URU Metals Limited / Index: AIM / Epic: URU / Sector: Natural Resources

30 December 2014

URU Metals Limited ("URU Metals" or "the Company")
Interim Results

URU Metals, the multi-commodity exploration and development company, is pleased to announce its interim results for the six months ended 30 September 2014. A copy of the full Report & Accounts will be available on the Company's website.

Chairman's Statement

I am pleased to present to our shareholders and stakeholders, the condensed consolidated interim financial statements of the Company for the six months ended September 30, 2014 ("the Period").

The past six months have continued to be very difficult for the mineral industry. However, URU has been able to take advantage of the challenging operating environment to re-organize our Company and acquire new quality assets for your future benefit.

Highlights

The highlights of our progress during the six months ended September 30, 2014 and to the date of this report can be summarized as follows:

<u>Purchase of Umnex Minerals Limpopo Pty ("UML")</u>

On April 10, 2014, URU's subsidiary, SAN Ltd. and Umnex Mineral Holdings Pty ("UMH") agreed that SAN Ltd. would purchase 100% of UML from UMH for consideration of 33,194,181 in new URU shares and 8,000,000 bonus shares issued to directors and officers for their services in the acquisition of UML. The Zebediela Nickel Project extends over three separate mining titles in Limpopo Province. As at the date of the acquisition and as of the date of this report, title to all three rights were still held by parties unrelated to UML, and transfer of the rights to UML's subsidiary Lesogo Platinum Uitloop Pty ("LPU") had not been completed. The timing of the transfer is uncertain and regulatory approval of the transfer remains outstanding. The delay in the transfer of the rights is normal in South Africa and management does not expect any complications.

<u>Issuance of Shares in Private Placement</u>

On May 2, 2014, the Company announced the placing of 54,333,334 new shares at a price of 1.5 pence per share for a total of GBP 815,000. Of the total, 19,283,335 shares were issued to Niketo Co. Ltd., a company wholly owned by NWT Uranium Corp. ("NWT"), URU's largest shareholder.

<u>Grant of Share Options</u>

On May 22, 2014, the Company granted a total of 8,500,000 options to directors and contractors at an exercise price of GBP0.02 per share. The options granted vested immediately upon grant. The fair value of share options granted was $98,067 (GBP58,319) estimated using Black-Scholes option valuation model, which was expensed during the six months ended September 30, 2014.

Outlook

At the reporting date, the Company had cash resources of US$351,000 and no borrowings.

During the period under review, along with the share price of other junior exploration companies, URU's share price increased from 1.1p to 1.75p.

Despite the challenging environment, URU continues to believe that the long-term fundamentals of the base minerals industries remains positive and will be working hard in the coming year to unlock the value of our projects to our shareholders. The Company maintains its core strategy to develop uranium and nickel assets, as there is a growing supply gap in the uranium market that cannot be filled by current and future planned production, and the Board anticipates growing demand and price appreciation for uranium and nickel in the short to medium term.

Principal Risks and Uncertainties

The Company considers strategic, operational and financial risks and identifies actions to mitigate those risks. These risk profile are updated at least annually. The principal risks and uncertainties facing the Company have not changed from those described in our most recent annual report for the year ended March 31, 2014 and are summarized below:

Category	Risk
Strategic	Mineral reserve and resource estimates
Financial	Commodity prices
	Costs and capital expenditures
	Liquidity
Operational	Project Execution
Personnel	Management
	Skills availability
	Health and safety
Environmental	Remediation
External	Political, legal and regulatory development
	Community relations

The Company does not expect these risks and uncertainties to differ materially in the next six months.

Related Party Transactions

Transactions with related parties in the period have been limited to salary and director fees paid to the officers and directors, share-based payments to officers and directors, office rent to a shareholder at market rates as set out in note 17 to the condensed consolidated interim financial statements for the six months ended September 30, 2014. During the six months ended September 30, 2014, stock options of 8,000,000 were granted to officers and directors of the Company at an exercise price of GBP 0.02 per share.

David Subotic

Chairman

December 30, 2014.

URU METALS LIMITED

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

SIX MONTHS ENDED SEPTEMBER 30, 2014

(EXPRESSED IN UNITED STATES DOLLARS)

(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed consolidated interim financial statements of URU Metals Limited (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed consolidated interim financial statements have not been reviewed by the Company's auditors.

URU Metals Limited

(Expressed in thousands of United States Dollars)
Unaudited

	As at September 30, 2014	As at March 31, 2014
ASSETS		
Non-current assets		
Plant and equipment (note 9)	**$ 16**	$ 20
Intangible assets (note 10)	**4,599**	3,415
Total non-current assets	**4,615**	3,435
Current assets		
Receivables (note 11)	583	116
Cash and cash equivalents	351	240
Total current assets	934	356
Assets of disposal group (note 6)	-	1
Total assets	**$ 5,549**	$ 3,792
EQUITY AND LIABILITIES		
Equity		
Share capital and premium (note 12)	**$ 50,068**	$ 47,524
Reserves (notes 13 and 14)	**1,579**	1,876
Accumulated deficit	**(46,546)**	(46,069)
Total equity	**5,101**	3,331
Current liabilities		
Trade and other payables (note 15)	**276**	301
Non-current liabilities		
Contingent consideration on SSOAB purchase (note 16)	**172**	160
Total liabilities	**448**	461
Total equity and liabilities	**$ 5,549**	$ 3,792

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

General information (note 1)
Going concern (note 2)
Commitment (note 19)

Approved on behalf of the Board:

"David Subotic", Chairman

"Jay Vieira", Director

URU Metals Limited
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Expressed in thousands of United States Dollars)
Unaudited

	Six months ended September 30, 2014	Six months ended March 31, 2013
Administrative expenses	**$ (465)**	$ (445)
Operating loss before the following items	**(465)**	(445)
Gain on disposal of investment	-	298
Financing costs (note 16)	**(12)**	-
Loss before discontinued operations	**(12)**	(147)
Net loss from discontinued operations (note 6)	**-**	(206)
Net loss for the period	**(477)**	(353)
Other comprehensive income (loss)		
Items that will be reclassified subsequently to Income		
Effect of translation of foreign operations		
of continuing operations	**(395)**	112
of discontinued operations	**-**	(1)
Other comprehensive (loss) income for the period	**(395)**	111
Total comprehensive loss for the period	**$ (872)**	$ (242)
Basic and diluted net loss per share		
from continuing operations	**$) (0.00**	$ (0.12)
from discontinued operations	**$) (0.00**	$ (0.17)
Weighted average number of common shares outstanding	**215,573,125**	127,342,296

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

URU Metals Limited
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in thousands of United States Dollars)
Unaudited

	Six months ended September 30, 2014	Six months ended March 31, 2013
Operating activities		
Net loss from continuing operations for the period	**$ (477)**	$ (147)

Items not involving cash:		
Share-based payments	**98**	9
Depreciation	**4**	
Shares issued for professional fees	**248**	
Gain on sale of UR America	**-**	
Unrealized foreign exchange gain	**-**	
Cash flows from discontinued operations	**-**	
Changes in non-cash working capital items:		
Decrease (increase) in receivables	**21**	
Increase/(decrease) in trade and other payables	**(147)**	
Movements in working capital from discontinued operations	**-**	
Net cash used in operating activities	**(253)**	(620)
Investing activities		
Proceeds of sale of UR America	**-**	298
Additions to plant and equipment	**-**	(23)
Capitalisation of exploration costs	**(45)**	(214)
Purchase of subsidiary, SSOAB	**-**	(453)
Net cash used in investing activities	**(45)**	(392)
Financing activities		
Proceeds from private placement	**639**	-
Net cash provided by financing activities	**639**	-
Effect of exchange rate changes on cash	**(230)**	4
Net change in cash and cash equivalents	**111**	(1,008)
cash and cash equivalents, beginning of period	**240**	1,882
cash and cash equivalents, end of period	**$ 351**	$ 874

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

URU Metals Limited

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Expressed in thousands of United States Dollars)
Unaudited

Equity attributable to shareholders

	Share Capital	Share premium	Contributed Surplus	Translation of Foreign Operations	Accumulated Deficit	Total
Balance, March 31, 2013	**$ 1,133**	**$ 45,724**	**$ 2,380**	**$ (259)**	**$ (45,688)**	**$ 3,290**
Issuance of shares	195	472	-	-	-	667
Share-based payment		-	9	-	-	9
Net loss and comprehensive income for the period		-	-	111	(353)	(242)
Balance, September 30, 2013	**$ 1,328**	**$ 46,196**	**$ 2,389**	**$ (148)**	**$ (46,041)**	**$ 3,724**
Balance, March 31, 2014	**$ 1,328**	**$ 46,196**	**$ 2,209**	**$ (333)**	**$ (46,069)**	**$ 3,331**
Share-based compensation		-	98	-	-	98
Shares issued for acquisition of UML	412	790	-	-	-	1,202
Shares issued in private placement	543	831	-	-	-	1,374
Transaction costs incurred for private placement		(32)	-	-	-	(32)
Net loss and comprehensive loss for the period		-	-	(395)	(477)	(872)
Balance, September 30, 2014	**$ 2,283**	**$ 47,785**	**$ 2,307**	**$(728)**	**$ (46,546)**	**$ 5,101**

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

URU Metals Limited
Notes to Condensed Consolidated Interim Financial Statements
Six Months Ended September 30, 2014
(Expressed in United States Dollars Except As Otherwise Indicated), Unaudited

1. General information

URU Metals Limited (the "Company", or "URU Metals"), formerly known as Niger Uranium Limited, and before that, as UraMin Niger Limited, was incorporated in the British Virgin Islands ("BVI") on 21 May 2007. The Company's shares were admitted to trading on AIM, a market operated by the London Stock Exchange on 12 September 2007. The address of the Company's registered office is Intertrust, P.O. Box 92, Road Town, Tortola, British Virgin Islands, and its principal office is 702-85 Richmond Street West, Toronto, Ontario, Canada, M5H 2C9.

The unaudited condensed consolidated interim financial statements of the Company as at and for the six months ended September 30, 2014 comprises the results of the Company and its subsidiaries.

These unaudited condensed consolidated interim financial statements were authorized by the Board of Directors on December 30, 2014.

2. Going concern

These unaudited condensed consolidated interim financial statements have been prepared on a going concern basis which presumes the realization of assets and liabilities in the normal course of business. As of September 30, 2014 the Company has no source of revenues or operating cash flows, incurred losses from continuing operations of $477,000 for the six months ended September 30, 2014, has accumulated losses of $46,546,000 (March 31, 2014 - $46,069,000) and expects to incur further losses in the development of its business, all of which cast significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon the Company obtaining additional equity or debt financing and/or new strategic partners. There is no assurance that such financings will be obtained and may result in the Company not meeting any of its operational and capital requirements.

The Company's unaudited condensed consolidated interim financial statements do not include any adjustments to the recoverability and classification of recorded assets, liabilities, all of which would be necessary if the going concern assumption was not appropriate. Such adjustments could be material.

3. Significant accounting policies

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these unaudited condensed consolidated interim financial statements are based on IFRSs issued and outstanding as of December 30, 2014, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed consolidated interim financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended March 31, 2014, except as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending March 31, 2015 could result in restatement of these unaudited condensed interim financial statements.

New accounting standards adopted during the period

Effective April 1, 2014, the Company adopted the following new and revised standards in accordance with the applicable transitional provisions:

IAS 32 - Financial Instruments - Presentation ("IAS 32")
IAS 32 was amended to clarify the criteria that should be considered in determining whether an entity has a legally enforceable right of set off in respect of its financial instruments. At April 1, 2014, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed consolidated interim financial statements for the period ended September 30, 2014.

IFRIC 21 – Levies ("IFRIC 21")
IFRIC 21 were issued in May, 2013 and is an interpretation of IAS 37 – Provisions, Contingent Liabilities and Contingent Assets. The interpretation clarifies the obligating event that gives rise to a liability to pay a levy. At April 1, 2014, the Company adopted this interpretation and there was no material impact on the Company's unaudited condensed consolidated interim financial statements for the period ended September 30, 2014.

IAS 36 – Impairment of Assets ("IAS 36")
The IASB issued a narrow-scope amendment to IAS 36. The amendments included those (i) to require disclosure of the recoverable amount of an asset or cash-generating unit when an impairment loss has been recognized or reversed and (ii) to require detailed disclosure of how the fair value less costs of disposal has been measured when an impairment loss has been recognized or reversed. At April 1, 2014, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed consolidated interim financial statements for the period ended September 30, 2014.

New accounting standard issued but not yet effective

IFRS 9 – Financial Instruments: Classification and Measurement ("IFRS 9")
IFRS 9 was issued in November 2009, and will replace IAS 39 - Financial instruments: Recognition and measurement. IFRS 9 is effective for periods beginning on or after January 1, 2018. The Company is evaluating the impact of the amendments on its consolidated financial statements as issued, although currently they are not expected to have a material impact.

4. Financial instruments

Fair value determination
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value.

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data or other means. Level 3 inputs are unobservable (supported by little or no market activity). The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs.

Financial risk management
The Company's Board of Directors monitors and manages the financial risks relating to the operations of the Company. These include liquidity risk, credit risks and market risks which include foreign currency and interest rate risks.

Credit risk
Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to the Company's cash and other receivables. The Group has no allowance for impairment that might represent an estimate of incurred losses on other receivables. The Company has cash and cash equivalents of $351,000 (March 31, 2014 - $240,000) in continuing and discontinued operations, which represent the maximum credit exposure on these assets. As at September 30, 2014, the majority of the cash and cash equivalents were held with a major Canadian chartered bank from which management believes the risk of loss to be minimal.

Liquidity risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. 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.

Typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses for a period of twelve months, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters. Management monitors the rolling forecasts of the Company's liquidity reserve on the basis of expected cash flows.

4. Financial instruments (continued)

Market risks
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. The Company does not apply hedge accounting in order to manage volatility in statements of loss.

Foreign currency rate risk
The Company, operating internationally, is exposed to currency risk on purchases that are denominated in a currency other than the functional currency of the Company's entities, primarily Pound Sterling (GBP), the Canadian Dollar (CAD), the Central African Franc (XOF), the South African Rand (ZAR), and the US Dollar (USD).

The Company does not hedge its exposure to currency risk.

In respect of other monetary assets and liabilities denominated in foreign currencies, the Group's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short term imbalances.

The Company's investments in its subsidiaries are not hedged.

Interest rate risk
The financial assets and liabilities of the Company are subject to interest rate risk, based on changes in the prevailing interest rate. The Company does not enter into interest rate swap or derivative contracts. The primary goal of the Company's investment strategy is to make timely investments in listed or unlisted mining and mineral development companies to optimise shareholder value. Where appropriate, the Company will act as an active investor and will strive to advance corporate actions that deliver value adding outcomes. The Company will undertake joint ventures with companies that have the potential to realize value through mineral project development, and invest substantially in those joint ventures to advance asset development over the near term.

5. Capital risk management

The Company includes its share capital and premium, reserves and accumulated deficit as capital. The Company’s objective is to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In light of economic changes and with the risk characteristics of the underlying assets, the Company manages the capital structure and makes adjustments to it. As the Company has no cash flow from operations and in order to maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt and/or find a strategic partner. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

The Company prepares annual expenditure budgets to facilitate the management of its capital requirements and updates them as necessary depending on various factors such as capital deployment and general industry conditions. The Company’s investment policy is in highly liquid, short-term interest-bearing investments with short maturities. During the six months ended September 30, 2014, there were no changes in the Company's approach to capital management.

6. Discontinued operations

The closure of the Niger operations was effective September 30, 2013 and has been treated as a discontinued operation in the unaudited condensed consolidated interim financial statements.

The unaudited condensed consolidated interim financial statements have been updated for the discontinued operations for the following amounts:

(In thousands of United States Dollars)

	Six months ended September 30, 2014	Six months ended September 31, 2013
Operating expenses	$ -	$ 206
Loss for the period from discontinued operations	-	206

(Expressed in United States Dollars Except As Otherwise Indicated), Unaudited

Other comprehensive loss				
Foreign currency translation differences on consolidation of foreign operations of discontinued operations		-		1
Total comprehensive loss for the period from discontinued operations	**$**	-	$	207
Cash flows from discontinued operations				
Used in operations	**$**	-	$	(199)
Change in working capital		-		13
	$	-	$	(186)

7. Purchase of Umnex Minerals Limpopo Pty ("UML")

In November 2013, the Company acquired 100% interest in SAN Ltd. SAN Ltd in turn had a 74% interest in a joint operation (the "SAN-Umnex Joint Venture"). The remaining 26% was held by Umnex Mineral Holdings Pty ("UMH"), which had putative title to the Zebediela licenses through its subsidiary, Umnex Minerals Limpopo Pty ("UML"). SAN Ltd and UMH had been in dispute since 2011, and arbitration had begun in August 2013. As a result of this arbitration, in fiscal 2013 the Company had provided in full for the costs of the Zebediela project (USD 1,821,000). The reversal of the impairment will be assessed once the title to the licences has been completely transferred to the Group.

On April 10, 2014, SAN Ltd. and UMH agreed that SAN Ltd. would purchase 100% of UML from UMH for consideration of 33,194,181 in new URU shares and 8,000,000 bonus shares issued to directors and officers for their services in the acquisition of UML.

The Zebediela Nickel Project extends over three separate mining titles in Limpopo Province. As at the date of acquisition, title to all three rights were held by parties unrelated to UML, and transfer of the rights to UML's subsidiary Lesogo Platinum Uitloop Pty ("LPU") had not been completed. The timing of the transfer is uncertain and regulatory approval of the transfer remains outstanding. The delay in the transfer of the rights is normal in South Africa and management does not expect any complications.

7. Purchase of Umnex Minerals Limpopo Pty ("UML") (continued)

Under the terms of the acquisition agreement, UMH is permitted to return the shares and take back the licences should URU:

- fail to maintain adequate cash funds to meet its general and project expenditure obligations, or
- fail to meet the purchased rights' minimum statutory expenditure obligations, or
- raise equity capital at a valuation of below 1.5 pence per share

As at September 30, 2014, the "general and project expenditure obligations" and the "minimum statutory expenditure obligations" of the general and project expenditure obligations has not been determined.

As the Company owns all of UML's outstanding ordinary shares, the Company has control over UML as defined in IFRS 10, Business Combinations. However, as UML does not meet the definition of a "business" as set out in IFRS 3, the Company has treated the transaction as a purchase of assets. As it was not a business combination, transaction costs have been capitalized, and as the transaction affected neither accounting nor taxable profit, deferred taxes do not arise.

The following table summarises the preliminary assessment of consideration paid for UML and the amounts of assets acquired at the acquisition date:

Consideration

Value of shares issued	$	976,432
Value of bonus shares issued		225,784
Cash-based acquisition costs		31,599
	$	1,233,815

Identifiable net assets acquired

Intangible assets	$	1,334,401
Liabilities		(100,586)
	$	1,233,815

Additionally, conditional consideration of 12,000,000 free-trading shares is payable if either 1) a transaction is consummated by URU to sell, farm-out, or similarly dispose of any portion of a mineral project on some or all of the mining titles, or 2) a mining right is obtained from the South African Department of Mines and Resources in respect of some or all of the rights, or 3) an effective change of control of URU occurs. As at September 30, 2014, none of the above conditions have occurred.

8. Sale of UrAmerica

On 4 April 2013, the Company elected to sell its entire holdings (4,421,000 shares) in UrAmerica, an Argentina-based private uranium exploration company, for GBP 200,000, resulting in a gain of USD 292,000. This investment had previously been written off in the consolidated financial statements.

9. Plant and equipment

(In thousands of United States Dollars)

COST	**Exploration Plant and equipment**	**Computer equipment**	**Total**
Balance, March 31, 2014 and September 30, 2014	**$ 50**	**$ 7**	**$ 57**

ACCUMULATED DEPRECIATION	Exploration Plant and equipment		Computer equipment		Total	
Balance, March 31, 2014	**$**	**31**	**$**	**6**	**$**	**37**
Depreciation for the period		**3**		**1**		**4**
Balance, September 30, 2014	**$**	**34**	**$**	**7**	**$**	**41**

CARRYING AMOUNTS	Exploration Plant and equipment		Computer equipment		Total	
At March 31, 2014	**$**	**19**	**$**	**1**	**$**	**20**
At September 30, 2014	**$**	**16**	**$**	**-**	**$**	**16**

None of the plant and equipment is pledged to any third party, nor are there any restrictions on the title. As at September 30, 2014, there are no capital commitments.

10. Intangible assets

(In thousands of United States Dollars)
Exploration costs

COST	South African Projects		NU SA/Discontinued operations		S SOAB		Nueltin		T	
Balance, March 31, 2014	**$**	**3,890**	**$**	**4,758**	**$**	**1,438**	**$**	**175**	**$**	**10,**
Acquired (note 7) (i)		1,334		-		-		-		1,
Foreign exchange		(82)		-		(155)		(2)		(2
Additions		32		-		13		-		
Balance, September 30, 2014	**$**	**5,174**	**$**	**4,758**	**$**	**1,296**	**$**	**173**	**$**	**11,**

ACCUMULATED AMORTIZATION AND IMPAIRMENT	**South African Projects**		**NU SA/Discontinued operations**		**S SOAB**		**Nueltin**		**T**	
Balance, March 31, 2014	**$**	**(2,088)**	**$**	**(4,758)**	**$**	**-**	**$**	**-**	**$**	**(6,8**
Foreign exchange		44		-		-		-		
Provisions		-		-		-		-		
Balance, September 30, 2014	**$**	**(2,044)**	**$**	**(4,758)**	**$**	**-**	**$**	**-**	**$**	**(6,8**

CARRYING VALUE	**South African Projects**		**NU SA/Discontinued operations**		**S SOAB**		**Nueltin**		**T**	
At March 31, 2014	**$**	**1,802**	**$**	**-**	**$**	**1,438**	**$**	**175**	**$**	**3,**
At September 30, 2014	**$**	**3,130**	**$**	**-**	**$**	**1,296**	**$**	**175**	**$**	**4,**

(i) The intangible assets acquired from UML were capitalized as additions to South African Projects.

11. Receivables

(In thousands of United States Dollars)

	As at September, 30 2014	As at March 31, 2014
Deposits	**$ 61**	$ 63
Other prepayments	**-**	19
Other receivables	**522**	30
Payroll withholding taxes recoverable from directors	**-**	4
	$ 583	$ 116

12. Share capital and premium

(In thousands of United States Dollars except number of shares)

	Number of shares	Share capital	Share premium	Total
Balance, March 31, 2013	113,276,722	$ 1,133	$ 45,724	$ 46,857
Shares issued to purchase SSOAB	19,500,000	195	472	667
Balance, September 30, 2013	132,776,722	$ 1,328	$ 46,196	$ 47,524
Balance, March 31, 2014	132,776,722	$ 1,328	$ 46,196	$ 47,524
Shares issued for acquisition of UML (note 7)	41,194,181	412	790	1,202
Shares issued in private placement (i)	54,333,334	543	831	1,374
Transaction costs incurred for private placement	-	-	(32)	(32)
Balance, September 30, 2014	228,304,237	$ 2,283	$ 47,785	$ 50,068

Issued shares
All issued shares are fully paid up.

(i) On May 2, 2014, the Company announced the placing of 54,333,334 new shares at a price of 1.5 pence per share for a total of GBP 815,000. Of the total, 19,283,335 shares were issued to Niketo Co. Ltd., a company wholly owned by NWT Uranium Corp.("NWT"), the Company's largest shareholder.

Unissued shares
In terms of the BVI Business Companies Act, the unissued shares are under the control of the Directors.

Dividends
Dividends declared and paid by the Company were $nil for the six months ended September 30, 2014 (September 30, 2013 - $nil)

13. Reserves

(In thousands of United States Dollars)

	As at September, 30 2014	As at March 31, 2014
Contributed surplus	**$ 2,307**	$ 2,209
Translation of foreign operation reserve	**(728)**	(333)
	$ 1,579	$ 1,876

The share option reserve comprises the accumulation of values assigned to option grants from inception of the Share Option Plan, net of cancellations, redemptions and expires transferred to retained earnings.

14. Contributed surplus

(a) Share options

The Share Option Plan is administered by the Board of Directors, which determines individual eligibility under the plan for optioning to each individual. Below is disclosure of the movement of the Group's share options as well as a reconciliation of the number and weighted average exercise price of the Group's share options outstanding on September 30, 2014.

The assessed fair value at grant date is determined using the Black-Scholes Model that takes into account the exercise price, the term of the option, the share price at grant date, the expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

(i) Reconciliation of share options outstanding as at September 30, 2014:

Exercise prices (GBP)	Weighted average remaining life (years)	Number of options originally granted	Number exercisable

(Expressed in United States Dollars Except As Otherwise Indicated), Unaudited

0.034	1.66	3,250,000	3,250,000
0.049	0.53	750,000	750,000
0.049	6.31	2,633,334	2,633,334
0.070	0.53	350,000	350,000
0.070	7.65	500,000	500,000
0.020	2.65	8,500,000	8,500,000
0.032	3.06	15,983,334	15,983,334

14. Contributed surplus (continued)

(a) Share options (continued)

(ii) Continuity and exercise price

The number and weighted average exercise prices of share options are as follows:

	Number of options	Weighted average exercise price per share (GBP)
Balance, March 31, 2013 and September 30, 2013	11,483,334	$ 0.05
Balance, March 31, 2014	7,483,334	0.04
Options granted	8,500,000	0.02
Balance, September 30, 2014	15,983,334	$ 0.03

On May 22, 2014, the Company granted a total of 8,500,000 options to directors and contractors at an exercise price of GBP0.02 per share. The options granted vested immediately upon grant. The fair value of share options granted was $98,067 (GBP58,319) which was expensed during the six months ended September 30, 2014. The fair value of these share options was calculated using the Black Scholes model with the following assumptions:

Risk-free interest rate	1.04%
Expected life (years)	3.0
Expected volatility	49.62%
Dividend yield per share	Nil
Exercise price	GBP0.02
Share price	GBP0.02

(b) Warrant

The following is a summary of the Company`s warrant granted under its Share Incentive Scheme.

As at September 30, 2014, the following warrant, issued in respect of capital raising, had been granted but not exercised:

Name	Date granted	Date vested	Number of warrants	Exercise price (GBP)	Expiry date	Fair value at grant date (GBP)
Beaumont	October 9, 2009	October 9, 2009	100,000	0.345	October 9, 2019	0.345

There were no movements in warrant during the six months ended September 30, 2014 or during the six months ended September 30, 2013

.15. Trade and other payables

(In thousands of United States Dollars)

	As at September, 30 2014	As at March 31, 2014
Other payables	$ 49	$ 3
Accruals	227	298
	$ 276	$ 301

16. Contingent consideration on SSOAB purchase

On 23 May, 2013, the Company announced that it had acquired all the outstanding ordinary shares of a Swedish company, Svenska Skifferoljeaktiebolaget (“SSOAB”) from a private company. The acquisition was made to obtain SSOAB’s only significant assets: its title to six exploration licenses in Sweden, located in Örebro County.

URU paid the vendors USD 300,000 and issued 17 million ordinary shares as consideration to the vendors for the purchase of SSOAB. An additional 2.5 million ordinary shares, plus a cash payment of USD 25,000, were paid as a finder’s fee on the transaction. A deferred payment of USD 200,000 will be paid by URU to the vendors upon the completion of the first exploration drill program on the property in the future. The agreement has not specified a drilling timetable; management’s best estimate is that it will be on or about three years after acquisition (i.e. May 2016), although the drilling would be contingent on the Group’s cash position. Coincident with the deferred payment will be a return to the purchasers of cash and equivalents in the company at transfer of SEK 132,000 (USD 21,000 at date of purchase). The payment terms offer a reduction to the extent of any claims for pre-acquisition liabilities not previously disclosed by the seller and identified by URU within one year of purchase, provided that any one claim is greater than USD 10,000 and the claims in aggregate are greater than USD 100,000.

The contingent consideration of USD 221,000 (comprising a purchase cost of USD 200,000 plus a return of assets of USD 21,000) has been discounted and recognized at fair value of USD 141,000 at issue, and will be amortized over the period to payment using the effective interest method

(In thousands of United States Dollars)

	As at September, 30 2014	As at March 31, 2014
Opening balance	$ 160	$ -
Amount recognized	1	141
Accretion	12	19
	$ 172	$ 160

17. Related party transactions

(a) Transactions with key management personnel

During the six months ended September 30, 2014, stock options of 8,000,000 were granted to officers and directors of the Company (2013 - nil) at an exercise price of GBP 0.02 per share.

Details of stock options outstanding granted to directors, management and past directors and management are as follow:

Directors/officers	Weighted average Exercise price (GBP)	Number of Options originally granted	Expiry date
Directors	0.034	1,000,000	February 27, 2016
J. Vieira	0.02	2,000,000	May 23, 2017
J. Vieira	0.034	1,000,000	February 27, 2016
D. Subotic	0.02	3,000,000	May 23, 2017
D. Subotic			
Management			
J. Zorbas	0.02	3,000,000	May 23, 2017
Former director			
R. Lemaitre	0.034	1,250,000	February 27, 2016
R. Lemaitre	0.07	500,000	February 21, 2022
Former management			
R. Swarts	0.049	500,000	October 21, 2020
R. Swarts	0.07	350,000	February 21, 2022
		12,600,000	

The former Chief Executive Officer and director R. Lemaitre and former Chief Financial Officer, R. Swarts resigned during the prior year and the Board of Directors has confirmed that their options will remain in force until June 2015.

(b) Management remuneration

(In thousands of United States Dollars)

months ed 30,		**Six months September 30,**		**Six ended end September 2014 2013**
Fees for services as director	$	29	**$**	**27**
Basic salary		123		**41**
Share-based payments		5		**92**
Total	$	157	**$**	**160**

18. Segmented information

During the six months ended September 30, 2014, business activities took place in Sweden, Canada and South Africa and during the year ended March 31, 2014, business activities took place in Sweden, Canada, South Africa and Niger.

In presenting information based on the geographical segments, segment assets are based on the geographical location of the assets.

The following table presents segmented information on the Company's operations and net loss for the six months ended September 30, 2014 and assets and liabilities as at September 30, 2014:

(In thousands of United States Dollars)

	Canada	Sweden	South Africa	Total
Net loss	$ 477	$ -	$ -	$ 477
Depreciation	$ 4	$ -	$ -	$ 4
Share-based payments	$ 98	$ -	$ -	$ 98
Total assets	$ 1,095	$ 1,315	$ 3,139	$ 5,549
Non-current assets	$ 189	$ 1,296	$ 3,130	$ 4,615
Liabilities	$ (263)	$ (185)	$ -	$ (448)

The following table presents segmented information on the Company's operations and net loss for the six months ended September 30, 2013 and assets and liabilities as at September 30, 2013 and as at March 31, 2014:

(In thousands of United States Dollars)

	Canada	Sweden	South Africa	Niger	Total
Net loss	$ 147	$ -	$ -	$ 206	$ 353
Depreciation	$ 1	$ -	$ -	$ 1	$ 2
Share-based payments	$ 9	$ -	$ -	$ -	$ 9
Total assets	$ 1,117	$ 1,421	$ 1,580	$ 1	$ 4,119
Non-current assets	$ 203	$ 1,400	$ 1,580	$ -	$ 3,183
Liabilities	$ (374)	$ -	$ -	$ (21)	$ (395)
Assets and liabilities as at March 31, 2014					
Total assets	$ 520	$ 1,426	$ 1,845	$ 1	$ 3,792
Non-current assets	$ 195	$ 1,438	$ 1,802	$ -	$ 3,435
Liabilities	$ (446)	$ -	$ -	$ (15)	$ (461)

19. Commitment

In February 2014, the Company signed a lease agreement with its majority shareholder, NWT, based on the square footage it uses in NWT's office space. The monthly rent is CAD1,850 through to March

(Expressed in United States Dollars Except As Otherwise Indicated), Unaudited

31, 2015 and will be settled from time to time with NWT as URU's finances permit.

****ENDS****

For further information please visit www.urumetals.com or contact:

URU Metals Limited	+1 416 504 3978
John Zorbas (Chief Executive Officer)	
Northland Capital Partners Limited (Nominated Adviser and Joint Broker)	+ 44 (0) 207 382 1100
Edward Hutton / Matthew Johnson	
Beaufort Securities Limited (Joint Broker)	+ 44 (0) 207 382 8300
Andrew Gutmann	
St Brides Media & Finance Ltd (Financial Public Relations)	+44 (0) 20 7236 1177
Lottie Brocklehurst / Susie Geliher	

About URU Metals:

URU Metals is a multi-commodity explorer and developer with a diverse portfolio that includes:

- ***Zebediela Nickel Sulphide Project, South Africa***
  100% ownership of a world class nickel sulphide project located in the Limpopo Province of South Africa boasting inferred and indicated resources of over 1.5Bt containing around 37Mt of nickel. Zebediela is forecasted to be a lowest-quartile production asset with an NPV_8 of US$1 billion and IRR of 25.7% at US$8.5/lb Ni for its indicated resources alone.

- ***Burgersfort Nickel Sulphide Project, South Africa***

50% ownership of Burgersfort, located in the Mpumalanga Province of South Africa. Previous exploration identified disseminated nickel targets and three deeper massive sulphide nickel targets.

- ***The Närke Oil-Uranium Project, Sweden***
  100% interest in an oil shale asset located in the Alum Shale of Sweden. The project will involve the conversion of kerogen to oil and is one of the largest known uranium deposits worldwide. The project has an exploration target of 1.47 billion tonnes potentially containing 303,000t of U_3O_8 and 525 million barrels of oil equivalent.