



29 July 2016

Quarterly Activities Report June 2016

Drake Resources Limited (ASX Code: DRK) (Drake or the Company) is pleased to present this quarterly Activity Report for the quarter ended 30 June 2016.

During the first quarter of this calendar year Drake announced signing a Term Sheet to acquire 100% of the issued shares in Genome Technologies Ltd (Genome). Genome is an Israel based cyber-risk governance security solution company. The solution addresses the human factor (employee) as this is seen as the weakest point in an organisations security.

Full details about the acquisition are contained in Drakes announcement on the ASX platform 11 March 2016. See appendix 1 for summary back ground.

Genome Australian visit

Drake shareholders are invited to watch a video interview conducted with Genome Technologies Limited (“Genome”) CEO and co-founder, Mr Amir Rasilevski, during a visit he conducted to Australia June this year

To view the Q&A video please go to:

<https://www.youtube.com/watch?v=7mdzkOR5sQk&feature=youtu.be>

Commonwealth Government Commitment to Innovation

Commonwealth Government \$210 million Innovation strategy is driving interest in enhanced cyber security solutions for Australian companies.

Drake and Genome recently held discussions with representatives of an Australian State government, and agencies supporting these governments, with regard to the commercial development of Genome’s human cyber-risk governance solution. These discussions confirmed that the Genome cyber-risk solution satisfies an unresolved need to monitor, report and mitigate the human risk factor in organisations relating to innocent employees.

Genome has already signed a Letter of Intent (LoI) with a number of leading global organisations in the insurance, accounting and telecommunications industries, including Howden Broking Group and BDO South Africa.

Drake granted waiver to ASX listing Rule 2.1 condition 2 (2 cent issue price)

On the 17th June 2016, Drake was granted a waiver to the listing rule requiring the company to issue new shares at 20 cents each share. This permits the Company to issue shares at no less than 2 cent per share as part of the Capital Raising.

Process Update

The Company has completed Due Diligence and is preparing to lodge the Notice of Meeting with ASIC for their review within the next fortnight. The aim is to hold the shareholder meeting to approve the transaction around mid to late September.

The Prospectus should be finalised around the date of the shareholder meeting with the transaction completing late September/ early October (indicative timeframe only).

Existing Drake Activities Update

As announced previously, since the announcement on 11th March 2016 of the Genome acquisition, the Company has received approaches from third parties who have expressed interest in acquiring Drake's mineral exploration projects. Drake intends to continue funding certain current obligations, if Drake shareholders approve the Acquisition of Genome, then post-Acquisition, the new board of Drake will undertake a review of the Company's assets to investigate opportunities to divest or relinquish existing assets and projects.

Conversations with these third parties are advancing.

- End -

CONTACT

Investors Media

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APPENDIX 1

OFFER TO ACQUIRE GENOME

On the 11 March 2016 Drake Resources Limited ('Drake' or 'the Company') announced signing a Term Sheet to acquire 100% of the issued shares in Genome Technologies Ltd ('Genome') for \$11,000,000.

Genome is an Israeli company in the cyber security sector adopting a practical approach to mitigate cyber threats in organisations related to the human factor (the employee). The human factor is considered the weakest point in an organisations security. Genomes proprietary technology and algorithm analyses profiles each employee's risk level providing customised mitigation, intelligence and training solutions.

The technology is based on Predictive Identity Engine (PIE) comprising multiple software and service modules. PIE analyses the various ways a cyber-attack can potentially enter IT systems and references the behaviour or actions of an employee that could result in a successful infection of the organisations IT systems

Genome Founder & CEO Amir Rasilevski said:

"We are delighted to have this opportunity with Drake Resources Limited which will better position our company internationally.

Cyber-attacks are having and will continue to pose a major threat to the global economy and are costing businesses between US\$400 billion and US\$500 billion a year.

Current cyber security solutions have proven ineffective and therefore there is a need to adopt new approach.

There is significant research highlighting the lack of human-related factors in the existing market for solutions to cyber-attacks, Genome's advantage over other solutions is that it focuses more on human weaknesses. This is widely acknowledged by the market, governments and the professional services community as one of the biggest and emerging problems of cyber threats."

According to market research conducted by Gartner, global spending in IT security will reach US\$101 billion in 2018, while the cybersecurity market is expected to grow from US\$77 billion in 2015 to US\$170 billion by 2020 at a Compound Annual Growth Rate (CAGR) of 9.8% from 2015 to 2020 according to a report from Markets and Markets.

Drake Resources non-executive Chairman Brett Fraser said:

"The cybersecurity market is massive and continues to grow with cyber-attacks having a major impact from financial institutions through to government departments.

Prime Minister, Malcolm Turnbull, announced the blueprint to spend \$230 million on a cyber security strategy for Australia.

There is pressure on company boards and organisations generally to consider cyber-attacks in their governance review since it is emerging as a significant, growing risk becoming more difficult to contain, quantify and insure against. Every organisation is

IT enabled and every employee is a potential entry point for a cyber-attack, this is the reality of business today and the focus of Genome..

Therefore, this Genome transaction will provide our shareholders with a fantastic opportunity to participate in the exciting cybersecurity market offering strong prospects for growth.”

Genome has received significant interest internationally with a number of Letters of Intent (LoI) from organisations in the telecommunication, accounting and insurance sectors to adopt the Genome platform

Once the Acquisition is finalised, Drake plans to replace all but one of the existing board and seek to appoint new Australian board members, together with board members from Genome.

Genome’s research and development arm will remain in Israel post-Acquisition.

As part of the Acquisition and Drake’s proposed re-compliance with Chapters 1 and 2 of the ASX Listing Rules, Drake will be required to consolidate its issued capital to facilitate a share price of at least \$0.02.

Company details on Genome and key conditions relating to the acquisition is fully disclosed in the announcement. Please refer to the Company’s website or the ASX platform to read the full announcement.

<http://www.drakeresources.com.au/asxannouncements.html>

Genome video clip <http://www.genomecyber.tech/genome-marketing-video>

Appendix 5B

Mining exploration entity quarterly report

Name of entity

DRAKE RESOURCES LIMITED

ABN

12 108 560 069

Quarter ended ("current quarter")

30 June 2016

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (12 Months) \$A'000
Cash flows related to operating activities		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for:		
(a) exploration & evaluation	(18)	(533)
(b) development	-	
(c) production	-	
(d) compliance costs	(23)	(124)
(e) due diligence	(166)	(288)
(f) administration	(63)	(293)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	1	4
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other: Payment for release from commercial tenancy agreement	-	(140)
Other non-recurring payments	-	(7)
Termination payment	(104)	(104)
Net Operating Cash Flows	(373)	(1,485)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments ¹	(73)	(142)
(c) other fixed assets	-	-
1.9 Proceeds from sale of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
Net Investing Cash Flows	(73)	(142)
1.13 Total operating and investing cash flows (carried forward)	(446)	(1,627)

¹ Non-refundable deposit for the acquisition of the equity in Genome Technologies Ltd (USD 100,000)

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(446)	(1,627)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc. net of costs	366	494
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings – convertible notes	-	150
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	366	644
	Net increase (decrease) in cash held	(80)	(983)
1.20	Cash at beginning of quarter/year to date	206	1,101
1.21	Exchange rate adjustments to item 1.20	1	9
1.22	Cash at end of quarter	127	127

Payments to directors of the entity and associates of the directors

Payments to related entities of the entity and associates of the related entities

	Current quarter \$A'000	
1.23	Aggregate amount of payments to the parties included in item 1.2	20
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Company secretarial and corporate management fees paid to associated company.

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

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2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

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Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	
4.2 Due Diligence/Prospectus	70
4.3 Production	-
4.4 Administration	50
Total	120

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	127	206
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	127	206

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements relinquished, reduced or lapsed	<i>Please refer "Interests in Mining Tenements" on pages 5-6.</i>			
6.2 Interests in mining tenements acquired or increased	<i>Please refer "Interests in Mining Tenements" on pages 5-6.</i>			

Appendix 5B
Mining exploration entity quarterly report

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
7.1 Preference ⁺securities <i>(description)</i>	-	-		
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	-	-		
7.3 ⁺Ordinary securities	940,637,062	940,637,062		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	223,961,205	223,961,205	\$0.002	\$0.002
7.5 ⁺Convertible debt securities <i>(description)</i>	100,000,000	-		\$0.0015
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	100,000,000	-		\$0.0015
7.7 Options <i>(description and conversion factor)</i>	366,047,882	Listed Options	<u>Exercise price</u> \$0.03	<u>Expiry date</u> 1 Aug 2017
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Expired during quarter				
7.11 Debentures <i>(totals only)</i>	-			
7.12 Unsecured notes <i>(totals only)</i>	-			

Interests in Mining Tenements

Disclosure in accordance with ASX Listing Rule 5.3.3

Project/Tenements	Location	Held at end of quarter	Acquired during the quarter	Disposed during the quarter
Granmuren Project:				
Tullsta 2010:171	Sweden	100%	0%	0%
Tullsta nr 2 2012:78	Sweden	100%	0%	0%
	Sweden	100%	0%	0%
Other Swedish Tenements:				
Gamla Jutbo nr 1 2012:104	Sweden	100%	0%	0%
Gruvsjön nr 2 2010:116	Sweden	100%	0%	0%
Korsheden nr 1 2012:135	Sweden	100%	0%	0%
Lainejaur nr 3 2013:90	Sweden	100%	0%	0%
Orsen 2010:117	Sweden	100%	0%	0%
Prästhyttan nr 1 2012:105	Sweden	100%	0%	0%
Gaddebo nr 3 2014:91	Sweden	100%	0%	0%
Norway Project:				
Grong 1-9	Norway	100%	0%	0%
Sulitjelma 1-17	Norway	100%	0%	0%

Farm-out Agreements / Tenements	Location	Held at end of quarter	Acquired during the quarter	Disposed during the quarter
Royal Falcon Joint Venture:				
Falun nr 102 2007/254	Sweden	100%	0%	0%

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- 2 This statement does give a true and fair view of the matters disclosed.



Signed:

Director and Company Secretary

Dated: 29 July 2016

Print name:

Jay Stephenson

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 Issued and quoted securities. The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report.
- 5 Accounting Standards ASX will accept, for example, the use of International Financial Reporting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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