



**ADMIRALTY RESOURCES**

**Admiralty Resources NL**

**ABN: 74 010 195 972**

**FINANCIAL REPORT  
FOR THE YEAR ENDED  
30 JUNE 2019**

## CORPORATE DIRECTORY

### Admiralty Resources NL

ABN: 74 010 195 972

#### Directors:

Qing Zhong  
Jian Barclay  
Bin Li

#### Company Secretary:

Jarrold White

#### Principle place of business:

C/- Traverse Accountants  
Suite 305, Level 3  
35 Lime Street  
Sydney NSW 2000

#### Registered Office:

C/- Traverse Accountants  
Suite 305, Level 3  
35 Lime Street  
Sydney NSW 2000

#### Securities Quoted:

Australian Securities Exchange Ltd (ASX)  
Code: ADY (shares)

#### Auditors:

RSM Australia Partners  
Level 13, 60 Castlereagh Street  
Sydney NSW 2000

#### Bankers:

Westpac Banking  
Corporation  
447 Bourke Street  
Melbourne VIC 3000  
Australia

Scotiabank Azul  
Av. Costanera Sur 2710  
Piso 21 Torre A. Las Condes,  
Santiago  
Chile

National Australia Bank  
Level 13, Tower B, 799  
Pacific Highway  
Chatswood NSW 2067  
Australia

#### Lawyers:

Addisons Lawyers  
Level 12, 60 Carrington  
Street  
Sydney NSW 2000  
Australia

Noguera, Larraín & Dulanto  
Abogados  
El Golf 40, Piso 11  
Las Condes, Santiago  
Chile

#### Share Registry:

Boardroom Limited  
Level 12, 225 George Street  
Sydney NSW 2000 Australia

#### Website:

www.ady.com.au

### Admiralty Resources Group Structure

Admiralty Resources NL (ACN 010 195 972) has the following subsidiaries:

- Admiralty Minerals Chile Pty Ltd
- Admiralty Minerals Chile Pty Ltd Agencia en Chile (Chilean branch of Admiralty Minerals Chile Pty Ltd, which owns mineral concessions in Chile)
- Bulman Resources Pty Ltd (100% ownership of the Bulman lead/zinc project in the Northern Territory, Australia)
- Pyke Hill Resources Pty Ltd (has a 50% ownership interest in the Pyke Hill Nickel/Cobalt resource in Western Australia subject to an exploitation agreement with Cougar Metals NL)
- Admiralty Resources (Hong Kong) Limited
- ADY Investments Pty Ltd (currently inactive)
- Fortune Global Holdings Corporation (currently inactive)
- Servicios Admiralty Resources Chile Limitada

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## CHAIRMAN'S REPORT

Dear Shareholders,

This has been an exciting year for the Group with a number of events transpiring which have the potential to be transformational for the Group.

### ***Soberana***

Soberana is currently in the early stages of infrastructure and mine construction activities.

Throughout the year ADY signed a contract mining lease with Rocterra Limitada, a local Chilean mining Company. Rocterra provided 50% of the contracted deposit (approximately AU\$103,000) required as a sign of their commitment to the project. Currently Rocterra is finalising pit designs and starting construction, having finalised external finance for the mine.

Under the terms of the lease Admiralty will receive a monthly payment for its share of production. This will be paid as a fixed price per tonne of iron concentrate processed and sold during the immediately preceding month.

This has been a material non-dilutive development on a key Company project and the Board is confident of imminent production at the Soberana site with resulting royalty payments the begin to flow in the coming months.

### ***Company Funding and Corporate Activities***

The Company continues to be funded primarily by unsecured debt facilities. This has been the preference of the Board as the Company seeks to commercialise its projects with the least amount of dilution.

Subsequent to balance date the following material developments with regard to existing debt facilities were agreed:

#### **1. Convertible Notes**

On 18 July 2019, a Deed of Amendment was signed where the maturity date of the facility was extended to 31 December 2021. The terms of the facility remained in place with interest due and payable at a rate of 12% per annum on a quarterly basis and unpaid interest amounts are accrued and applied on the face value of the accumulated balance of the loan. The agreement provides that the lender may convert the amount to ordinary shares at the amount equivalent to 80% of the Volume Weighted Average Price per share, calculated 90 days immediately prior to the conversion date. This revision was treated as a new and separate facility with the previous facility settled.

#### **2. Loan from Long Sheng Technology Development Co. Limited**

On 12 July 2019, the Company signed an additional loan agreement with Shanghai Long Sheng Technology Development Co. Limited. The purpose of the loan is to provide funds for working capital until such time that revenue is achieved from the projects. This additional loan increases the total ceiling to AU\$3,000,000 with the other terms of the loan agreement in place. Interest is payable at the repayment date, being 01 October 2020 and is calculated at a rate of 5% per annum.

## CHAIRMAN'S REPORT

### *Material Developments to Further Mariposa*

On 5 August 2019 the Company announced it had signed a Project Financing Framework Agreement (“the Framework”) with Ning Bo Qiaohui Leasing and Financial Co., Ltd. Importantly this party is separate and in addition to discussions that continue with state owned China Nuclear Industry 22nd Construction Co. LTD (“CNI22”). The negotiations with CNI22 will be evaluated against the Ning Bo framework as it is further negotiated into final terms.

If furthered this framework would see the financing of the Mariposa through construction and to the production stage.

Key terms of the framework agreement are:

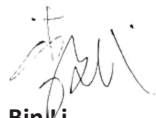
- Total financing of up to CNH 220 million (approximately AU \$46,000,000)
- Facility period of 18 months of construction plus 42 months of operations to allow repayment from operational profits
- A security deposit of CNH 44 million (approximately AU \$9,200,000) is required
- Mortgage of Equity Right and Income Right of wholly owned subsidiary Admiralty Minerals Chile Pty. Ltd. Chilean Agency until completion of the contact period whereby the rights will be transferred back to the Company

Your Board is actively working to progress key final due diligence on the financier and meeting prerequisite funding conditions of Ningbo. These include the establishment of a security deposit that meets the requirements of the facility provider and the negotiation of an EPC (Engineering, Procurement and Construction) contract with a suitable contractor to complete the mine construction.

### ***Looking Forward to 2020***

On behalf of the Directors, I would like to thank you for your ongoing support as we move into 2020 with a focus on developing our Company into a direct and indirect producer.

Yours sincerely,



**Bin Li**  
**Chairperson**  
**30 September 2019**

# CORPORATE GOVERNANCE STATEMENT

## COMPLIANCE WITH ASX CORPORATE GOVERNANCE RECOMMENDATIONS

### Introduction

The Directors of Admiralty Resources NL (the “Company”) are committed to and support the implementation of best practice in corporate governance, applied in a manner that is appropriate to the Company’s circumstances. These policies and procedures are summarised below.

The Company’s corporate governance practices and procedures are directed to provide an appropriate framework for the pursuit of this objective, while protecting the rights and interests of shareholders and ensuring that the Company conducts its business lawfully and ethically. It influences how the objectives of the Company are achieved, how risk is monitored and assessed and how performance is optimised.

The Board and management are committed to corporate governance and, to the extent that they are applicable to the Company, have adopted the Corporate Governance Principles as set out in the Corporate Governance Principles and Recommendation (3<sup>RD</sup> Edition) as published by the ASX Corporate Governance Council, which was released on 27 March 2014 and came into effect on 1 July 2014.

The Board of Directors has put in place a framework of internal policies, procedures and guidelines for the governance of the Company, which has appropriate regard to the ASX Principles and Recommendations.

Whilst the Board has demonstrated, and continues to demonstrate, its commitment to best practice in corporate governance, it emphasises that good corporate governance is only one factor contributing to the success of the Company's operations.

The governance framework is reviewed annually by the Board with the object of achieving at all times the highest standards of corporate governance and ethical corporate behaviour.

Additional information about the Company's corporate governance practices is set out on the Company's website at [www.ady.com.au](http://www.ady.com.au).

## CORPORATE GOVERNANCE STATEMENT

### Council Principle 1: Lay solid foundations for management and oversight

#### Role of the Board

The Board's primary role is the protection and enhancement of medium to long term shareholder value. To fulfil this role, the Board is accountable to shareholders and regulators for the activities and performance of the Company and has overall responsibility for the Company's core business together with its corporate governance. The Board provides guidance to the management team that manages the business and affairs of the Company.

#### Responsibility of the Board

The corporate governance framework includes guidelines covering Board membership and operation that formalise the functions and responsibilities of the Board, including the nature of matters referred to the Board, and also contain guidelines for the operation and management of the Board.

The Board is collectively responsible for promoting the success of the Company by:

- Overseeing the Company, including its control and accountability systems and the performance of the Managing Director;
- Review and ratification of the integrity of the Company's financial management and reporting systems and processes;
- Establishment and monitoring of risk assessment and management, internal compliance and control procedures;
- Review and approval of the Company's yearly and half-yearly financial reports and other financial reporting in compliance with the applicable accounting standards, the Listing Rules and the Australian Securities Exchange and the Corporations Act 2001;
- Appointment, removal and remuneration of and delegation of authority to the Managing Director;
- Appointment, removal and monitoring of the performance of the Company Secretary and the Company's external accountants;
- Appointment of, liaison with, and regular review of the effectiveness and independence of the Company's external auditor;
- Regularly receiving, reviewing and applying reports and recommendations from the Managing Director concerning significant aspects of the Company's business and operations;
- Approving and monitoring financial and other reporting;
- Setting the strategic direction of the Company and monitoring the progress of those strategies;
- Informing itself about and considering the implications of events and circumstances that could significantly affect the Company;
- Taking responsibility for corporate governance;
- Ensuring that appropriate policies and procedures are in place for sound corporate governance including compliance with continuous disclosure requirements and other legal compliance; and
- Reviewing and ratifying systems for health, safety and environment management; risk and internal control and regulatory compliance for both employees and contractors.

The Board must convene regular meetings with such frequency as is sufficient to appropriately discharge its responsibilities. Between regular meetings it will also ensure that important matters are addressed by way of circular resolutions. The Board may, from time to time, delegate some of the responsibilities listed above to its senior management team.

## CORPORATE GOVERNANCE STATEMENT

### **Responsibility of the Managing Director:**

Responsibility for management of the Company's business and affairs, within the scope of the governance framework established by the Board, is delegated to the Managing Director, and subject to the oversight and supervision of the Board. It is the responsibility of the Managing Director, acting within his delegated authority, to manage the Company and its business.

The responsibilities of the Managing Director include:

- developing and recommending to the Board strategies, business plans and annual budgets for the Company;
- implementing the strategies, business plans and budgets adopted by the Board;
- managing resources within budgets approved by the Board;
- ensuring compliance with applicable laws and regulations; and
- ensuring the Board is given sufficient information to enable it to perform its functions, set strategies and monitor performance.

### **Appointment, induction and training**

In selecting new Directors, the Board must ensure that the candidate has the appropriate range of skills, experience and expertise that will best complement Board effectiveness.

The Company ensures that appropriate background checks are undertaken regarding the potential new Director's character, experience, education, criminal record and bankruptcy history before appointing or putting forward a Director to shareholders for election as a Director.

The Company also provides its shareholders with all material information in its possession that is relevant to their decision on whether or not to elect or re-elect a Director through the Notice of Meeting, Director Resumes and other information contained in the Annual Report and on the Company's website.

Upon appointment, each Director will receive a written agreement which sets out the terms of their appointment. New Directors will also attend an induction program where they are briefed on the Company's:

- operations and the industry sectors in which it operates;
- financial, strategic, operational and risk management position;
- governance matters, policies and procedures; and
- the Director and committee member's rights, duties and responsibilities.

Directors are also provided with regular professional development opportunities to develop and maintain the skills and knowledge needed to perform their role as Directors effectively.

### **Company Secretary**

All Directors have access to the Company Secretary. The Company Secretary is accountable to the Board, through the Chair, on all corporate governance matters.

The Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.



## CORPORATE GOVERNANCE STATEMENT

The role of the Company Secretary includes:

- advising the Board and its committees (as established from time to time) on governance matters;
- monitoring that Board and committee policy and procedures are followed;
- coordinating the timely completion and despatch of board and committee papers;
- ensuring that the business at Board and committee meetings is accurately captured in the minutes; and
- helping to organise and facilitate the induction and professional development of directors.

### Diversity Policy

The Company is committed to ensuring an inclusive workplace that encourages and embraces diversity, but the current Board has not established a Diversity Policy due to the limited size of the Board and operations.

The respective proportions of men and women on the Board, in senior executive positions and across the Company are as below:

	Men	Women
<b>Board</b>	33%	67%
<b>Senior executive*</b>	-%	100%

\* Managing Director

### Performance Review of Directors

As part of the annual review of the performance of the Board, the appropriate size, composition and terms and conditions of appointment to and retirement from the Board are considered. The level of remuneration for non-executive directors is considered with regard to practices of other public companies and the aggregate amount of fees approved by shareholders. The Board also reviews the appropriate criteria for Board membership collectively.

A formal Board review was not undertaken in the current year as the Board as the Directors have agreed to defer payment of their fees to manage working capital pressures.

### Performance review of Executives

A performance evaluation of the Managing Director is conducted annually. The Managing Director is requested to provide feedback on how they feel they have performed over the 12 month period (360 degree feedback).

A formal Management review was not undertaken in the current year as the Board as the Directors have agreed to defer payment of their fees to manage working capital pressures.

### Council Principle 2: Structure the board to add value

The Company considers that each Director possesses skills and experience suitable for building the Company. The skills, experience and expertise relevant to the position of each Director (who is in office at the date of the Annual Report and their term of office) are detailed in the Directors' Report. To add value to the Company, the Board is structured to discharge adequately its responsibilities and duties in respect of the size and scale of operations.

### Nomination

Due to the relatively small size of the Company and the nature of the Company's core business, the Board has not created a Nominations Committee as these matters are considered by the Board.

## CORPORATE GOVERNANCE STATEMENT

### Nomination (continued)

The Board addresses succession issues and ensures the Board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively through regular review and assessment.

### Board Skills and Experience

The length of service of each Director is set out in the Directors' Report of the Annual Report. The skills and experience of the directors are set out in the matrix below.

Experience	Industry
<ul style="list-style-type: none"> <li>• Mining investment</li> <li>• Mine engineering, development and management</li> <li>• Capital raising management</li> <li>• Corporate Finance</li> </ul>	<ul style="list-style-type: none"> <li>• Mining &amp; Geology</li> <li>• Investment Banking</li> <li>• Legal</li> <li>• Finance and Accounting</li> </ul>

### Independent Directors

Currently, the Board does not have a majority of Directors which are considered to be independent. However, the Company believes it has the right mix of skills, independence and experience on the Board at this time, given the Company's current business objectives and stage of growth.

At all times during the year, the Company has maintained a separation between the Chair and Managing Director roles.

The following table provides information in relation to the independence of Directors as at year end:

Name	Position	Independent	Factors affecting independence	Length of Service
Bin Li	Non-Executive Chairman	Yes	Nominated by majority shareholder and elected as Non-Executive Director at General Meeting of Members on 21 September 2014.	5 years
Qing Zhong	Managing Director	No	Employed in an executive capacity as Managing Director.	5 years, 10 months
Jian Barclay	Executive Director	Yes	There are no known factors affecting independence.	4 months

### Induction and Training

When appointed to the Board, a new director will receive an induction appropriate to their experience.

Directors are encouraged to seek professional development to develop and maintain the skills and knowledge needed to perform their role as directors effectively.

## CORPORATE GOVERNANCE STATEMENT

### Council Principle 3: Act ethically and responsibly

#### Code of Conduct

The Board has adopted a Corporate Code of Conduct to establish and encourage observance of standards of ethical and responsible decision making and behaviour that is necessary to maintain confidence in the Company's integrity. This enables Directors to recognise legal, social and other obligations and guide compliance to the Company's shareholders and stakeholders.

Directors are required to disclose to the Board actual or potential conflicts of interest that may or might reasonably be thought to exist in so far as it affects the activities of the Company. Directors are required to take actions to ensure they act in accordance with the Corporations Act. This may include taking no part in discussions or the decision making process, where a conflict exists.

### Council Principle 4: Safeguard integrity in corporate reporting

#### Board Committees

The Board has not established an Audit Committee due to the limited size of the Board and the limited current activities of the Company.

Instead the function will be undertaken by the full Board in accordance with policies and procedures outlined in the Audit Committee Charter:

- overseeing the reliability and integrity of the Company's accounting policies, financial reporting and disclosure practices;
- reviewing financial reporting, due diligence, financial systems integrity and business risks;
- reviewing and monitoring the Company's external Audit and Risk management procedures;
- monitoring and reviewing the effectiveness of the Company's internal compliance and control;
- reviewing the external auditor's qualifications and independence;
- reviewing the performance of the external auditor;
- assessment of whether the Company's external reporting is consistent with Board Members' information and knowledge and is adequate for shareholder needs; and
- ensuring proper procedures for the selection, appointment or removal of the external auditor and rotation of the external audit engagement partner.

#### CEO Declaration under 295A of the Corporations Act 2001

The Company received from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

## CORPORATE GOVERNANCE STATEMENT

### External Auditor

RSM Australia Partners are the appointed external auditors of the Company and were appointed at the Company's 2015 Annual General Meeting. The performance of the external auditor is reviewed periodically and, if necessary, applications for tender of external audit services will be requested as deemed appropriate.

It is the practice of the Company to require the external auditor to attend the Annual General Meeting and be available to answer shareholders questions about the conduct of the annual audit and content of the auditor's report.

An analysis of fees paid to the external auditors, including a breakdown of any fees for any non-audit services, is provided in Note 6 to the financial statements. The Directors are satisfied that the provision of non-audit services during the year by RSM Australia Partners is compatible with the general standard of independence as imposed by the Corporations Act. The external auditors provide an annual declaration of their independence to the Company.

### Council Principle 5: Make timely and balanced disclosure

#### Continuous Disclosure

All Directors have been made aware of the continuous disclosure requirements of the ASX Listing Rules and have been provided with a copy of the relevant rules and guidance notes. Continuous disclosure is included on the agenda for all formal meetings of the directors. Directors are made aware of the constraints applicable to private briefings and broker and analyst presentations.

The Directors have allocated responsibility to each director and the company secretary to alert the Board to any operational or regulatory matters respectively which they consider may require disclosure to the market under the continuous disclosure requirements of the ASX Listing Rules. The Directors then consider and approve the form of any such announcement.

All Company announcements require the approval of the board with provision for available directors to approve urgent announcements. The company secretary is responsible for communication with ASX.

The Annual Report contains a review of operations.

### Council Principle 6: Respect the rights of shareholders

#### Communication Policy

The Company has guidelines to promote effective communication with shareholders and encourage effective participation through a policy of open, balanced disclosure of all material information with respect to the Company's affairs to shareholders, regulatory authorities and stakeholders.

Information will be communicated to shareholders as follows:

- The Annual Report is distributed to all shareholders. The Board ensures that the Annual Report includes relevant information about the operations of the consolidated entity during the year, changes in the state of affairs of the consolidated entity and details of future developments, in addition to the other disclosures required by the Corporations Act. The Annual Report is made available on the Company's website and is provided in hard copy format to shareholder who requests it.
- The Half-Year Report contains summarised financial information and a review of the operations of the consolidated entity during the year. The half-year audited financial report is prepared in accordance with

## CORPORATE GOVERNANCE STATEMENT

### Council Principle 6: Respect the rights of shareholders (continued)

#### Communication Policy (continued)

the requirements of applicable Accounting Standards and the Corporations Act and is lodged with the Australian Securities Exchange. The Half-Year Report is made available on the Company's website and is sent to any shareholder who requests it.

- The Quarterly Report contains summarised cash flow financial information and details about the Company's activities during the quarter. The Quarterly Report is made available on the Company's website and is sent to any shareholder who requests it.
- Announcements in accordance with the ASX Listing Rules and the Continuous Disclosure obligations;
- A general meeting of shareholders held at least annually, including providing them with notice of meeting and proxy form; and
- The Company's website is well promoted to shareholders and shareholders may register to receive updates, either by email or in hard copy.

The Board encourages full participation of shareholders at the Annual General Meeting to ensure a high level of accountability and identification with the consolidated entity's strategy and goals. Important issues are presented to the shareholders as resolutions. The Company also ensures that the audit partner attends the Annual General Meeting.

#### Company's Website

The Company maintains a website at: [www.ady.com.au](http://www.ady.com.au)

On its website, the Company makes the following information available on a regular and up-to-date basis:

- Company announcements and Latest information briefings;
- Notices of meetings and explanatory materials; and
- Quarterly, Half-Year and Annual Reports.

The website is being continuously updated with any information the Directors and management may feel is material. All relevant announcements made to the market, and related information, are placed on the website after they have been released to the Australian Securities Exchange.

The website also provides information about the last three years press releases / announcements including three years of financial data.

### Council Principle 7: Recognise and manage risk

#### Oversight and Management of Material Business Risks

The Company is aware of the risks involved in an exploration and mining company and the specific uncertainties for the Company continue to be regularly monitored and reviewed by the Board. All proposals reviewed by the Board include a conscious consideration of the issues and risks of the proposal.

It has not established a separate committee to deal with these matters as the directors consider the size of the Company and its operations does not warrant a separate committee at this time.

The potential exposures associated with operating the Company are managed by the Managing Director, the Company Secretary and consultants who have significant broad-ranging industry experience, who work together as a team and regularly share information on current activities. During the year, the Managing Director has disclosed to the Board the effectiveness of the Company's management of the material business risks.

## CORPORATE GOVERNANCE STATEMENT

### **Council Principle 7: Recognise and manage risk (continued)**

#### **Oversight and Management of Material Business Risks (continued)**

Additionally, it is the responsibility of the Board to assess the adequacy of the Company's internal control systems and that its financial affairs comply with applicable laws, regulations and professional practice. The Managing Director and the Company Secretary declare in writing to the Board that the financial reporting, risk management and associated compliance controls have been assessed and found to be operating efficiently and effectively.

The Managing Director and the Company Secretary make this representation prior to the Directors' approval of the release of the annual and six monthly accounts. This representation is made after enquiry of, and representation by, appropriate levels of management.

This assessment was completed as part of the 30 June 2019 Annual Report and 31 December 2018 Half Year Report.

#### **Internal Audit**

The Company does not have an internal audit function, and due to its size and current activities the Board does not believe one is warranted at this time. The Board evaluates and monitors internal control processes to continually improving the effectiveness of its risk management.

#### **Material exposure to economic, environmental and social sustainability risks**

This information is disclosed in Note 23 – Financial Risk Management in the Annual Report.

### **Council Principle 8: Remunerate fairly and responsibly**

#### **Remuneration Committee**

Due to the relatively small size of the Company and its operations, the Board does not consider it appropriate, at this time, to form a separate committee to deal with executive remuneration. The Board as a whole establishes and reviews annually the remuneration of the executive directors, senior executives and employees.

The Board's policy is to remunerate Executive and Non-Executive Directors based on external data including information published by various recruiting firms, the time commitment of Directors, the size and scale of the Company's operations, the quantum of the tasks in the initial phases of development of the Company, market capitalisation and various other factors.

The Company distinguishes the structure of Non-Executive Directors' remuneration from that of Executive Directors.

There are no elements of remuneration related to performance paid to Non-Executive Directors and there are currently no schemes for retirement benefits for Non-Executive Directors. Non-Executive Director's fees are determined within an aggregate pool limit, which is periodically recommended for approval by shareholders.

The Company does not have an equity-based remuneration scheme.

## DIRECTORS' REPORT

The Directors of Admiralty Resources NL submit the Annual Financial Report of the Company for the financial year ended 30 June 2019 which comprises the results of Admiralty Resources NL and the entities it controlled during the year.

### DIRECTORS

The names and details of the Directors of Admiralty Resources NL (“Company”) in office during the financial year and until the date of this report are set out below. Directors have been in office for the entire period unless otherwise stated.

Bin Li	Non-Executive Chairperson/Non-Executive Director
Qing Zhong	Managing Director
Hanrui Zhong	Non-Executive Director (resigned 26 February 2019)
Jian Barclay	Executive Director (appointed 26 February 2019)

### Managing Director and Chief Executive Officer

Mrs Qing Zhong is Managing Director and Chief Executive Officer.

### Company Secretary

Mr Jarrod White

### BOARD OF DIRECTORS

The names and particulars of the Directors of the Company during or since the end of the financial year are:

#### *Qing Zhong*

##### **Managing and Chief Executive Officer**

Mrs Zhong is the Managing Director and Chief Executive Officer of the company and has held these positions for the entire financial year.

Mrs Zhong holds a Bachelor of Arts and is a Director of Sino Investment & Holdings Pty Ltd who is a cornerstone investor in Admiralty Resources NL. She is also a Director of a number of unlisted Australian companies that have significant investments in the property market and the mining industry.

Mrs Zhong has no special responsibilities in the company.

#### *Bin Li*

##### **Non-Executive Chairperson**

Mr Li is the Non-Executive Chairman of the company and has held this position for the entire financial year.

Mr Li holds a Bachelor of Engineering and is a senior mining engineer with over 27 years' experience in metallurgy and a graduate of mining and metallurgy from the Jiang Xi Metallurgy University and has brought this relevant technical experience with him to the Board.

His past appointments include being Vice-Director of the Yang Shan iron mine and Mine Director at Shuang Qi Hill where he was in charge of the establishment of the metallurgical plant and gold mine in the Fu Jian Province. Other current appointments included his Chairmanship of Wan Qi Technology Limited and Xia Men Si Mai Da Investment Limited.

Mr Li has no special responsibilities in the company.

## DIRECTORS' REPORT

*Jian Barclay*

### **Executive Director**

Mrs Barclay is an Executive Director of the Company and has held this position from 26 February 2019.

Mrs Barclay holds a Master's Degree in Business Management from Monash University and has been an integral part of the Admiralty team since July 2017 working closely with the Managing Director. Mrs Barclay is a director of 3D Pencil Pty Ltd and JB Admin Pty Ltd.

Mrs Barclay had no special responsibilities in the company.

*Jarrod Travers White, B. Bus, CA, CTA*

### **Company Secretary**

Mr White is the Company Secretary of the company and has held this position for the entire financial year.

Mr White is a Chartered Accountant and Director of Traverse Accountants Pty Ltd. Mr White has been associated with Admiralty Resources NL since January 2014 when he was engaged as the external consultant providing corporate, financial, and taxation services to the Company.

In conjunction with his Corporate Advisory roles, Mr White has been appointed Company Secretary and Chief Financial Officer of several other listed entities that operate on the Australian Securities Exchange and London Stock Exchange and has a strong knowledge of corporate governance and compliance.



## DIRECTORS' REPORT

### REMUNERATION REPORT – AUDITED

#### Remuneration policy for Directors and Executives

The matters of remuneration for Directors are usually dealt with by the Board of Directors and are determined according to merit and market considerations. Remuneration levels are not directly linked to the performance of the consolidated entity.

#### Remuneration

The Board's policy is to remunerate executive and non-executive Directors based on external data including information published by various recruiting firms, the time commitment of Directors, the size and scale of Admiralty's operations, the quantum of the tasks in the initial phases of development of the Company, market capitalisation and various other factors.

#### Director and Executive details

The Directors and executives of Admiralty Resources NL during or since the end of the financial year were:

Bin Li	Non-Executive Chairperson
Qing Zhong	Managing Director
Jian Barclay	Executive Director
Jarrod White	Company Secretary
Hanrui Zhong	Non-Executive Director (resigned 26 February 2019)

#### Principles used to determine the nature and amount of remuneration

The objective of the Company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered.

	<i>Duration of Contract</i>	<i>Termination Notice of Contract</i>	<i>Termination Payment provided under Contract</i>
<b>Executives</b>			
Qing Zhong <sup>1</sup>	N/A	N/A	NIL
<b>Non – executives</b>			
Bin Li <sup>1</sup>	N/A	N/A	NIL
Hanrui Zhong <sup>1</sup>	N/A	N/A	NIL
Jian Barclay	N/A	N/A	NIL

(1) It is noted that these Directors have not been remunerated for their services in the financial year.

#### Non – Executive Directors

Fees and payments to non-executive Directors reflect the demands, which are made on, and the responsibilities of, the Directors. The Board reviews the fees annually and all remuneration is fixed. Non-executive Directors' fees are determined within an aggregate Director's pool limit, which is periodically recommended for approval by shareholders. The maximum pool currently stands at \$350,000.

#### Short - term incentives

Remuneration packages include the key elements of wages, consulting fees and retirement benefits.

#### Retirement benefits

Other than statutory superannuation, there are currently no other retirement allowances for Directors.

### REMUNERATION REPORT – AUDITED

## DIRECTORS' REPORT

### Executive remuneration

Fees and payments to executives reflect the demands which are made on, and the responsibilities of the executive and all remuneration is fixed. The company did not engage a remuneration consultant during the year.

### Elements of remuneration related to performance

There are currently no elements of remuneration related to performance.

The following table discloses the remuneration of the key Executives and Directors of the consolidated entity:

	<b>Salary &amp; Fees</b>	<b>Retirement Benefits</b>	<b>Non-monetary Share Based Payments</b>	<b>Consisting of Share Based Payments</b>	<b>Total</b>
<b>2019</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>%</b>	<b>\$</b>
Bin Li <sup>1</sup>	-	-	-	-	-
Qing Zhong <sup>1</sup>	-	-	-	-	-
Jian Barclay <sup>2</sup>	36,666	-	-	-	36,666
Hanrui Zhong <sup>1</sup>	-	-	-	-	-
<b>Total</b>	<b>36,666</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>36,666</b>

(1) It is noted that these directors have not been remunerated for their services in the financial year.

(2) Remuneration for Mrs Barclay is a continuation of remuneration paid prior to appointment, not based on performance. Directorship commenced 23 February 2019.

	<b>Salary &amp; Fees</b>	<b>Retirement Benefits</b>	<b>Non-monetary Share Based Payments</b>	<b>Consisting of Share Based Payments</b>	<b>Total</b>
<b>2018</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>%</b>	<b>\$</b>
Bin Li <sup>1</sup>	-	-	-	-	-
Qing Zhong <sup>1</sup>	-	-	-	-	-
Hanrui Zhong <sup>1</sup>	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

(1) It is noted that the directors have not been remunerated for their services in the financial year.

### **KMP Shareholdings**

The number of ordinary shares in the Company held by each KMP of the Group during the financial year is as follows:

	<b>Balance at Beginning of Year</b>	<b>Granted as Remuneration during the Year</b>	<b>Issued on Exercise of Options during the Year</b>	<b>Other Changes during the Year</b>	<b>Balance at End of Year</b>
<b>30 June 2019</b>					
Bin Li	25,000,000	-	-	-	25,000,000
Qing Zhong	217,611,465	-	-	-	217,611,465
Jian Barclay	8,063,604 <sup>1</sup>	-	-	-	8,063,604
Hanrui Zhong	97,791,965	-	-	-	97,791,965 <sup>2</sup>
<b>Total</b>	<b>348,467,034</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>348,467,034</b>

(1) Opening balance at time of appointment.

(2) Closing balance at time of resignation.

### **REMUNERATION REPORT – AUDITED**

## DIRECTORS' REPORT

<b>30 June 2018</b>	<b>Balance at Beginning of Year</b>	<b>Granted as Remuneration during the Year</b>	<b>Issued on Exercise of Options during the Year</b>	<b>Other Changes during the Year</b>	<b>Balance at End of Year</b>
Bin Li	25,000,000	-	-	-	25,000,000
Qing Zhong	217,611,465	-	-	-	217,611,465
Hanrui Zhong	97,791,965	-	-	-	97,791,965
<b>Total</b>	<b>340,403,430</b>	-	-	-	<b>340,403,430</b>

### Value of shares and options granted to Directors and Executives

No shares or options were issued a part of the Director's and/or Executives remuneration in the 2019 Financial Year.

This concludes the remuneration report which is audited.

## DIRECTORS' REPORT

### OPERATING AND FINANCIAL REVIEW

#### Principal Activities

The Consolidated Entity's principal activities during the course of the financial year were the exploration for and development of economic mineral deposits.

#### Operating Results

The consolidated total comprehensive loss for the year amounted to \$1,122,273 (2018 loss: \$3,017,427).

#### REVIEW OF OPERATIONS

Admiralty Resources NL is a public diversified mineral exploration company listed on the Australian Securities Exchange (ASX: ADY) with mineral interests in Chile and in Australia.

Admiralty's flagship projects are its iron ore districts in Chile: Harper South, Pampa Tololo and El Cojin. The districts are located in prime locations, with close and easy access to the Pan-American Highway (a major national route), a railway, a power line and operating shipping ports.

#### Chile

##### Harper South District

The Harper South district ("Harper South") lies 15 km south west of the city of Vallenar in the Atacama Region of Chile, covers an area of approximately 2,498 hectares, where exploration to date has identified six targets via high-resolution ground magnetic surveys: Mariposa, Soberana, La Chulula, Negrita, Mal Pelo and La Vaca.

Harper South is the most advanced district in respect of the Company's exploration portfolio, with the three most important projects in Admiralty's exploration pipeline being Mariposa, Soberana and La Chulula.

*Location map showing location of Admiralty's Harper South District and the three primary targets.*



##### Mariposa

Mariposa is Admiralty's most developed target showing resources, as announced on 25 January 2013. The following table shows Mineral Resource Statement quantifies the resources at Mariposa at 174.5 Mt at 24.5% Fe at a cut-off grade of 15% Fe in the Measured, Indicated and Inferred categories as follows:

## DIRECTORS' REPORT

Cut-off grade FeT %	Measured Resources (Mt)	Indicated Resources (Mt)	Inferred Resources (Mt)	Total Resources (Mt)	Average FeT (%)	Average FeMag (%)
15	43.4	7.6	123.5	174.5	24.5	18.0

Refer to ASX announcement of 25 January 2013 for full details of the updated resource estimation

In addition to the increase in the total resources for Mariposa, this Resource Evaluation recorded a maiden Measured Resource of 43.4 Mt and it measured the magnetic iron content of the resource, which is a crucial aspect for the plant design and equipment selection for a dry magnetic separation process.

### Soberana

Soberana currently ranks as Admiralty's second most developed target with a completed Scoping Study showing resources, as announced on 15 January 2013. The following table shows the inferred resource statement has been prepared by Redco Mining Engineers Ltd. ("Redco"), a Chilean engineering firm. The Soberana mineral resource estimate has been classified as inferred resources and was prepared in accordance with the guidelines of the JORC Code (2004) and is as follows:

Cut-off grade FeT %	Measured Resources (Mt)	Indicated Resources (Mt)	Inferred Resources (Mt)	Total Resources (Mt)	Average FeT (%)
15	-	-	90.2	90.2	24.5

Refer to ASX announcement of 15 January 2013 for full details of the updated resource estimation.

### **Dry magnetic separation process**

Our magnetite iron ores in Chile requires beneficiation before shipping in order to reduce freight costs. Lack of immediately available water drives us towards using a dry magnetic separation process. Maximising the metallurgical recovery of our iron in this process is highly advantageous. Fortunately, the use of a dry magnetic separation process also delivers two other positive outcomes – low environmental impact and low capital costs.

### Favourable Environmental Qualification – Soberana Project

On 13 August 2015, the Republic of Chile through the Environmental Evaluation Commission of the Atacama Region has made a favourable environmental qualification for Admiralty's Soberana project. The Commission has certified that the project complies with the requirements of environmental nature as contained in Environmental Permits 88, 91, 93, 94, 96, 99 and 106 as listed in the items of the Regulation of the System of Environmental Impact Evaluation. The Commission assessed the project on an assumed workforce of 245 people and annual production of 540,000 tonnes of iron concentrate grading 64% FeT.

### La Chulula

La Chulula is a project located 15km south of the city of Vallenar, III Region, Chile. La Chulula was marked as a high-priority target for Admiralty following the results of the 3-D inversion and interpretation of the results of the high-resolution ground magnetic survey undertaken in 2011, which showed La Chulula as the ore body with highest susceptibility and depth within Harper South.

## DIRECTORS' REPORT

### Maiden Mineral Resources Estimate Update

As announced to the market on 16 April 2015 Admiralty commissioned Golder Associates S.A. (Golder) to prepare a Resource Evaluation Statement for the La Chulula project. The resource estimate is based on the results obtained from the reverse circulation and diamond drilling campaign completed in 2012 and was prepared in accordance with the guidelines of Australasian Code for Reporting Joint Ore Reserves Committee (2012). The Mineral Resources Estimate quantifies the resources at La Chulula at 96 Mt at 24% Fe for a 15% Fe-cut off the inferred category and is as follows.

Project Name	Measured Resources (Mt)	Indicated Resources (Mt)	Inferred Resources (Mt)	Total Resources (Mt)	Average FeT (%)
Mariposa	43.4	7.6	123.5	174.5	24.5
La Chulula	-	-	96.0	96.0	24.0
Soberana	-	-	90.2	90.2	24.5
<b>TOTAL</b>	<b>43.4</b>	<b>7.6</b>	<b>309.7</b>	<b>360.7</b>	<b>24.4</b>

### MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

The following material events occurred subsequent to the end of year but prior to the release of this annual report:

#### 1. Convertible Notes

On 18 July 2019, a Deed of Amendment was signed where the maturity date of the facility was extended to 31 December 2021. The terms of the facility remained in place with interest due and payable at a rate of 12% per annum on a quarterly basis and unpaid interest amounts are accrued and applied on the face value of the accumulated balance of the loan. The agreement provides that the lender may convert the amount to ordinary shares at the amount equivalent to 80% of the Volume Weighted Average Price per share, calculated 90 days immediately prior to the conversion date. This revision was treated as a new and separate facility with the previous facility settled.

#### 2. Loan from Long Sheng Technology Development Co. Limited

On 12 July 2019, the Company signed an additional loan agreement with Shanghai Long Sheng Technology Development Co. Limited. The purpose of the loan is to provide funds for working capital until such time that revenue is achieved from the projects. This additional loan increases the total ceiling to AU\$3,000,000 with the other terms of the loan agreement in place. Interest is payable at the repayment date, being 01 October 2020 and is calculated at a rate of 5% per annum.

#### 3. Project Financing Framework Agreement Signed

On 5 August 2019 the Company announced it had signed a Project Financing Framework Agreement (“the Framework”) with Ning Bo Qiaohui Leasing and Financial Co., Ltd. Importantly this party is separate and in addition to discussions that continue with state owned China Nuclear Industry 22nd Construction Co. LTD (“CNI22”). The negotiations with CNI22 will be evaluated against the Ning Bo framework as it is further

## DIRECTORS' REPORT

negotiated into final terms.

Key terms of the framework agreement are:

- Total financing of up to CNH 220 million (approximately AU \$46,000,000)
- Facility period of 18 months of construction plus 42 months of operations
- A security deposit of CNH 44 million (approximately AU \$9,200,000) is required
- Mortgage of Equity Right and Income Right of wholly owned subsidiary Admiralty Minerals Chile Pty. Ltd. Chilean Agency until completion of the contact period whereby the rights will be transferred back to the Company

Other than the matters discussed above, there have been no significant events subsequent to the reporting date.

### DIVIDENDS PAID OR RECOMMENDED

No dividends were paid during the year, nor are any recommended at 30 June 2019 (2018: \$NIL).

### FINANCIAL POSITION

The net assets of the economic entity have decreased over the financial period to \$13,098,018 (2018: \$14,169,279). The decrease in net assets is largely driven by the increased borrowings in the year which is based on the derivative value of the convertible notes draw downs in the financial year and the related party loan.

### SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

During the financial year there was no significant change in the state of affairs of the consolidated entity other than that referred to in the financial statements or notes thereto.

### MEETINGS OF DIRECTORS

During the financial year, 4 Directors' meetings were held. Attendance at the meetings were as follows:

	<i>Board of Directors</i>		<i>Audit and Risk Committee</i>	
	<i>Held</i>	<i>Attended</i>	<i>Held</i>	<i>Attended</i>
Bin Li	4	2	-	-
Qing Zhong	4	4	-	-
Hanrui Zhong	2	1	-	-
Jian Barclay	2	2	-	-

### PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

## DIRECTORS' REPORT

### LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The Company is re-focusing its direction to enhance shareholder value by establishing strong relationships in China and is working to build a management team suited to the new direction of Admiralty. The company plans to use new partnerships in China to enhance published resources and reserves in Chile and work increase access to infrastructure.

### ENVIRONMENTAL REGULATIONS

The consolidated entity aims to ensure that the highest standard of environmental care is achieved. The Board maintains the responsibility to ensure that the consolidated entity's environmental policies are adhered to and the consolidated entity is aware of and is in compliance with all relevant environmental legislation. There have been no environmental breaches during the 2019 financial year.

### INDEMNIFICATIONS OF OFFICERS AND AUDITORS

During or since the end of the financial year, the Company has not indemnified or made a relevant agreement to indemnify an Officer or Auditor of the Company or of any related body corporate against a liability incurred as such an Officer or Auditor. The Company has paid a premium for a policy of insurance to cover legal liability and expenses in the event of any legal action against an Officer arising from their actions as Officers of the Company. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

### ROUNDING OF AMOUNTS

The company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest dollar.

### NON-AUDIT SERVICES

The Board, in accordance with advice from the Audit and Risk Committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the services disclosed below did not compromise the independence of the external auditor for the following reasons:

- all non-audit services are reviewed and approved by the Audit Committee prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the audit services do not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board.

During the year, no non-audit services were provided by RSM Australia Partners, the Company's Auditors (2018: \$NIL).



## **DIRECTORS' REPORT**

### **AUDITORS INDEPENDENCE DECLARATION**

The auditor's independence declaration for the year ended 30 June 2019 has been received and can be found on page 25 of the Annual Report.

### **CORPORATE GOVERNANCE**

The Directors recognise the Australian Securities Exchange Corporate Governance Council's Principles Recommendations and considers that the Company substantially complies with those guidelines. The Corporate Governance Statement and disclosures of the Company are contained on pages 4 to 12 of the Annual Report.

Signed in accordance with a resolution of the Board of Directors made pursuant to s298 (2) of Corporations Act 2001.

On behalf of the Directors



**Qing Zhong**

**Managing Director**

**30 September 2019**


## DIRECTORS' DECLARATION

The directors of the company declare that, in the opinion of the directors:

- (a) the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including
  - (i) giving a true and fair view of the financial position and performance of the consolidated entity; and
  - (ii) complying with Australian Accounting Standards, including the Interpretations, and the Corporations Regulations 2001;
- (b) the financial statements and notes thereto also comply with International Financial Reporting Standards, as disclosed in Note 1;
- (c) the Directors have been given the declarations required by s.295A of the Corporations Act; and
- (d) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable;

Signed in accordance with a resolution of the directors made pursuant to s.295(5) of the Corporations Act 2001.

On behalf of the Directors



**Qing Zhong**  
**Managing Director**  
**30 September 2019**

**RSM Australia Partners**

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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the audit of the financial report of Admiralty Resources NL for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

A blue ink signature of "RSM" in a stylized, cursive font.

**RSM AUSTRALIA PARTNERS**

A blue ink signature of "C J Hume" in a cursive font.

**C J Hume**  
Partner

Sydney, NSW

Dated: 30 September 2019

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

	Note	Consolidated Group	
		2019	2018
		\$	\$
<b>Revenue</b>			
Interest	3	-	1,366
Other income	3	2,529	26,751
Gain on financial assets at fair value through profit or loss	3	2,879,526	-
<b>Expenses</b>			
Administration expenses		(160,589)	(124,025)
Consultancy and professional expenses		(591,585)	(428,289)
Depreciation expense		(14,836)	(26,827)
Employee benefits expense		(168,795)	(322,665)
Exploration expenses		(57,084)	(211)
Finance costs		(2,896,768)	(345,892)
Foreign exchange loss		(14,297)	(7,927)
Loss on financial assets at fair value through profit or loss		-	(1,751,401)
Occupancy expenses		-	(14,833)
Tenement expenses		(68,617)	(33,523)
Travel expenses		(45,441)	(4,822)
<b>Loss before income tax</b>		<b>(1,135,957)</b>	<b>(3,032,298)</b>
Tax expense	4	-	-
<b>Loss after income tax for the year</b>		<b>(1,135,957)</b>	<b>(3,032,298)</b>
<b>Other comprehensive income</b>			
<b>Items that may be reclassified subsequently to profit or loss:</b>			
Exchange differences arising from foreign operations	24	13,684	14,871
<b>Total other comprehensive income for the year</b>		<b>13,684</b>	<b>14,871</b>
Total comprehensive loss for the year		<b>(1,122,273)</b>	<b>(3,017,427)</b>
<b>Loss after income tax attributable to:</b>			
Members of the parent entity		<b>(1,135,957)</b>	<b>(3,032,298)</b>
<b>Total comprehensive loss attributable to:</b>			
Members of the parent entity		<b>(1,122,273)</b>	<b>(3,017,427)</b>
<b>Earnings per share</b>			
Basic and diluted loss per share (cents)	7	<b>(0.10)</b>	<b>(0.26)</b>

The above Consolidated statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2019

		Consolidated Group	
		2019	2018
		\$	\$
	Note		
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	8	114,639	241,763
Trade and other receivables	9	617,483	85,966
<b>Total Current Assets</b>		<b>732,122</b>	<b>327,729</b>
<b>Non-Current Assets</b>			
Property, plant and equipment	11	214,358	228,841
Exploration and evaluation expenditure	12	21,469,769	19,423,377
<b>Total Non-Current Assets</b>		<b>21,684,127</b>	<b>19,652,218</b>
<b>Total Assets</b>		<b>22,416,249</b>	<b>19,979,947</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	13	741,872	626,137
Borrowings	14	4,825,669	145,205
<b>Total Current Liabilities</b>		<b>5,567,541</b>	<b>771,342</b>
<b>Non-Current Liabilities</b>			
Borrowings	14	3,759,690	5,039,327
<b>Total Non-Current Liabilities</b>		<b>3,759,690</b>	<b>5,039,327</b>
<b>Total Liabilities</b>		<b>9,327,232</b>	<b>5,810,668</b>
<b>Net Assets</b>		<b>13,089,018</b>	<b>14,169,279</b>
<b>EQUITY</b>			
Issued capital	16	145,714,094	145,659,646
Reserves	24	(744,934)	(758,618)
Accumulated losses	25	(131,880,142)	(130,731,749)
<b>Total Equity</b>		<b>13,089,018</b>	<b>14,169,279</b>

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes with the accompanying notes.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2019

	Note	Contributed Equity \$	Foreign Currency Reserve \$	Accumulated Losses \$	Total Equity \$
<b>Balance at 1 July 2017</b>		145,649,257	(773,488)	(127,699,451)	17,176,318
<b>Comprehensive income</b>					
Profit after income tax		-	-	(3,032,298)	(3,032,298)
Other comprehensive loss for the year	24	-	14,870	-	14,870
<b>Total comprehensive income/(loss) for the year</b>		-	14,870	(3,032,298)	(3,017,426)
<i>Transactions with owners in their capacity as owners</i>					
Shares issued upon grant of share application		10,389	-	-	10,389
<b>Balance at 30 June 2018</b>		145,659,646	(758,618)	(130,731,749)	14,169,279
<b>Balance at 1 July 2018</b>		145,659,646	(758,618)	(130,731,749)	14,169,279
<b>Comprehensive income</b>					
Profit after income tax		-	-	(1,135,957)	(1,135,957)
Prior period adjustment		-	-	(12,436)	(12,436)
Other comprehensive income for the year	24	-	13,684	-	13,684
<b>Total comprehensive income/(loss) for the year</b>		-	13,684	(1,148,393)	(1,134,709)
<i>Transactions with owners in their capacity as owners</i>					
Shares issued upon grant of share application		54,448	-	-	54,448
<b>Balance at 30 June 2019</b>		145,714,094	(744,934)	(131,880,142)	13,089,018

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

## CONSOLIDATED STATEMENT OF CASH FLOWS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

	Note	Consolidated Group	
		2019	2018
		\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Refund from suppliers		2,529	-
Payments to suppliers and employees		(967,722)	(838,548)
Interest received		-	1,366
Bond received		102,562	-
Net cash outflow from operating activities	20a	(862,631)	(837,182)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Payments for exploration expenditure on mining interests		(717,762)	(33,523)
Payments for acquisition of property, plant and equipment		(344)	-
Net cash inflow/(outflow) from investing activities		(718,016)	(33,523)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from borrowings		1,389,965	1,029,475
Proceeds from issue of shares		56,332	-
Cost of equity raising		(1,884)	-
Net cash inflow from financing activities		1,444,413	1,029,475
Net (decrease)/increase in cash and cash equivalents		(136,224)	158,770
Cash and cash equivalents at beginning of financial year		241,763	93,194
Effects of exchange rate changes on the translation of foreign controlled entities		9,200	(10,201)
Cash and cash equivalents at end of financial year	8	114,639	241,763

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

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

### NOTE 1: SUMMARY OF ACCOUNTING POLICIES

#### *General information and Statement of compliance*

##### **Basis of Preparation**

The consolidated general purpose financial statements of the Group have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board (AASB). Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). Admiralty Resources NL is a for-profit entity for the purpose of preparing the financial statements.

Admiralty Resources NL is the Group's Ultimate Parent Company. Admiralty Resources NL is a Public Company incorporated and domiciled in Australia.

The consolidated financial statements for the year ended 30 June 2019 were approved and authorised for issue by the Board of Directors on 30 September 2019.

Except for cash flow information, the financial statements have been prepared on an accruals basis and are based on historical costs unless otherwise stated in the notes. The accounting policies that have been adopted in the preparation of the statements are as follows:

##### **a. Principles of Consolidation**

The consolidated financial statements incorporate the assets and liabilities of the entities controlled by the Company at the end of the reporting period and the results for all subsidiaries for the year ended 30 June 2018. The Company and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'. Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date of control ceases.

Where controlled entities have entered or left the Group during the year, the financial performance of those entities is included only for the period of the year that they were controlled. A list of controlled entities is contained in Note 10 to the financial statements. In preparing the consolidated financial statements, all intragroup balances and transactions between entities in the consolidated group have been eliminated in full, on consolidation.

##### **b. Parent entity information**

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in Note 2.

##### **c. Operating segments**

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.



## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### **d. Income Tax**

The income tax expense for the year comprises current income tax expense and deferred tax expense.

Current income tax expense charged to profit or loss is the tax payable on taxable income. Current tax liabilities/ (assets) are measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. With respect to non-depreciable items of property, plant and equipment measured at fair value and items of investment property measured at fair value, the related deferred tax liability or deferred tax asset is measured on the basis that the carrying amount of the asset will be recovered entirely through sale.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

##### **e. Current and Non-Current Classification**

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### e. Current and Non-Current Classification (Continued)

A liability is classified as current when:

- it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading;
- it is due to be settled within 12 months after the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

##### f. Property, Plant and Equipment

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

###### *Land*

Freehold land is stated at revalued amounts. As no finite useful life for land can be determined, related carrying amounts are not depreciated.

###### *Buildings*

Buildings are carried at cost less accumulated depreciation.

###### *Plant and equipment*

Plant and equipment are measured on the historical cost basis and therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised in profit or loss. A formal assessment of recoverable amount is made when impairment indicators are present.

The carrying amount of plant and equipment is reviewed annually by the Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal.

###### *Depreciation*

The depreciable amount of all buildings, plant and equipment including buildings and capitalised lease assets, but excluding freehold land, is depreciated on a diminishing value basis over the asset's useful life to the consolidated group commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable assets are:

<b>Class of property, plant and equipment</b>	<b>Depreciation Rate</b>
Buildings	2%
Plant and equipment	5%-25%
Office furniture and equipment	8%-33%
Motor vehicles	15%-25%

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### f. Property, Plant and Equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are recognised in profit or loss in the period in which they arise.

##### g. Mining Interests

Mining interests are shown at historical cost, plus exploration costs to date, less impairment, if any. Ultimate recoupment of these costs is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas. Accumulated costs in relation to an abandoned area, or one considered to be of no commercial interest, are written off in full against profit or loss in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area accordingly to the rate of depletion of economically recoverable reserves. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area of interest.

##### h. Exploration and Evaluation Expenditure

###### *Chilean Tenements*

The exploration in Chile is on highly prospective tenements, which include an existing resources statement and as such all exploration and evaluation expenditures incurred are capitalised in respect of each identifiable area of interest, as mining interests. The Directors are satisfied that the expenditure on these tenements meets the requirements of AASB 6 "Exploration for and Evaluation of Mineral Resources" in that the rights to tenure of the area of interest are current and at least one of the following conditions is met for each area of interest:

- the exploration and evaluation expenditures are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its sale; and
- exploration and evaluation activities in the area of interest have not at the end of the reporting period reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

##### i. Leases

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

##### j. Investments and Other Financial Assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### **j. Investments and Other Financial Assets (Continued)**

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

##### *Financial assets at fair value through profit or loss*

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

##### *Financial assets at fair value through other comprehensive income*

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

##### *Impairment of financial assets*

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets measured at fair value through other comprehensive income, the loss allowance is recognised within other comprehensive income. In all other cases, the loss allowance is recognised in profit or loss.

##### **k. Impairment**

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### **k. Impairment (continued)**

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

##### **l. Foreign Currency Transactions and Balances**

###### *Functional and presentation currency*

The consolidated financial statements are presented in Australian Dollars (\$AUD), which is also the functional currency of the Parent Company.

###### *Transactions and balances*

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

Exchange differences arising on the translation of monetary items are recognised in profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge. Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is recognised in other comprehensive income; otherwise the exchange difference is recognised in profit or loss.

###### *Foreign operations*

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

- assets and liabilities are translated at exchange rates prevailing at the end of the reporting period; and
- income and expenses are translated at average exchange rates for the period.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. The cumulative amount of these differences is reclassified into profit or loss in the period in which the operation is disposed of.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### **m. Employee Benefits**

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wage increases and the probability that the employee may satisfy any vesting requirements. Those cash flows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows attributable to employee benefits.

##### **n. Provisions**

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured. Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

Contributions to defined contribution superannuation plans are expensed in the period incurred.

##### **o. Cash and Cash Equivalents**

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

##### **p. Revenue and Other Income**

Revenue is recognised when it is probable that the economic benefit will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Interest revenue is recognised using the effective interest method. All revenue is stated net of the amount of goods and services tax.

##### **q. Trade and Other Receivables**

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit loss. Refer to Note 1(k) for further discussion on the determination of impairment losses.

##### **r. Trade and Other Payables**

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability. Due to their short term nature, they are measured at amortised cost and not discounted.

##### **s. Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### s. Goods and Services Tax (GST) (continued)

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

##### t. Earnings Per Share

Basic earnings per share is calculated by dividing the profit or loss attributable to the owners of the Group excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financial costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to the dilutive potential ordinary shares.

##### u. Issued Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

##### v. Going Concern

w. The consolidated entity reported a loss for the year of \$1,135,957 and had net cash outflows from operating activities of \$862,631 for the year ended 30 June 2019. Additionally, as at 30 June 2019 the consolidated entity had net current liabilities of \$5,364,504.

The Directors believe that there are reasonable grounds to assert that the consolidated entity will be able to continue as a going concern, after consideration of the following factors:

- The Company's loan facility with Shanghai Long Sheng Technology Development Co. Limited has been drawn down to \$ 1,671,646 of the total facility of AU\$1,500,000. After a further agreement signed in July 2019 for \$1,500,000, it has a remaining balance of \$1,328,354 available which the directors deem adequate to meet short term operating costs. The additional facility signed in July 2019 is on the same terms as the preceding facility;
- The Company has entered a contract mining lease with Rocterra Limitada in December 2018 in regard to the Soberana Project. Under the terms of the lease Admiralty will receive a monthly payment for its share of production. Production is expected to commence before the end of this calendar year which will introduce sufficient new cash inflows from these payments well in excess of the consolidated entity's current operating costs;
- The Directors are of the opinion that the existing Convertible Note facilities disclosed in Note 14 will either be converted to equity, or refinanced as required; and

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### **v. Going Concern (continued)**

- The Directors are of the opinion that existing shareholders and financiers will continue to fund the company in the short term, and if required additional share capital or debt funding can be sourced to develop the projects further.

Accordingly, the Directors believe that the consolidated entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

##### **w. Financial Instruments Issued by the Company**

###### *Debt and equity instruments*

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

###### *Compound instruments*

The component parts of compound instruments are classified separately as liabilities and equity in accordance with the substance of the contractual arrangement. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for a similar non-convertible debt. The equity component initially brought to account is determined by deducting the amount of the liability component from the amount of the compound instrument as a whole.

###### *Transaction costs on the issue of equity instruments*

Transaction costs arising on the issue of equity instruments are recognised directly in equity as a reduction of the proceeds of the equity instruments to which the costs relate. Transaction costs are the costs that are incurred directly in connection with the issue of those equity instruments and which would not have been incurred had those instruments not been issued.

###### *Interest*

Interest is classified as an expense consistent with the classification in the Statement of Financial Position of the related debt.

###### *Issue Capital*

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.



## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### x. New and Amended Standards not yet mandatory or early adopted

At the date of authorisation of the financial statements the following new standards and interpretations have not been early adopted. The below are a list of the standards and the likely impact.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending	Likely impact on initial application
AASB 16 Leases	1 January 2019	30 June 2020	When this Standard is first adopted in FY20, it is not expected to have a material impact on the transactions and balances recognised in the financial statements.
Interpretation 23 Uncertainty over Income Tax Treatments	1 January 2019	30 June 2020	The entity has not yet assessed the full impact of this Interpretation.
AASB 2018-1 Amendments to Australian Accounting Standards – Annual Improvement 2015-2017 Cycle	1 January 2019	30 June 2020	The entity has not yet assessed the full impact of this Interpretation.

#### y. Critical Accounting Estimates and Judgements

The directors evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

##### **Key estimates**

##### *(i) Exploration and Evaluation Expenditure – Cost Allocation*

Judgement is applied by management in determining when a project has reached a stage at which economically recoverable reserves exist and that development may be sanctioned. Management is required to make certain estimates and assumptions similar to those described above for capitalised exploration and evaluation expenditure. Judgement is also applied by management in determining which costs are directly attributable to the exploration assets. Critical estimates are made in respect of the percentage time that management and other employees spend in the development of the various assets. While management used their best judgement in this regard, there remains a degree of estimation uncertainty surrounding the allocation of costs to the various assets.

##### **Key judgements**

##### *(i) Impairment – general*

The Group assesses impairment at the end of each reporting period by evaluating conditions and events specific to the Group that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 1: SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

##### y. Critical Accounting Estimates and Judgements (Continued)

###### (ii) Convertible Note

At 30 June 2019 the Group had a balance of \$5,499,804 in respect of the convertible notes. The terms of the convertible note include:

- a) Proceeds provided by the Lender are denominated in USD. The right to convert the debt into ADY NL ordinary shares, which are denominated in AUD;
- b) Right to convert into ADY NL ordinary shares equivalent to 80% of the Volume Weighted Average Price per share.

###### *Fair value measurement hierarchy*

The consolidated entity is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

The fair value of assets and liabilities classified as level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs.

###### *Estimation of useful lives of assets*

The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

###### *Goodwill and other indefinite life intangible assets*

The consolidated entity tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 1. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

###### *Impairment of non-financial assets other than goodwill and other indefinite life intangible assets*

The consolidated entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### *Income tax*

The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

#### *Recovery of deferred tax assets*

Deferred tax assets are recognised for deductible temporary differences only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

#### *Employee benefits provision*

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

#### *Business combinations*

As discussed in note 1, business combinations are initially accounted for on a provisional basis. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by the consolidated entity taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting is retrospective, where applicable, to the period the combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 2: PARENT ENTITY

	Consolidated Group	
	2019	2018
	\$	\$

The following information has been extracted from the books and records of the parent and has been prepared in accordance with Australian Accounting Standards.

#### Statement of Financial Position

##### ASSETS

Current assets	109,408	226,489
Non-current assets	18,796,912	17,720,074
<b>TOTAL ASSETS</b>	<b>18,906,320</b>	<b>17,946,564</b>

##### LIABILITIES

Current liabilities	376,959	381,683
Non-current liabilities	5,554,044	4,153,873
<b>TOTAL LIABILITIES</b>	<b>5,931,003</b>	<b>4,535,556</b>
<b>NET ASSETS</b>	<b>12,975,317</b>	<b>13,411,008</b>

##### EQUITY

Issued capital	145,714,094	145,659,646
Accumulated losses	(132,738,777)	(131,769,566)
<b>TOTAL EQUITY</b>	<b>12,975,317</b>	<b>13,411,008</b>

#### Statement of Profit or Loss and Other Comprehensive Income

Loss after income tax	(491,042)	(479,071)
<b>Total comprehensive loss</b>	<b>(491,042)</b>	<b>(479,071)</b>

#### Guarantees

The Company has not entered into any guarantees, in the current or previous financial years, in relation to the debts of its subsidiaries.

#### Contingent Asset

Refer to Note 18 for details of contingent assets at 30 June 2019.

#### Contractual commitments

Payable – no later than one year	-	-
Payable – later than one year but not later than two years	-	-
	-	-

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 3: REVENUE AND OTHER INCOME

	Consolidated Group	
	2019	2018
	\$	\$
<b>Revenue from continuing operations</b>		
Revenue:		
– Interest income - bank	-	1,366
	-	1,366
Other Income:		
– Other income	2,529	631
– Gain on foreign exchange	-	26,120
– Gain on revaluation of embedded derivative financial liability to fair value net of imputed interest	2,879,526	-
<b>Total revenue and other income</b>	<b>2,882,055</b>	<b>26,751</b>

#### NOTE 4: INCOME TAX EXPENSE

	Consolidated Group	
	2019	2018
	\$	\$
The components of income tax expense comprise:		
Current tax	-	-
Deferred tax	-	-
Aggregate Income expense	-	-
Numerical reconciliation of income tax expense and tax at statutory rate:		
Loss before income tax expense	(1,135,957)	(3,032,298)
Tax at the statutory rate of 27.5% (2018: 27.5%)	(312,388)	(833,882)
Tax effect amounts which are not deductible/(taxable) in calculation taxable income:	121,995	573,557
Tax losses not brought to account as deferred tax asset	190,393	260,324
Income tax expense	-	-
The estimated deferred tax assets not brought to account:		
- Revenue	16,787,549	16,857,480
- Capital	2,978,019	2,978,019
	19,765,568	19,835,499

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 4: INCOME TAX EXPENSE (CONTINUED)

The realisation of the above benefit is dependent upon:

- The ability of the Group to derive future assessable income of a nature and of a sufficient amount to enable the benefit to be realised;
- The ability of the consolidated entity to continue to comply with the conditions for deductibility imposed by law; and
- No changes in tax legislation adversely affecting the realisation of the benefit from the deductions.

Legislation to allow groups, comprising the Australian parent entity and its Australian resident wholly owned entities, to elect to consolidate for income tax purposes was substantively enacted on 21 October 2002. This legislation, which includes mandatory and elective elements, is applicable to the Company.

As at the date of this report, the Directors' have not elected to be taxed as a single entity. The financial effect of the implementation of the tax consolidation system and the Group has not been recognised in these financial statements.

#### NOTE 5: KEY MANAGEMENT PERSONNEL COMPENSATION

The Directors and other members of the key management personnel of the Company during the year were:

Bin Li	Executive Chairperson
Qing Zhong	Managing Director
Jian Barclay	Executive Director

##### a) Key management personnel compensation

	2019	2018
	\$	\$
Short-term employee benefits (i)	36,666	-
Retirement benefits	-	-
<b>Total</b>	<b>36,666</b>	<b>-</b>

(i) Benefits paid/ payable to personnel who classify as both a director and executive have been included in director benefits.

Refer to the Remuneration Report for details of the remuneration policy.

##### b) Equity instrument disclosures relating to key management personnel

The numbers of shares in the Company held during the financial year by each Director and other key management personnel of the entity, including their personally related parties, are set out below.

	Balance at Beginning of Year	Granted as Remuneration during the Year	Issued on Exercise of Options during the Year	Other Changes during the Year	Balance at End of Year
<b>30 June 2019</b>					
Bin Li	25,000,000	-	-	-	25,000,000
Qing Zhong	217,611,465	-	-	-	217,611,465
Jian Barclay	8,063,604 <sup>1</sup>	-	-	-	8,063,604
Hanrui Zhong	97,791,965	-	-	-	97,791,965 <sup>2</sup>
<b>Total</b>	<b>348,467,034</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>348,467,034</b>

(1) Opening balance at time of appointment.

(2) Closing balance at time of resignation.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 6: AUDITORS REMUNERATION

	Consolidated Group	
	2019	2018
	\$	\$
Remuneration of the auditor for:		
RSM Australia Partners:		
– auditing or reviewing the financial statements of parent entity	60,000	60,000
– Fees for non-audit services	-	-
	<u>60,000</u>	<u>60,000</u>

#### NOTE 7: EARNINGS PER SHARE

	Consolidated Group	
	2019	2018
	\$	\$
a. Reconciliation of earnings to profit or loss:		
Total loss after tax used in the calculation of basic and dilutive EPS	<u>(1,135,957)</u>	<u>(3,032,298)</u>
b. Weighted average number of ordinary shares outstanding during the year used in calculating basic and dilutive EPS (number)	<u>1,155,518,172</u>	<u>1,153,370,836</u>
c. Basic and diluted (loss)/profit per share (cents per share)	<u>(0.10)</u>	<u>(0.26)</u>

#### NOTE 8: CASH AND CASH EQUIVALENTS

	Consolidated Group	
	2019	2018
	\$	\$
Cash at bank and on hand	114,639	241,763
	<u>114,639</u>	<u>241,763</u>

#### NOTE 9: TRADE AND OTHER RECEIVABLES

	Consolidated Group	
	2019	2018
	\$	\$
<b>CURRENT</b>		
Security deposits	25,110	25,110
GST and VAT receivable	592,374	60,856
Total current trade and other receivables	<u>617,483</u>	<u>85,966</u>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 10: CONTROLLED ENTITIES

	Country of Incorporation	Percentage Owned	
		2019	2018
Subsidiaries of Admiralty Resources NL:			
Bulman Resources Pty Limited	Australia	100%	100%
Pyke Hill Resources Pty Limited	Australia	100%	100%
ADY Investments Pty Limited (ii)	Australia	100%	100%
Admiralty Minerals Chile Pty Limited	Australia	100%	100%
Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile (Branch)	100%	100%
Admiralty Resources (HongKong) Limited (ii)	Hong Kong	100%	100%
Fortune Global Holdings Corporation (ii)	British Virgin Islands	100%	100%
Servicios Admiralty Resources Chile Ltd (i)	Chile (Branch)	100%	100%

(i) This operation is a branch of Admiralty Minerals Chile Pty Limited

(ii) Currently dormant

#### NOTE 11: PROPERTY, PLANT AND EQUIPMENT

	Consolidated Group	
	2019	2018
	\$	\$
<b>Land and Buildings</b>		
At cost	178,892	178,892
Accumulated depreciation	(32,175)	(29,923)
	<u>146,717</u>	<u>148,969</u>
<b>Plant and Equipment</b>		
At cost	147,735	147,390
Accumulated depreciation	(93,099)	(85,388)
	<u>54,636</u>	<u>62,002</u>
<b>Motor Vehicles</b>		
At cost	83,245	83,245
Accumulated depreciation	(71,595)	(67,711)
	<u>11,650</u>	<u>15,534</u>
<b>Office Furniture and Equipment</b>		
At cost	21,009	21,009
Accumulated depreciation	(19,654)	(18,673)
	<u>1,355</u>	<u>2,336</u>
	<u>214,358</u>	<u>228,841</u>



## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 11: PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	Land and Buildings \$	Plant and Equipment \$	Motor Vehicles \$	Office Furniture \$	Total \$
<b>Consolidated Group:</b>					
Balance at 1 July 2017	151,221	66,860	27,616	9,971	255,668
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Depreciation expense	(2,252)	(4,858)	(12,082)	(7,635)	(26,687)
<b>Balance at 30 June 2018</b>	<b>148,969</b>	<b>62,002</b>	<b>15,534</b>	<b>2,336</b>	<b>228,841</b>
Additions	-	344	-	-	344
Disposals	-	-	-	-	-
Depreciation expense	(2,252)	(7,710)	(3,884)	(981)	(14,827)
<b>Balance at 30 June 2019</b>	<b>146,717</b>	<b>54,636</b>	<b>11,650</b>	<b>1,355</b>	<b>214,358</b>

#### NOTE 12: EXPLORATION AND EVALUATION EXPENDITURE

	Consolidated Group	
	2019 \$	2018 \$
Cost	20,004,890	20,004,890
Additions	2,046,392	-
Accumulated impairment losses	(581,513)	(581,513)
Net carrying amount	21,469,769	19,423,377
<i>Movement in carrying amounts:</i>		
Balance at the beginning of the year	19,423,377	19,423,377
Additions	2,046,392	-
<b>Balance at the end of the year</b>	<b>21,469,769</b>	<b>19,423,377</b>

#### NOTE 13: TRADE AND OTHER PAYABLES

	Consolidated Group	
	2019 \$	2018 \$
CURRENT		
Unsecured liabilities:		
Trade payables	620,146	591,946
Other payables	121,726	34,189
<b>Balance at the end of the year</b>	<b>741,872</b>	<b>626,135</b>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 14: BORROWINGS

	Consolidated Group	
	2019	2018
	\$	\$
<b>CURRENT</b>		
Convertible Note – Cash Coupon Payable(i)	1,064,547	145,205
Convertible Note – Debt Host Liability(i)	2,655,394	-
Convertible Note – Derivative Liability(i)	1,105,728	-
	<b>4,825,669</b>	<b>145,205</b>
<b>NON-CURRENT</b>		
Loans from related party(ii)	2,083,954	40,062
Loans from related parties(iii)	1,675,736	263,122
Convertible Note – Debt Host Liability(i)	-	750,889
Convertible Note – Derivative Liability(i)	-	3,985,254
	<b>3,759,690</b>	<b>5,039,327</b>

- (i) During HY19, the convertible notes have been drawn down to a value of US\$3,600,000. The notes bear interest of 12% and are convertible into equity using the 90 day volume weighted average price (VWAP). No other amendments were made to the facility.
- (ii) This loan is at call, unsecured and is non-interest bearing.
- (iii) On 21 June 2018, the Group signed a loan facility agreement with Shanghai Long Sheng Technology Development Co. Limited to provide up to AU \$1,500,000, at a rate of 5% per annum, with repayment of the loan and accrued interest by 01 October 2020. An additional \$1,500,000 facility was obtained in July 2019 to extend the facility to \$3,000,000. The terms of the additional facility are identical.

#### NOTE 15: FAIR VALUE MEASUREMENT

The following table gives an overview of the financial instruments valued at fair value.

##### Fair Value Measurements at 30 June 2019 Using:

	Quoted Prices in Active Markets for Identical Assets \$ (Level 1)	Significant Observable Inputs \$ (Level 2)	Significant Unobservable Inputs \$ (Level 3)
<b>Financial Liabilities</b>			
Convertible note – embedded derivative component	-	-	1,105,728

#### Valuation Techniques

In the absence of an active market for an identical liability, the Group selects and uses one or more valuation technique to measure the fair value of the asset or liability. The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 15: FAIR VALUE MEASUREMENT (Continued)

The assessed fair values of the embedded derivative are determined using a Black-Scholes option pricing model and a revalued at conversion and/or reporting date.

##### Key Inputs:

- Underlying share price \$0.009
- Risk free rate: 0.98%
- Volatility: 81.54%
- Expected term: 6 months
- Vesting date: 31 December 2019

#### NOTE 16: ISSUED CAPITAL

	Consolidated Group	
	2019	2018
	\$	\$
Ordinary Shares		
At the beginning of the financial year	145,659,646	145,649,257
Shares issued upon grant of share application	54,448	10,389
<b>Contributed equity at the end of the financial year</b>	<b>145,714,094</b>	<b>145,659,646</b>

	2019	2018
	Number	Number
Ordinary Shares		
At the beginning of the financial year	1,154,115,564	1,153,249,877
Shares issued upon grant of share application	5,019,135	865,687
<b>Contributed equity at the end of the financial year</b>	<b>1,159,134,699</b>	<b>1,154,115,564</b>

#### Options

The number of options on issue during the financial year was NIL (2018: NIL).

#### Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

#### Capital management

The consolidated entity manages its capital to ensure that entities in the consolidated group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the consolidated entity consists of debt, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued share capital, reserves and retained earnings. Management and the Board manages the capital structure through issue of new shares, repayment of existing debt and the acquisition of new debt. The capital management strategy remains unchanged from 2015.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 17: CAPITAL AND LEASING COMMITMENTS

		Consolidated Group	
		2019	2018
		\$	\$
a.	<b>Exploration Expenditure Commitments</b>		
	Payable:		
	– not later than 12 months	71,296	67,649
	– between 12 months and five years	285,184	270,599
		<u>356,480</u>	<u>338,248</u>

#### NOTE 18: CONTINGENT ASSETS AND LIABILITIES

There are no contingent assets or liabilities present for the Group at balance date.

#### NOTE 19: OPERATING SEGMENTS

The predominant activity of the Group is the exploration for mineral resources. Geographically, the Group operates in three geographical locations – Australia, Chile and Hong Kong. The head office and management activities of the Group take place predominately in Australia. Exploration, appraisal, development and production activities for mineral resources takes place in Chile and the borrowing facility is held in Hong Kong (Note 14).

**a. Accounting policies adopted** - Unless stated otherwise, all amounts reported to the Board of Directors, being the chief operating decision-makers with respect to operating segments, are determined in accordance with accounting policies that are consistent with those adopted in the annual financial statements of the Group. Segment revenue and expense are those directly attributable to the segments. Segment assets and liabilities include all those generated by the segments.

**b. Intersegment transactions** There are no inter-segment sales.

**c. Business Segments** – The Group operates in one business segment – mineral exploration.

**d. Geographic Segments:**

	Australia	HK	Chile	Consolidated
	2019	2019	2019	Entity
	\$	\$	\$	2019
				\$
<b>Revenue</b>				
Revenue from continuing operations	-	2,879,526	2,529	2,882,055
Revenue from discontinuing operations	-	-	-	-
Total segment revenue	<u>-</u>	<u>2,879,526</u>	<u>2,529</u>	<u>2,882,055</u>
<b>Entity revenue</b>				<u>2,882,055</u>
<b>Loss</b>				
Total segment result	(483,991)	(17,242)	(634,724)	<u>(1,135,957)</u>
Unallocated				-
Operating profit before income tax	(483,991)	(17,242)	(634,724)	<u>(1,135,957)</u>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 19: OPERATING SEGMENTS (CONTINUED)

	Australia 2019 \$	HK 2019 \$	Chile 2019 \$	Consolidated Entity 2019 \$
<b>Assets</b>				
Segment assets	1,544,971	10,725	20,860,553	<u>22,416,249</u>
Segment liabilities	7,168,186	598	2,158,447	<u>9,327,231</u>
Segment net assets	(5,623,215)	10,127	18,702,106	<u>13,089,018</u>
	<b>2018 \$</b>	<b>2018 \$</b>	<b>2018 \$</b>	<b>2018 \$</b>
<b>Revenue</b>				
Revenue from continuing operations	1,366	26,120	631	28,117
Revenue from discontinuing operations	-	-	-	-
Total segment revenue	<u>1,366</u>	<u>26,120</u>	<u>631</u>	<u>28,117</u>
<b>Entity revenue</b>				<u>28,117</u>
<b>Loss</b>				
Total segment result	(494,821)	(2,071,171)	(466,306)	<u>(3,032,298)</u>
Unallocated				
Operating profit before income tax	(494,821)	(2,071,171)	(466,306)	<u>(3,032,298)</u>
	<b>Australia 2018 \$</b>	<b>HK 2018 \$</b>	<b>Chile 2018 \$</b>	<b>Consolidated Entity 2018 \$</b>
<b>Assets</b>				
Segment assets	1,656,395	10,725	18,312,827	<u>19,979,947</u>
Segment liabilities	(5,755,498)	(598)	(54,572)	<u>(5,810,666)</u>
Segment net assets	(4,099,103)	10,127	18,258,259	<u>14,169,279</u>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 20: CASH FLOW INFORMATION

	Consolidated Group	
	2019	2018
	\$	\$
a. <b>Reconciliation of Cash Flow from Operations with Loss after Income Tax</b>		
Loss after income tax	(1,135,957)	(3,032,298)
Non-cash flows in profit or loss:		
- Depreciation	14,836	26,827
- Foreign exchange loss/(gain)	14,298	(18,193)
- (Gain)/loss on fair value of derivative liability	(2,879,526)	1,751,401
- Interest expense	2,896,768	345,892
- Exploration and development costs	654,785	33,523
- Accrued expenses	(12,053)	12,552
Changes in assets and liabilities:		
- Increase in trade and other receivables	(531,518)	(24,807)
- Increase in trade and other payables	115,736	67,921
Cash flow used in operating activities	<u>(862,631)</u>	<u>(837,182)</u>

#### NOTE 21: EVENTS AFTER THE REPORTING PERIOD

The following material events occurred subsequent to the end of year but prior to the release of this annual report:

##### 1. Convertible Notes

On 18 July 2019, a Deed of Amendment was signed where the maturity date of the facility was extended to 31 December 2021. The terms of the facility remained in place with interest due and payable at a rate of 12% per annum on a quarterly basis and unpaid interest amounts are accrued and applied on the face value of the accumulated balance of the loan. The agreement provides that the lender may convert the amount to ordinary shares at the amount equivalent to 80% of the Volume Weighted Average Price per share, calculated 90 days immediately prior to the conversion date. This revision was treated as a new and separate facility with the previous facility settled.

##### 2. Loan from Long Sheng Technology Development Co. Limited

On 12 July 2019, the Company signed an additional loan agreement with Shanghai Long Sheng Technology Development Co. Limited. The purpose of the loan is to provide funds for working capital until such time that revenue is achieved from the projects. This additional loan increases the total ceiling to AU\$3,000,000 with the other terms of the loan agreement in place. Interest is payable at the repayment date, being 01 October 2020 and is calculated at a rate of 5% per annum.

##### 3. Project Financing Framework Agreement Signed

On 5 August 2019 the Company announced it had signed a Project Financing Framework Agreement (“the Framework”) with Ning Bo Qiaohui Leasing and Financial Co., Ltd. Importantly this party is separate and in addition to discussions that

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 21: EVENTS AFTER THE REPORTING PERIOD (CONTINUED)

continue with state owned China Nuclear Industry 22nd Construction Co. LTD (“CNI22”). The negotiations with CNI22 will be evaluated against the Ning Bo framework as it is further negotiated into final terms.

Key terms of the framework agreement are:

- Total financing of up to CNH 220 million (approximately AU \$46,000,000)
- Facility period of 18 months of construction plus 42 months of operations
- A security deposit of CNH 44 million (approximately AU \$9,200,000) is required
- Mortgage of Equity Right and Income Right of wholly owned subsidiary Admiralty Minerals Chile Pty. Ltd. Chilean Agency until completion of the contract period whereby the rights will be transferred back to the Company

Other than the matters discussed above, there have been no significant events subsequent to the reporting date.

#### NOTE 22: RELATED PARTY TRANSACTIONS

- a. The Group’s main related parties are as follows:
- Sun Investments Holdings– related party of Qing Zhong
  - Jin Xin International Pty Ltd – related party of Qing Zhong and Hanuri Zhong
  - Shanghai Long Sheng Technology Development Co. Limited

	<b>Consolidated Group</b>	
	<b>2019</b>	<b>2018</b>
	\$	\$
Sun Investment Holdings:		
- Rent of Admiralty Resources NL office	-	12,552
	-	12,552
<b>Loans from related parties:</b>		
- Jin Xin International Pty Ltd	<b>50,270</b>	40,062
- Shanghai Ying Xun Technology Pty Ltd	<b>1,983,414</b>	-
- Shanghai Long Sheng Technology Development Co. Limited	<b>1,726,006</b>	263,122
	<b>3,759,690</b>	303,184
<b>The following balances are outstanding at the reported date in relation to transactions with related parties:</b>		
Jin Xin International Pty Ltd	<b>50,270</b>	40,062
Sun Investments Holdings	<b>86,435</b>	86,435
	<b>136,705</b>	126,497

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 23: FINANCIAL RISK MANAGEMENT

(a) Financial risk management objectives

The consolidated entity's principal financial instruments comprise cash and both short term borrowings. The main purpose of the financial instruments is to support the consolidated entity's operations.

(b) Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expense are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1 to the financial statements.

(c) Interest rate risk

The consolidated entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial asset/liabilities, is as follows:

	Weighted average Effective Interest Rate	Fixed Interest Rate	Floating Interest Rate	Non- Interest Bearing	Total
	%	\$	\$	\$	\$
<b>2019</b>					
<b>Financial Assets</b>					
Cash	0.00%	-	114,639	-	<b>114,639</b>
Trade and other receivables	-	-	-	617,483	<b>617,483</b>
Total financial assets		-	<b>114,639</b>	<b>617,483</b>	<b>732,122</b>
<b>Financial Liabilities</b>					
Trade and other payables	-	-	-	741,873	<b>741,873</b>
Convertible Notes	12.00%	4,825,669	-	-	<b>4,825,669</b>
Loans from related parties	-	-	-	3,759,690	<b>3,759,690</b>
Total financial liabilities		<b>4,825,669</b>	-	<b>4,501,562</b>	<b>9,327,231</b>



## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 23: FINANCIAL RISK MANAGEMENT (Continued)

	Weighted average Effective Interest Rate %	Fixed Interest Rate \$	Floating Interest Rate \$	Non- Interest Bearing \$	Total \$
<b>2018</b>					
<b>Financial Assets</b>					
Cash	0.82%	-	241,763	-	241,763
Trade and other receivables	-	-	-	85,966	85,966
Total financial assets	-	-	241,763	85,966	327,729
<b>Financial Liabilities</b>					
Trade payables	-	-	-	591,946	591,946
Convertible Notes	12.00%	4,881,347	-	-	4,881,347
Loans from related parties	-	-	-	303,184	303,184
Total financial liabilities	-	4,881,347	-	895,130	5,776,477

#### (d) Credit risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at the reporting date to recognised financial assets is the carrying amount, net of any allowance for doubtful debts of those assets, as disclosed in the Statement of Financial Position and Notes to the Financial Statements.

Other than the impaired assets, the consolidated entity does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments entered into by the consolidated entity.

#### (e) Foreign currency risk management

Other than the impaired deferred receivable, the consolidated entity is exposed to foreign currency risk as a direct result of their foreign operations in Chile and Hong Kong. Further, the consolidated entity is exposed to foreign currency risk on borrowings and loans receivable that are denominated in currencies other than Australian Dollars.

The bulk of the consolidated entity's income and expenditure and capital commitments are denominated in United States Dollars (USD). The Board of Directors has taken the view that because of the offsetting nature of the consolidated entity's receivables and payables that an unhedged position in relation to foreign currency exposure is the most appropriate policy. The consolidated entity maintains bank accounts in three currencies being Australian Dollars (AUD), United States Dollars (USD), Hong Kong Dollar (HKD) and Chilean Pesos (CLP) to manage receipts and payments in those currencies and to reduce and minimise currency conversion costs.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 23: FINANCIAL RISK MANAGEMENT (Continued)

##### (f) Liquidity risk management

Liquidity risk arises from the possibility that the consolidated entity might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The consolidated entity manages this risk through the following mechanisms:

- by maintaining centralised cash balances;
- by matching capital commitments to draw down of funding facilities and equity raisings;
- preparing forward looking cash flow analysis in relation to its operational, investing financing activities; and
- managing credit risk related to financial assets.

Cash flows realised from financial assets reflect management's expectations as to the timing of realisation. Actual timing may therefore differ from that disclosed. The table below summarises the expected financial liability and financial asset maturities.

	Within 1 year	1 to 5 Years	Over 5 Years	Total
	\$	\$	\$	\$
<b>2019</b>				
<b>Financial Assets</b>				
Cash	114,639	-	-	<b>114,639</b>
Trade and other receivables	617,483	-	-	<b>617,483</b>
<b>Total financial assets</b>	<b>732,122</b>	-	-	<b>732,122</b>
<b>Financial Liabilities</b>				
Trade and other payables	741,872	-	-	<b>741,872</b>
Convertible Notes	4,825,669	-	-	<b>4,825,669</b>
Loans from related parties	-	-	3,759,690	<b>3,759,690</b>
<b>Total financial liabilities</b>	<b>5,567,541</b>	-	<b>3,759,690</b>	<b>9,327,231</b>

	Within 1 year	1 to 5 Years	Over 5 Years	Total
	\$	\$	\$	\$
<b>2018</b>				
<b>Financial Assets</b>				
Cash	241,763	-	-	241,763
Trade and other receivables	85,966	-	-	85,966
<b>Total financial assets</b>	<b>327,729</b>	-	-	<b>327,729</b>
<b>Financial Liabilities</b>				
Trade and other payables	591,946	-	-	591,946
Convertible Notes	-	4,881,347	-	4,881,347
Loans from related parties	-	-	303,184	303,184
<b>Total financial liabilities</b>	-	<b>4,881,347</b>	<b>303,184</b>	<b>5,776,477</b>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 23: FINANCIAL RISK MANAGEMENT (Continued)

##### (g) Fair values

The aggregate fair values of financial assets and liabilities as at reporting date is as follows:

	2019	2018
	\$	\$
<b>Financial Assets</b>		
Cash	114,639	241,763
Trade and other receivables	617,483	85,966
Total financial assets	<u>732,122</u>	<u>327,729</u>
<b>Financial Liabilities</b>		
Trade and other payables	741,872	591,946
Convertible note	4,825,669	4,881,347
Loans from related parties	3,759,690	303,184
Total financial liabilities	<u>9,327,231</u>	<u>5,776,477</u>

The following methods and assumptions are used to determine the fair values of financial assets and liabilities:

- The carrying amount for cash, trade and other receivables, prepayments and payables approximates fair value.
- The fair values of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow theory.

##### (h) Sensitivity

###### *Interest rate risk*

The consolidated entity has considered the sensitivity relating to its exposure to interest rate risk at the reporting date. This analysis considers the effect on current year loss which could result in a change in this risk. The management processes employed to control these factors involve entering into fixed interest rate borrowings.

###### *Foreign currency risk*

The consolidated entity has considered the sensitivity relating to its exposure to foreign currency risk at the reporting date. The sensitivity analysis considers the effect on current year loss and equity due to a change in the AUD/USD, AUD/CLP and AUD/HKD rates.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 23: FINANCIAL RISK MANAGEMENT (Continued)

The table below summarises the impact of +/- 5% strengthening / weakening of the AUD against the USD, HKD and CLP. The analysis is based on the +/- 5% movement of each foreign currency (CLP, HKD and USD) against AUD with all other factors remaining equal. A sensitivity of 5% has been used as the Board assesses this to be a probable range for foreign exchange fluctuation.

		Post Tax Loss		Equity	
		2019	2018	2019	2018
		\$	\$	\$	\$
AUD/USD	+5%	77,713	177,097	77,713	177,097
	-5%	(77,713)	(177,097)	(77,713)	(177,097)
AUD/CLP	+5%	48,436	56,427	48,436	56,427
	-5%	(48,436)	(56,427)	(48,436)	(56,427)
AUD/HKD	+5%	-	-	-	-
	-5%	-	-	-	-

#### NOTE 24: RESERVES

##### Foreign Currency Translation Reserve

The foreign currency translation reserve records exchange differences arising on translation of foreign controlled subsidiaries.

##### Equity portion of convertible notes

Due to derecognition of the First Convertible Loan facility, the equity portion has been derecognised in the reporting period.

	Consolidated Group	
	2019	2018
	\$	\$
<b>Foreign currency translation reserve</b>		
Balance at the beginning of the financial year	(758,618)	(773,488)
Exchange differences on translation of foreign controlled entities	13,684	14,870
<b>Balance at the end of the financial year</b>	<b>(744,934)</b>	<b>(758,618)</b>
<b>Equity portion of convertible note</b>		
Balance at beginning of financial year	-	-
Revaluation of equity reserve – convertible note	-	-
<b>Balance at the end of the financial year</b>	<b>-</b>	<b>-</b>
<b>Total reserves</b>	<b>(744,934)</b>	<b>(758,618)</b>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 30 JUNE 2019

#### NOTE 25: ACCUMULATED LOSSES

	Consolidated Group	
	2019	2018
	\$	\$
Movements in accumulated losses were as follows:		
Balance at the beginning of the financial year	<b>(130,731,749)</b>	(127,699,451)
Prior period adjustment	<b>(12,436)</b>	-
Net (loss)/profit for the year	<b>(1,135,957)</b>	(3,032,298)
Balance at the end of the financial year	<b><u>(131,880,142)</u></b>	<u>(130,731,749)</u>

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## INDEPENDENT AUDITOR'S REPORT To the Members of Admiralty Resources NL

### Opinion

We have audited the financial report of Admiralty Resource NL (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2019, the consolidated statement of profit or loss and comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2019 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

### Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed this matter
<p><b>Carrying Value of Capitalised Exploration Expenditure</b> Refer to Note 12 in the financial statements</p>	
<p>The Group has capitalised exploration expenditure with a carrying value of \$21.5m. We have determined this to be an area of significant risk due to the significant management judgment involved in assessing the carrying value in accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i>, including:</p> <ul style="list-style-type: none"> <li>• Determination of whether expenditure can be associated with finding specific mineral resources, and the basis on which that expenditure is allocated to an area of interest.</li> <li>• Assessing whether any indicators of impairment are present.</li> <li>• Determination of whether exploration activities have progressed to the stage at which the existence of an economically recoverable mineral reserve may be determined.</li> </ul>	<p>Our audit procedures in relation to the carrying value of capitalised exploration costs included:</p> <ul style="list-style-type: none"> <li>• Ensuring that the right to tenure of the areas of interest was current through confirmation with the relevant government departments.</li> <li>• Critically assessing and evaluating management's assessment that no indicators of impairment existed.</li> <li>• Agreeing a sample of the additions to capitalised exploration expenditure during the year to supporting documentation and ensuring that the additions were capital in nature.</li> <li>• Through discussions with the Group's management team, and review of the Group's ASX announcements and other relevant documentation, assessing management's determination that exploration activities have not yet progressed to the point where the existence or otherwise of an economically recoverable mineral resource may be determined.</li> </ul>
<p><b>Accounting for Convertible Notes</b> Refer to Note 14 in the financial statements</p>	
<p>The Group has convertible note with a maximum drawdown facility of USD 3,600,000 and maturity date of 31 December 2019.</p> <p>The convertible note has been treated as a compound financial instrument, with the debt component classified in the consolidated statement of financial position as borrowings \$2,655,394. The conversion option was classified as a derivative financial liability \$1,105,728 on the basis that it will be converted into a variable number of the Group's shares.</p> <p>The accounting for convertible note was considered to be an area of significant risk due to the following:</p> <ul style="list-style-type: none"> <li>• It is a significant liability of the Group; and</li> <li>• The accounting is technically complex and requires judgement in valuing the derivative financial liability.</li> </ul>	<p>Our audit procedures in relation to the accounting for convertible note included:</p> <ul style="list-style-type: none"> <li>• Reviewing the convertible note deed of amendment to understand the revision and the related accounting considerations.</li> <li>• Evaluating the accounting treatment to determine whether the accounting for the convertible note issued was in compliance with Australian Accounting Standards.</li> <li>• Reviewing the valuation of the derivative financial liability at both inception and its subsequent measurement as at balance date, including the reasonableness of key inputs to the valuation model.</li> <li>• Assessing the appropriateness of the disclosures in respect of the borrowings and the derivative financial liability.</li> </ul>

## **Other Information**

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2019 but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of the Directors for the Financial Report**

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

## **Auditor's Responsibilities for the Audit of the Financial Report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [http://www.auasb.gov.au/auditors\\_responsibilities/ar2.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar2.pdf). This description forms part of our auditor's report.

## **Report on the Remuneration Report**

### *Opinion on the Remuneration Report*

We have audited the Remuneration Report included in pages 15 to 17 of the directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Admiralty Resource NL, for the year ended 30 June 2019, complies with section 300A of the Corporations Act 2001.



*Responsibilities*

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 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.



**RSM AUSTRALIA PARTNERS**



**C J Hume**  
Partner

Sydney, NSW  
Dated: 30 September 2019

## ADDITIONAL INFORMATION FOR PUBLIC LISTED COMPANIES

### 1. Shareholder Information

(a) Distribution of shareholders by class as at 25 September 2019.

Category (size of holding)	Number of Holders	Ordinary shares
1-1,000	1,430	777,129
1,001-5,000	2,104	5,658,734
5,001-10,000	931	7,105,437
10,001-100,000	2,113	1,145,593,399
<b>Total</b>	<b>6,578</b>	<b>1,159,134,699</b>

(b) The number of shareholdings held in less than marketable parcels are 5,708 as at 25 September 2019.

(c) The number of holders of each class of equity security as at 25 September 2019.

Class of Security	Number
Ordinary fully paid shares	1,159,134,699

(d) Substantial holders as at 25 September 2019.

The names of substantial shareholders who have notified the Company in accordance with Section 671B of the *Corporations Act 2001* are:

Name	Number of Ordinary Fully Paid Share Held	% Held of Issued Ordinary Capital
CITICORP NOMINEES PTY LIMITED	233,643,411	20.16%
BNP PARIBAS NOMINEES PTY LTD	182,291,892	15.73%
SMART EAST GLOBAL LIMITED	129,675,646	11.19%
SINO INVESTMENT AND HOLDING	117,161,500	10.11%
SOPHIE ZHONG PTY LIMITED	70,501,898	6.08%

(e) Voting Rights

Every member is entitled to be present at a meeting and may vote. Options do not carry a right to vote.

On a show of hands, every Member has one vote.

On a poll every member has:

- one vote for each fully paid share; and
- voting rights pro rata to the amount paid up on each partly paid share held by the member.

## ADDITIONAL INFORMATION FOR PUBLIC LISTED COMPANIES

### 1. Shareholder Information (continued)

(f) 20 Largest Shareholders – Ordinary Capital as at 25 September 2019.

<i>Name</i>	<i>Number of Ordinary Fully Paid Share Held</i>	<i>% Held of Issued Ordinary Capital</i>	
1	CITICORP NOMINEES PTY LIMITED	233,643,411	20.16%
2	BNP PARIBAS NOMINEES PTY LTD	182,291,892	15.73%
3	SMART EAST GLOBAL LIMITED	129,675,646	11.19%
4	SINO INVESTMENT AND HOLDING	117,161,500	10.11%
5	SOPHIE ZHONG PTY LIMITED	70,501,898	6.08%
6	J P MORGAN NOMINEES AUSTRALIA	39,527,178	3.41%
7	MR BAOJIANG LIU	25,000,000	2.16%
8	AUSTRALIAN CHILE MINING	25,000,000	2.16%
9	HSBC CUSTODY NOMINEES	23,760,613	2.05%
10	MR DOMENIC MICHAEL MURDOCCA	11,241,692	0.97%
11	MISS XU CHEN	9,965,373	0.86%
12	MR XIAN WEN XIANG	8,333,333	0.72%
13	MR YONGJIN LUO	7,506,934	0.65%
14	BNP PARIBAS NOMS PTY LTD	7,149,104	0.62%
15	MR WEIJIE CHEN	6,904,235	0.60%
16	TAN AND VUONG FAMILY SUPER	6,200,023	0.53%
17	MR BINRONG LIU	6,030,235	0.52%
18	MR GUOQING CHEN	5,348,832	0.46%
19	MR GARCIA TRONCOSO GUILLERMO	5,019,135	0.43%
20	MRS YAO XU	5,000,000	0.43%

### 2. The name of the Company Secretary is:

Jarrold Travers White

### 3. Office details

#### Registered Office:

C/- Traverse Accountants  
Suite 305, Level 3  
35 Lime Street  
Sydney NSW 2000

### 4. Share Registry Details

Boardroom Limited  
Level 12, 225 George Street  
Sydney NSW 2000  
Telephone: 1300 737 760 (within Australia)  
+61 2 9690 9600 (International callers)  
Facsimile: +61 2 9279 0664



## **ADDITIONAL INFORMATION FOR PUBLIC LISTED COMPANIES**

**5. Stock Exchange Listing**

Quotation has been granted for all the ordinary shares of the Company on the Australian Securities Exchange Limited.

**6. Vendor Securities**

There are no restricted securities on issue as at 25 September 2019.

**7. Unquoted Securities**

There were no unquoted securities as at 25 September 2019.

## ADDITIONAL INFORMATION FOR PUBLIC LISTED COMPANIES

### Appendix I - Schedule of Tenements

<i>Tenement Reference</i>	<i>Registered Holder</i>	<i>Country</i>	<i>Project Group</i>
M39/159 (50%)	Pyke Hill Resources Pty Ltd	Australia	Pyke Hill
MLN 726	Bulman Resources Pty Ltd	Australia	Bulman
MLN 727	Bulman Resources Pty Ltd	Australia	Bulman
EL 25931	Bulman Resources Pty Ltd	Australia	Bulman
EL 23814	Bulman Resources Pty Ltd	Australia	Bulman
<b>HARPER SOUTH</b>			
Negrita 1-4	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Negrita Group
Leo Doce, 1-60	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Negrita Group
Soberana 1-5	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Soberana Group
Phil Cuatro, 1-16	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Soberana Group
Leo 101, 1-30	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Soberana Group
Leo Cinco, 1-60	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Seis, 1-58	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Ocho, 1-60	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Nueve. 1-60	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Diez, 1-40	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Once, 1-40	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
Leo Trece, 1-60	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Mariposa Group
<b>OTHER SECTORS</b>			
Pampa Tololo 1-2475	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Pampa Tololo Group
Cerro Varilla 1-732	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Pampa Tololo Group
Leo 14, 1-40	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Other Tenements
Leo 105	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Other Tenements
Leo 106	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Other Tenements
Leo 107	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Other Tenements
Mal Pelo	Admiralty Minerals Chile Pty Ltd Agencia en Chile	Chile	Other Tenements