continued)

Other than the directors, no other person is concerned in, or takes part in, the management of the Company or has the authority and responsibility for planning, directing and controlling the activities of the Company. As such, during the financial year, the Company did not have any person, other than directors, that would meet the definition of "Key Management Personnel" for the purposes of AASB124 *Company Executive or Relevant Group Executive* for the purposes of section 300A of the Corporations Act 2001 ("Act").

Payments of non-executive director fees were suspended from December 2007, with the exception of Mr Kennedy in his capacity as non-executive Chairman. Mr Kennedy's payments were suspended from December 2008. As a result, there were no salary and fees paid to directors during the financial year.

Individual directors and executives compensation disclosures

Information regarding individual directors' compensation and some equity instruments disclosures as required by Corporations Regulations 2M.3.03 is provided in the remuneration report section of the directors' report.

Apart from the details disclosed in this note, no director has entered into a material contract with the Company since the end of the previous financial year and there were no material contracts involving directors' interests at year-end.

Key management personnel and director transactions

A number of key management persons, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. A number of these entities transacted with the Company or its subsidiaries in the reporting period. The terms and conditions of the transactions with management persons and their related parties were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-director related entities on an arm's length basis.

The aggregate value of transactions and outstanding balances relating to key management personnel and their related entities over which they have control or significant influence were as follows.

			Transactions value year ended 30 June		Balance outstanding as at 30 June	
In AUD		Note	2010	2009	2010	2009
Key management personnel and their related parties	**Transaction**					
Mr M Kennedy - Resource Development Company Pty Ltd; MAK Super (WA) Pty Ltd	Management and consulting services	(i)	214,500	90,000	-	214,500
Mr M Kennedy – Resource Development Company Pty Ltd	Rental expenses		-	43,794	-	55,606
Mr M Kennedy – Resource Development Company Pty Ltd	Office furniture equipment purchases		-	10,206	-	11,226
Mr M Kennedy – Blina Diamonds NL	Loan – Financial expenses		-	3,800	-	-
						281,332

(i) As at 30 June 2009, the Company was indebted to Resource Development Company Pty Ltd (RDC) in the sum of $214,500 (inclusive of GST), being the total balance due for the provision of consulting and management services during the period November 2007 to December 2008. Mr Kennedy was a shareholder and director of RDC and on him ceasing to be associated with RDC, RDC assigned all its rights and interest in respect of an amount of $107,250, being half of the assigned debt, to MAK Super (WA) Pty Ltd, and $107,250, being half of the assigned debt, to Tongaat Pty Ltd (Tongaat). Mr Kennedy is a shareholder and director of MAK Super (WA) Pty Ltd.

As approved by shareholders at the annual general meeting held on 27 November 2009, the newly assigned debts were settled by the Company during the period via the issue of 8,580,000 fully paid ordinary shares, 4,290,000 each to MAK Super (WA) Pty Ltd and Tongaat, at a deemed issue price of $0.025 per share.

Options over equity instruments

The movement during the reporting period in the number of options over ordinary shares in Resource & Investment NL held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

	Balance at 1 Jul 09	Granted as remuneration	Options exercised	Net other changes[A]	Held on resignation	Balance at 30 Jun 10	Vested during the year	Vested and exercisable
Non-executive directors								
Miles A Kennedy	3,000,000	2,000,000	(2,000,000)	(2,250,000)		750,000	2,000,000	750,000
John R Hutton	-	2,000,000	(2,000,000)	-		-	2,000,000	-
Thomas J Mann *(appointed 27 April 2010)*	-	-	-	-		-	-	-
Former								
Peter AG Pynes	-	2,000,000	-	-	2,000,000		2,000,000	

24 Related parties (continued)

A The opening balance as at 1 July 2009, includes the beneficial interest in RNI held by an entity of which Mr Kennedy was an owner. During the year that entity was wound up an accordingly Mr Kennedy's ownership interest reflects his direct holdings. This also includes the expiry of 1,500,000 options with an expiry date of 7 September 2009.

	Balance at 1 Jul 08	Granted as remuneration	Options exercised	Net other changes[A]	Held on resignation	Balance at 30 Jun 09	Vested during the year	Vested and exercisable
Non-executive directors								
Miles A Kennedy	3,000,000	-	-	-		3,000,000	-	3,000,000
John R Hutton	-	-	-	-		-	-	-
Peter AG Pynes *(appointed 28 April 2009)*	-	-	-	-		-	-	-
Former								
John Firth	200,000	-	-	-	200,000		66,667	
Richard Linnell	50,000	-	-	-	50,000		16,667	

No options held by key management personnel are vested but not exercisable as at 30 June 2009 or 2010.

Movement in shares

The movement during the reporting period in the number of ordinary shares in Resource & Investment NL held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

	Balance at 1 Jul 09	Purchased	Exercise of options	Net change other [A]	Sales	Held on resignation	Balance at 30 Jun 10
Non-executive directors							
Miles A Kennedy	2,494,209	14,665,315	2,000,000	(370,587)	(818,937)		17,970,000
John R Hutton	236,230	-	2,000,000	-	-		2,236,230
Thomas J Mann *(appointed 27 April 2010)*	-	500,000	-	-	-		500,000
Former							
Peter AG Pynes	-	50,000	-	-	-	50,000	

A The opening balance as at 1 July 2009, includes the beneficial interest in RNI held by an entity of which Mr Kennedy was an owner. During the year that entity was wound up an accordingly Mr Kennedy's ownership interest reflects his direct holdings.

	Balance at 1 Jul 08	Purchased	Exercise of options	Net change other [A]	Sales	Held on resignation	Balance at 30 Jun 09
Non-executive directors							
Miles A Kennedy	2,141,905	352,304	-	-	-		2,494,209
John R Hutton	236,230	-	-	-	-		50,000
Peter AG Pynes *(appointed 28 April 2009)*	50,000	-	-	-	-		236,230
Former							
John Firth	213,563	-	-	-	-	213,563	
Richard Linnell	65,000	-	-	-	-	65,000	

No shares were granted to key management personnel during the reporting period as compensation in 2009 or 2010.

25 Events subsequent to reporting date

Shares issued

Subsequent to period end the Company announced the issue of 57,814,654 ordinary fully paid shares, pursuant to the Company's fully underwritten 1-for-1 pro rata non-renounceable entitlements offer to existing shareholders at an issue price of $0.06 per share. The offer raised $3,468,879 before issue costs.

Share options issued

On 9 August 2010 the Company announced the issue of 2,000,000 unlisted options exercisable at $0.40 each on or before 7 August 2012 to Imic Pty Ltd pursuant to an Option Agreement to acquire the Three Rivers Project from Imic Pty Ltd. Refer to section 4 of this report for details.

25 Events subsequent to reporting date

Shares issued as a result of the exercise of options

Subsequent to year end the Company announced the following issue of ordinary shares from the exercise of unlisted options.

Expiry date	Exercise Price	Number of shares
28 June 2013	$0.12	1,810,000

Other matters

In late July 2010, RNI concluded an Option Agreement to acquire the Three Rivers Project from Imic Pty Ltd. This Project comprises two Exploration Licences (one granted) covering about 170km2 and located about 35km north of DeGrussa and 15 km northwest of the Plutonic Gold Mine.

In summary, the Option agreement provides for:

- the payment of option fees to Imic Pty Ltd of $150,000, completed on 19 July 2010;
- the issue to the Owners of the Three Rivers Project of 2 million options in the capital of RNI exercisable to ordinary fully paid shares, with an exercise price of $0.40 per share, exercisable within 24 months of issue, completed on 6 August 2010 and announced 9 August 2010;
- a 1.5% net smelter return on all minerals and metals recovered;
- RNI to conduct all exploration on each of the tenements as it sees fit at the sole cost of RNI;
- RNI to keep each of the tenements in good standing;
- RNI to issue to the Owners of EL 53/2124 that number of shares equivalent to 5% of the capital of RNI (immediately prior to exercise) upon Exercise of the Option on or before 19 July 2011, if RNI so elects to exercise that Option;
- RNI to issue to the Owners of EL 52/2562 that number of shares equivalent to 3% of the capital of RNI (immediately prior to exercise) upon exercise of the Option on or before 15 November 2011, if RNI so elect to exercise that Option.
- RNI to hand back all data to the Owners in the event it elects not to exercise either or both Options.

1. In the opinion of the directors of Resource & Investment NL ("the Company"):

   (a) the financial statements and notes, and the Remuneration report in the Directors' report, set out on pages 13 to 40, are in accordance with the Corporations Act 2001, including:

      (i) giving a true and fair view of the Company's financial position as at 30 June 2010 and of their performance, for the financial year ended on that date; and

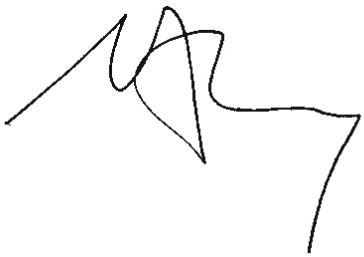
      (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;

   (b) the financial report also complies with International Financial Reporting Standards as disclosed in note 2(a);

   (c) 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. The directors have been given the declarations required by section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2010.

Signed in accordance with a resolution of the directors



MILES A KENNEDY
CHAIRMAN

Dated at Subiaco this 28th day of September 2010.

SomesandCooke

Resource and Investment NL and Controlled Entities

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RESOURCE AND INVESTMENT NL

Report on the Financial Report

We have audited the accompanying financial report of Resource and Investment NL (the company) and Controlled Entities (the consolidated entity), which comprises the statement of financial position as at 30 June 2010 (company only), and the comprehensive income statement (company and consolidated entity), statement of changes in equity (company and consolidated) and cash flow statement (company and consolidated) for the year ended on that date, a summary of significant accounting policies and other explanatory notes (parent and consolidated) and the directors' declaration of 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.

Director's Responsibility for the Financial 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 establishing 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 abd selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements, that compliance with the Australian equivalents to International Financial Reports Standards (IFRS) ensures that the financial report, comprising the financial statements and notes, complies with IFRS.

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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment including the assessment of the risks of material misstatement of the financial 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 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 evaluation the overall presentation of the financial report.

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

In our opinion:

a. the financial report of Resource and Investment NL and Controlled Entities is in accordance with the *Corporations Act 2001,* including:

   i. giving a true and fair view of the company and consolidated entity's financial position as at 30 June 2010 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 also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 7 to 10 of the directors' report for the year ended 30 June 2010. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with s 300A of the *Corporations Act 2001.* Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion the Remuneration Report of Resource and Investment NL for the year ended 30 June 2010, complies with s 300A of the *Corporations Act 2001.*

Somes and Cooke

Somes and Cooke

Kevin Somes

Kevin Somes

1304 Hay Street
West Perth WA 6005
28 September 2010