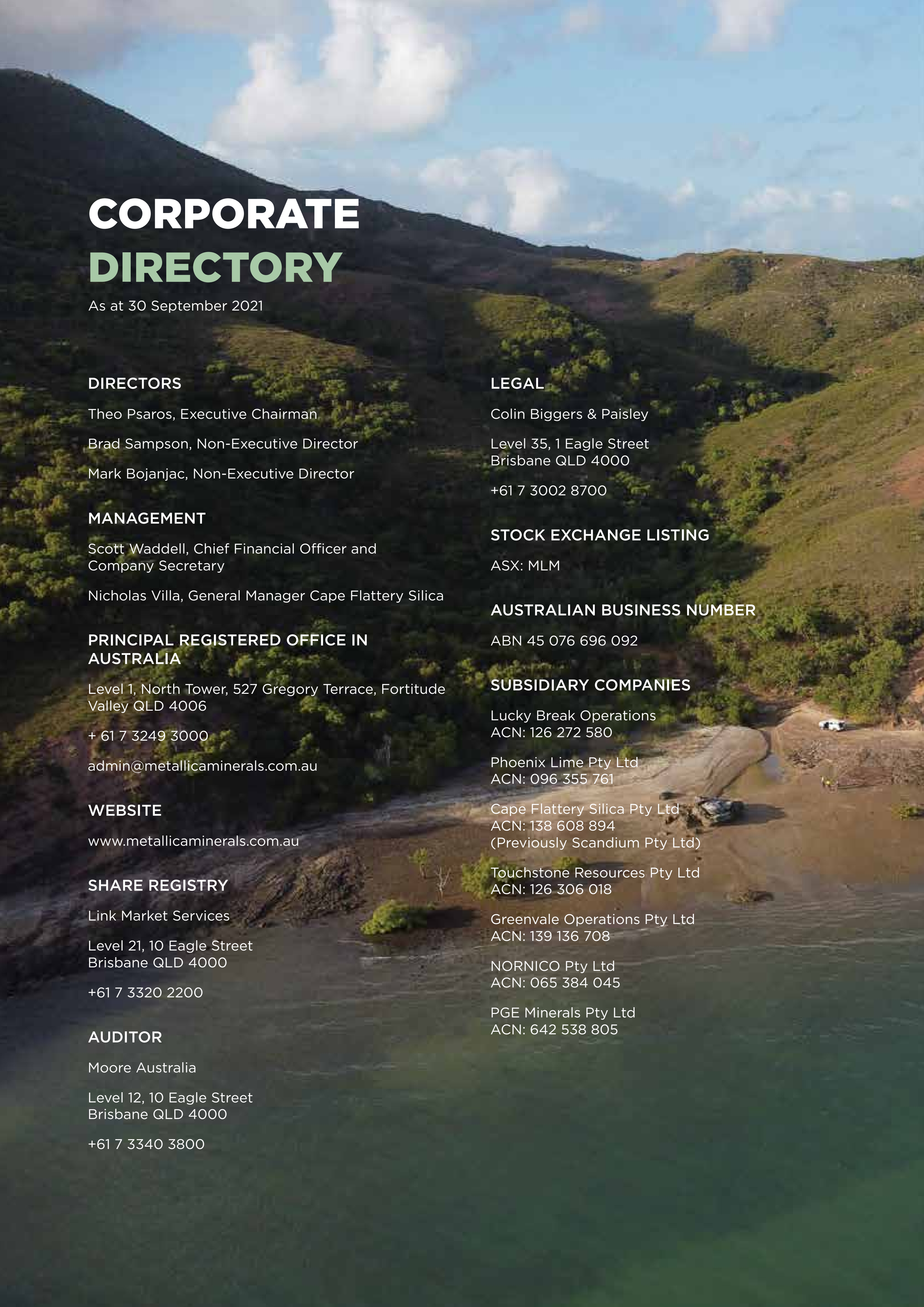
ANNUAL REPORT

FOR THE YEAR ENDED 30 JUNE 2021

METALLICA MINERALS LTD



CORPORATE DIRECTORY

As at 30 September 2021

DIRECTORS

Theo Psaros, Executive Chairman

Brad Sampson, Non-Executive Director

Mark Bojanjac, Non-Executive Director

MANAGEMENT

Scott Waddell, Chief Financial Officer and Company Secretary

Nicholas Villa, General Manager Cape Flattery Silica

PRINCIPAL REGISTERED OFFICE IN AUSTRALIA

Level 1, North Tower, 527 Gregory Terrace, Fortitude Valley QLD 4006

+ 61 7 3249 3000

admin@metallicaminerals.com.au

WEBSITE

www.metallicaminerals.com.au

SHARE REGISTRY

Link Market Services

Level 21, 10 Eagle Street
Brisbane QLD 4000

+61 7 3320 2200

AUDITOR

Moore Australia

Level 12, 10 Eagle Street
Brisbane QLD 4000

+61 7 3340 3800

LEGAL

Colin Biggers & Paisley

Level 35, 1 Eagle Street
Brisbane QLD 4000

+61 7 3002 8700

STOCK EXCHANGE LISTING

ASX: MLM

AUSTRALIAN BUSINESS NUMBER

ABN 45 076 696 092

SUBSIDIARY COMPANIES

Lucky Break Operations
ACN: 126 272 580

Phoenix Lime Pty Ltd
ACN: 096 355 761

Cape Flattery Silica Pty Ltd
ACN: 138 608 894
(Previously Scandium Pty Ltd)

Touchstone Resources Pty Ltd
ACN: 126 306 018

Greenvale Operations Pty Ltd
ACN: 139 136 708

NORNICO Pty Ltd
ACN: 065 384 045

PGE Minerals Pty Ltd
ACN: 642 538 805


Metallica Minerals Limited is an Australian resource development company, focused on becoming a Silica Sands producer.

KEY EVENTS

AUGUST 2021

Scoping Study completed

JULY/AUGUST 2021

98 hole drill program completed

JUNE 2021

Excellent Metallurgical test results received for the Cape Flattery Silica Project

JUNE 2021

Mining Lease application lodged for Cape Flattery Silica Project

JUNE 2021

Nicholas Villa appointed as General Manager, Cape Flattery Silica Sand Project

MAY 2021

Brad Sampson and Mark Bojanjac appointed to the Board of Directors

APRIL 2021

Renounceable Rights Issue to raise up to $4.9m was completed and due to significant demand for the shortfall, an additional $2.1m of oversubscriptions were accepted resulting in a total raise of $7.0m

MARCH 2021

Key Cultural Heritage Agreements signed with both Aboriginal Corporations to enable a cultural heritage survey for a closer-spaced step-out and in-fill grid drilling

MARCH 2021

Resource upgrade to 38Mt Silica Sand resource at Cape Flattery Silica Sands Project

MARCH 2021

Water monitoring bores completed

DECEMBER 2020

Maiden 20 hole drill program completed

NOVEMBER 2020

Maiden Inferred Resource November 2020 released for Cape Flattery Silica Sands Project

NOVEMBER 2020

Conduct & Compensation Agreement signed by Hopevale Congress

Dear Metallica shareholders

I would like to take this opportunity to present Metallica's Annual Report for the financial year 2021, a year that has seen significant progress made on the Cape Flattery Silica Sand Project (CFS) and further changes to the structure of our Board and Management team.

While the COVID-19 pandemic posed challenges to how we progress the continued development of the CFS Project, we continued to make advancements towards delivery of our corporate strategy.

Australia's silica sand is set to play a critical role in the global transition to a low-carbon economy, calling for the accelerated development of high-purity sources of this sought-after mineral.

According to IMARC, the global silica sands market could grow from US$8 billion in 2019 to US$20 billion in 2024. Research shows just one kilogram of polysilicon — a refined material made from Silica — saves more than 7,000 kilograms of $C0_2$ emissions during the lifetime of a solar panel, and increasing the development of solar panels could reduce $C0_2$ emissions by 21 per cent by 2050. Solar power technologies could cover a quarter of the global electricity needs by mid-century — becoming the second largest generation source after wind.

Global interest in reducing carbon emissions has resulted in a significant demand for solar power installations and is expected to translate into extensive use of high-purity silica sand. The Asia Pacific region accounts for 47 per cent of global demand for silica sand and it has seen a boom in solar panel sales around the world as countries move toward green and zero-emissions economies.

High-purity silica sand is used in the production of not only solar panels, but also flat glass, container glass, fibre optics, LCD panels, LED lights and even medical vials used to store vaccines — an essential item only required further due to our current climate.

Metallica Minerals' silica sand project situated at Cape Flattery, Queensland is globally-recognised for its high purity silica sand and superior location — home to one of the most prolific silica sand mines in the world. We are positioning your company to take advantage of the increasing demand for high-purity silica sand.

Importantly, silica sand is extracted and collected using simple earthmoving methods that minimise land disturbance and involve progressive rehabilitation that ensures mined land has a timely restoration of the landscape. As demand increases for our sustainable, superior and sought-after silica sand, Metallica Minerals is keen to play its part in the global green economy.

We continue to work closely on our positive relationships with the two Native Title holders, Hopevale Congress Aboriginal Corporation RNTBC Trustee, on behalf of the Nguurruumungu Clan, and Walmbaar Aboriginal Corporation, on behalf of the Dingaal Clan.

In August 2021, we successfully completed a Scoping Study for the Cape Flattery Silica Project. The Scoping Study has given the Board the confidence to progress towards a Pre-Feasibility Study, which is now underway.

We have also had a number of changes to our Board and Management team, with Messrs Andrew Gillies and Scott Waddell having resigned from the Board, and Mr Nicholas Villa joining the Company as General Manager of the Cape Flattery Project. Messrs Brad Sampson and Mark Bojanjac joined our Board in May 2021 and between the two of them, bring significant global mine development experience. These changes are aligned with our succession planning announced last year and position our team to deliver on our project and company goals.

Pleasingly, Metallica ended the year with approximately $7.5 million cash in the bank and no debt.

On behalf of my fellow Directors I would like to thank you again for your continued support. We have your company well placed to deliver growth and opportunity for all shareholders. I also wish to acknowledge the effort of our small team of staff and consultants who have continued to provide the company with professional support during the year.

Yours faithfully

Theo Psaros
Executive Chairman


N
100 km
CAPE FLATTERY
SILICA PROJECT
Cooktown
Cairns
QUEENSLAND
Townsville
Brisbane

CAPE FLATTERY SILICA SANDS

MLM INTEREST 100% THROUGH SUBSIDIARY CAPE FLATTERY SILICA PTY LTD

36KM² – EXPLORATION TENURE EPM 25734

SILICA SANDS – BULK EXPORT

The Cape Flattery Silica Sands project is located on the eastern coastline of Cape York Peninsula and approximately 220 km north of Cairns in North Queensland. The project is adjacent to the world class Cape Flattery Silica Sands mining and shipping operation owned by Mitsubishi.

Importantly, the Project is located adjacent within the Cape Flattery Port area. The Cape Flattery Port area is owned and operated by Ports North, a Queensland Government-owned corporation. Ports North is the owner of the jetty leased by Mitsubishi, which is located in the Cape Flattery Port area, just south of the Project's tenement. The ship-loading equipment on the jetty is primarily owned by Mitsubishi.

MINING LEASE APPLICATION

On 20 May 2021, Metallica lodged a Mining Lease Application (MLA) with the Queensland Department of Resources. The MLA covers 616.1 ha and has been applied for a term of 25 years. The future Mining Lease (MLA 100284) will include the Project's resource area, potential water bore sites and access from a gazetted road.

ENVIRONMENTAL

In April 2021 five water monitoring bores were installed within the main project area. A Cultural Clearance with Hopevale Congress Aboriginal Corporation and Walmbaar Aboriginal Corporation was completed prior to this work being undertaken. The purpose of the water monitoring bore installation is to analyse the existing water table that lies within the planned development area and the potential impact, if any, on the existing aquifers.

Wet season flora and fauna environmental study was completed, this included a baseline ecological assessment.

NATIVE TITLE

A Conduct and Compensation Agreement (CCA) was executed with Hopevale Congress Aboriginal Corporation on 26 November 2020 for exploration and drilling along pre-existing access tracks. At that time, Metallica had not yet conducted an extensive Aboriginal Heritage clearance survey on the resource area, so all drill lines used in that program were confined to existing and pre-existing tracks. All lines were walked and no sites of significance were noted.

On 31 March 2021, Metallica announced that Aboriginal Cultural Heritage Agreements (ACHAs) had been signed with Hopevale Congress Aboriginal Corporation (as agent for the Nguurruumungu Clan) and Walmbaar Aboriginal Corporation (as agent for the Dingaal Clan) (Figure 2). The ACHAs provided Metallica with a process that allowed drilling to occur off the existing tracks within EPM 25734 in July/August 2021. Cultural heritage clearance was completed prior to installation of water monitoring bores in April 2021.

RESOURCE

Over the past 24 months, Metallica has completed one hand-auger program and two drilling programs in the target eastern area on EPM 25734. The exploration results indicated an area which hosts a significant amount of high-grade (+99%) silica sand, which is referred to as the Project area.

In April 2021, Metallica engaged Ausrocks Pty Ltd (Ausrocks) to complete a silica Mineral Resource Estimate (MRE) for the Project. Ausrocks is a Brisbane-based resources consultancy with expertise in industrial minerals and quarrying. Ausrocks determined that the exploration program to date had obtained sufficient information to enable estimation of an Indicated and Inferred MRE for the

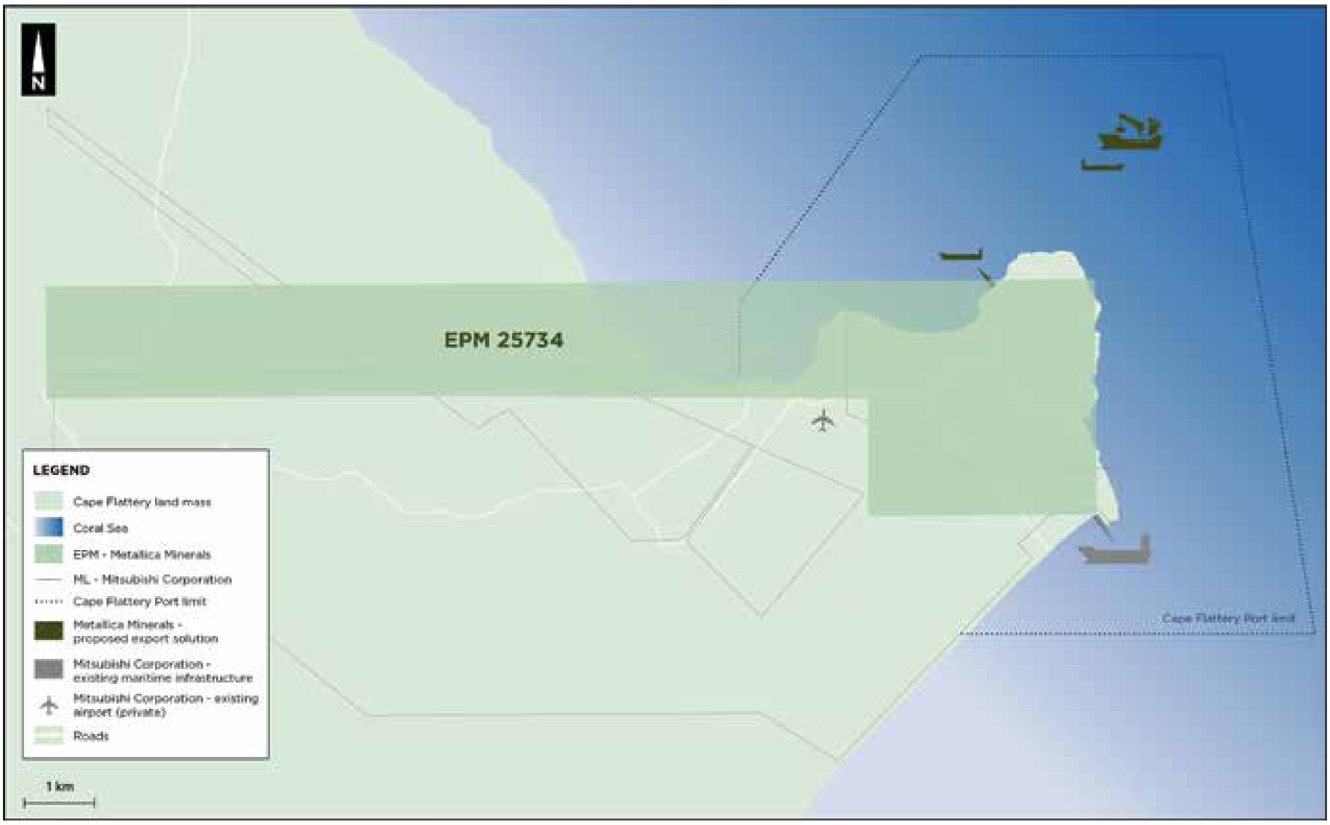


Figure 1: Cape Flattery Port location and Project proximity

Figure 2: Signing of Aboriginal Cultural Heritage Agreements (ACHAs) by Walmbaar Aboriginal Corporation Chairman, Shailand Deeral-Rosendale and directors, Pauline McLean and Travis Bally, with Metallica Minerals' Executive Chairman, Theo Psaros

Project. Ausrocks reviewed all the Project laboratory test work data that Metallica provided to ensure only valid and relevant data was used for the MRE.

The Mineral Resource model that Ausrocks has developed for the Project is referenced in the MLM ASX Release: 3 March 2021 'Revised 38 Mt of High Purity Silica Sand Resource'. The block model's development was based on data from 22 vacuum drill holes and 3 hand-auger holes as inputs to the Mineral Resource model, with a total of 391 samples used in the MRE.

Table 1: Mineral Resource Estimate for the Project Area

Classification	Silica sand Mt	Silica sand Mm^3	Density t/m^3	SiO_2 %	Al_2O_3 %	Fe_2O_3 %	TiO^2 %	LOI %
Indicated Resource	5.4	3.4	1.6	99.1	0.04	0.09	0.13	0.13
Inferred Resource	32.9	20.5	1.6	99.0	0.07	0.12	0.15	0.11
TOTAL	**38.3**	**23.9**	**1.6**	**99.0**	**0.06**	**0.12**	**0.15**	**0.12**

For further details, refer to ASX Release: 3 March 2021 'Revised 38 Mt of High Purity Silica Sand Resource'.

The Mineral Resource Estimate has been reported in accordance with the JORC Code 2012. A cut-off grade 98.5% has been defined based on the surrounding data. These results show there is good potential to produce a premium grade silica product using standard processing techniques.

METALLURGICAL TESTING

In early 2021, Metallica provided IHC Robbins Pty Ltd (IHC Robbins) with drill hole samples from the December 2020 drilling program to generate an approximate 2-tonne representative sample of life-of-mine material, as defined by the Project's resource model. The metallurgical testing was completed at IHC Robbins's Brisbane laboratory. As announced in the ASX Release: 3 March 2021 'Revised 38 Mt of High Purity Silica Sand Resource', the 2-tonne metallurgical test work sample was derived from drill samples from within the Project's resource area that had an average silica content of greater than 98.5% SiO_2. Using gravity upgrading, magnetic separation and particle classification methods, typical to silica sands refining, a product was produced that contained:

» between 99.8% and 99.9% SiO_2
» 450 ppm Al_2O_3
» 170 ppm Fe_2O_3
» 210 ppm TiO_2
» 2.6% -125 µm particles

The head feed sample was composed of 1.7% slimes and negligible oversize mass. The -2.0-millimetre, -63-micron sand fraction represented 98.2% of the as-received drill sample mass (Figure 11) and was assayed at:

» 99.7% SiO_2
» 800 ppm Al_2O_3
» 885 ppm Fe_2O_3
» 1,290 ppm TiO_2
» 0.07% organics (LOI 1000)

The material chosen for metallurgical testing was readily screened and deslimed by a typical silica sands feed preparation process to remove the +2.0-millimetre particles, -63-micron fines and organic content. Flocculent and coagulant were required to achieve an acceptable slimes settling rate and supernatant process water clarity.

The heavy minerals (HMs) were effectively removed by a simple 2-stage spiral separation circuit. Particle attritioning showed evidence of improving product grade via the removal of iron-bearing surface coatings on the quartz grains. Magnetic separation successfully removed additional magnetic and paramagnetic particles, further improving product grade. Up-current classification was successful in selectively rejecting undesirable fine particles while maintaining a high mass yield. The final product achieved a mass yield of 77.4% and its assay results are shown in Table 3 (as referred to in ASX Release: 22 June 2021 'Excellent Metallurgical Test Results on Cape Flattery Silica Sand').

Table 2: Final Product Assays

SiO_2 %	Al_2O_3 ppm	Fe_2O_3 ppm	TiO_2 ppm	Cr_2O_3 ppm	CaO ppm	K_2O ppm	MgO ppm	MnO ppm	Na_2O ppm	P_2O_5 ppm	V_2O_5 ppm	ZrO_2 ppm	LOI 1000 %
99.8	450	170	210	3	50	30	20	0	20	10	0	30	0.05

IHC Robbins also identified other potential products from earlier process streams and these would require less refining and generate a higher mass yield, as shown in Table 3.

Table 3: Other Potential Products Identified

Potential product options	Mass yield %	Assay			
		SiO_2 %	Al_2O_3 ppm	Fe_2O_3 ppm	TiO_2 ppm
Feed preparation sand	97.6	99.7	715	760	1,225
Spiral product	84.0	99.9	500	240	260

The metallurgical report also recommended that further product grade scoping test work and market investigations be completed in order to realise the full potential and therefore value of the Cape Flattery material.

PARTICLE SIZE RESULTS

Photomicrographs of the up-current classifier (UCC) underflow product (Figure 3) shows that very few discrete/liberated contaminant particles remain in the sample and that the quartz grains appear, by majority, free of surface coatings or inclusions. A summary metallurgical balance, based on outflow mass and Inductively Coupled Plasma (ICP) method assay data, is listed in Table 4.

Field of view = 21mm | Field of view = 8.5mm | Field of view = 3.3mm

Figure 3: UCC underflow product photomicrographs

Table 4: Inductively Couple Plasma (ICP) Assay Results

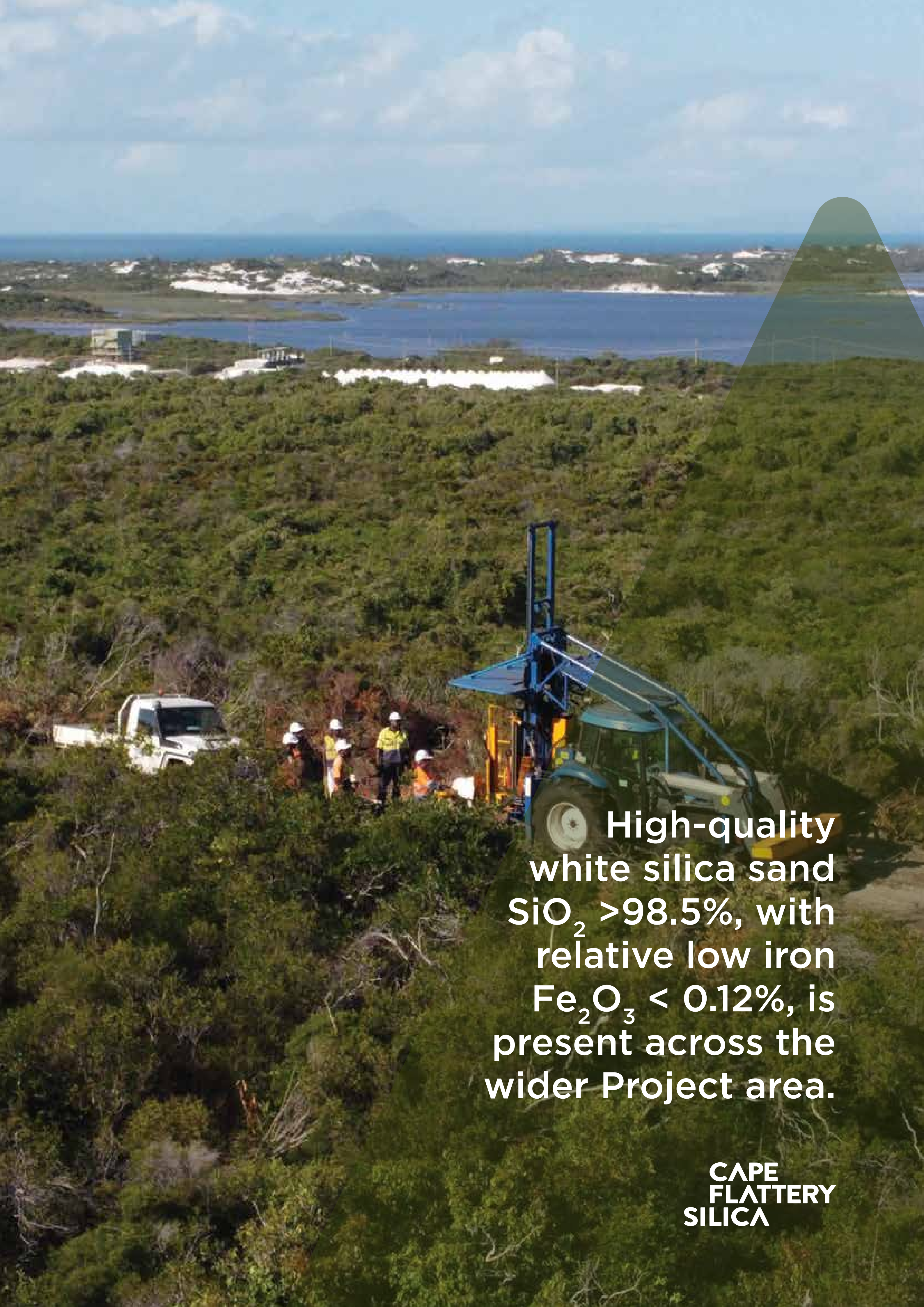
Summary	Mass tph	Mass yield %	Assay					Approximate Distributions			
			SiO_2 %	Al_2O_3 ppm	Fe_2O_3 ppm	TiO_2 ppm	LOI 1000 %	SiO_2 %	Al_2O_3 %	Fe_2O_3 %	TiO_2 %
Feed preparation oversize	0.1	0.1						0.0	0.0	0.0	0.0
Feed preparation slimes	5.6	2.3						0.0	0.0	0.0	0.0
Spiral concentrate	32.9	13.6	98.6	1884	3613	6318	0.10	13.9	38.3	71.6	78.5
Attritioning slimes	2.3	1.0						0.0	0.0	0.0	0.0
WHIMS mag	4.2	1.7	99.0	2380	3015	3400	0.09	1.8	6.1	7.6	5.4
UCC fines	9.5	3.9	99.8	615	290	360	0.09	4.1	3.6	1.7	1.3
UCC product	**187.2**	**77.4**	**99.8**	**450**	**170**	**210**	**0.05**	**80.2**	**52.0**	**19.2**	**14.9**
ROM	241.7	100.0	96.3	670	686	1094	0.06	100.0	100.0	100.0	100.0

As can be seen above, producing a final product via the as-developed process with a mass yield of 77.4% can result in a product grade of 99.8% SiO_2, 450 ppm Al_2O_3, 170 ppm Fe_2O_3, 210 ppm TiO_2 and 0.05% LOI 1000. This process rejects approximately 50% of the Al2O3 content, 80% of the Fe_2O3 content and 85% of the TiO_2 content, while only rejecting approximately 23% of the ROM feed mass.

The relatively low contaminant product with an attractive narrow particle size distribution is demonstrated by the following.

The final product (UCC underflow) was a successful fines control point. As shown in UCC = up-current classifier, O/F = overflow, U/F = underflow, Cum. = cumulate

The final silica product was left with 2.6% -125-micron particles, correlating to a rejection of approximately 50% of the -125-micron particles from the UCC feed, while only losing 2.5% of the +125-micron particles from the UCC feed. Note that -125-micron particles can be undesirable in the high-purity silica sand market.



High-quality white silica sand SiO_2 >98.5%, with relative low iron Fe_2O_3 < 0.12%, is present across the wider Project area.

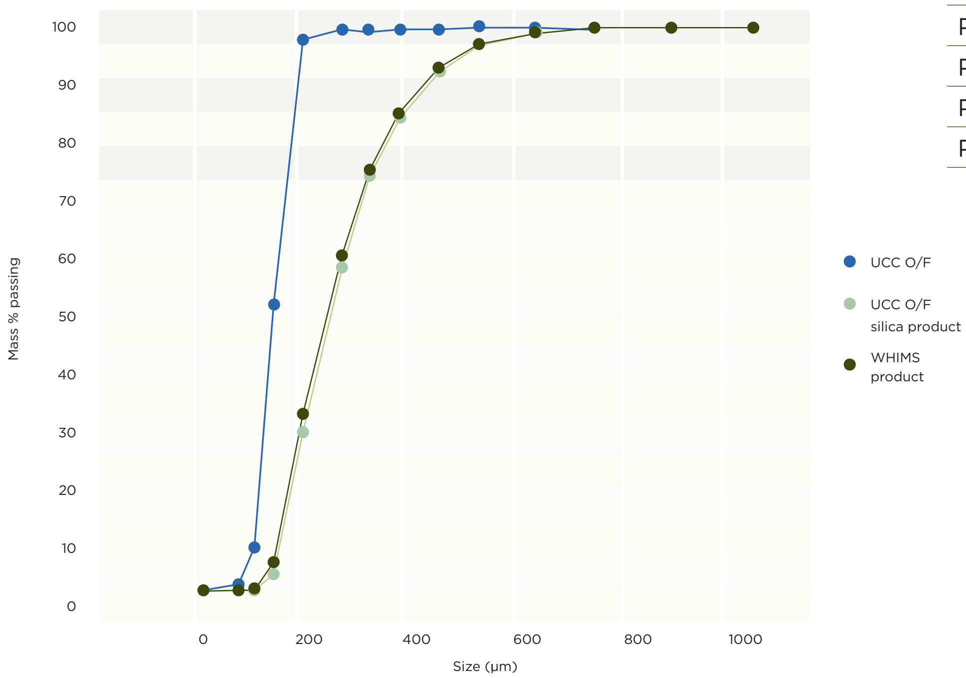
CAPE FLATTERY SILICA

Table 5: Particle size distribution

Sample	UCC O/F			UCC U/F (silica sand product)		
Size	Retained	Cum. retained	Passings	Retained	Cum. retained	Passings
µm	%	%	%	%	%	%
1000	0.0	0.0	100.0	0.0	0.0	100.0
850	0.0	0.0	100.0	0.0	0.0	100.0
710	0.0	0.0	100.0	0.2	0.2	99.8
600	0.0	0.0	100.0	0.9	1.0	99.0
500	0.0	0.0	100.0	2.0	3.1	96.9
425	0.0	0.0	100.0	4.7	7.8	92.2
355	0.1	0.1	99.9	8.4	16.2	83.8
300	0.1	0.2	99.8	10.3	26.5	73.5
250	0.2	0.4	99.6	16.0	42.5	57.5
180	1.7	2.1	97.9	29.4	71.9	28.1
125	47.0	49.2	50.8	25.5	97.4	2.6
90	43.1	92.3	7.7	2.6	100.0	0.0
63	6.6	99.0	1.0	0.0	100.0	0.0
0	1.0	100.0	0.0	0.0	100.0	0.0
TOTAL	**100.0**	-	-	**100.0**	-	-

UCC = up-current classifier, O/F = overflow, U/F = underflow, Cum. = cumulate

PARTICLE SIZE DISTRIBUTIONS



P_{01} (µm)	<63	102
P_{50} (µm)	124	230
P_{80} (µm)	157	334
P_{99} (µm)	224	603

Figure 4: Up-current classifier (UCC) product particle size distributions

Blending most of the sand produced a SiO_2 result that had minimum level of greater than (>) 98.5%. Benchtop testing which used hot-acid leaching was also undertaken and the results showed a significant decline in Fe_2O_3, from 170 ppm to 70 ppm. Such results showed that processing off-site can produce a very low-iron silica sand product.

The testing indicated that the Project sample was a relatively low contaminant product with an attractive narrow particle size distribution and a highmoderate yield. Metallica has the option to market products derived from earlier processing streams, such as the feed preparation sand or the spiral circuit product. Future marketing research will provide feedback on the viability of these products. The mass yield and product quality of each of these options are summarised in Table 6.

Table 6: Potential Product Options

Potential product options	Mass yield %	Assay				
		SiO_2 %	Al_2O_3 ppm	Fe_2O_3 ppm	TiO_2 ppm	LOI 1000 %
Feed preparation sand	97.6	99.7	715	760	1,225	0.07
Spiral product	84.0	99.9	500	240	260	0.10
UCC product	77.4	99.8	450	170	210	0.05

These UCC product can be compared to the product published by Mitsubishi (Cape Flattery Silica Mines) on their website:

1. Chemical Analysis	Average Quality
SiO_2	99.93%
Fe_2O_3	0.01%
Al_2O_3	0.03%
TiO_2	0.02%

* Average Quality of last 5 years
* Not-guaranteed Quality

2. Size Distribution	Average Quality	Weight
mesh	µm	%
+20	850	0.00
+28	600	0.36
+35	425	3.68
+48	300	17.26
+65	212	28.87
+100	150	40.08
+150	106	9.26
+200	75	0.42
+270	53	0.06
-200	-53	0.02
		AFS 60.59

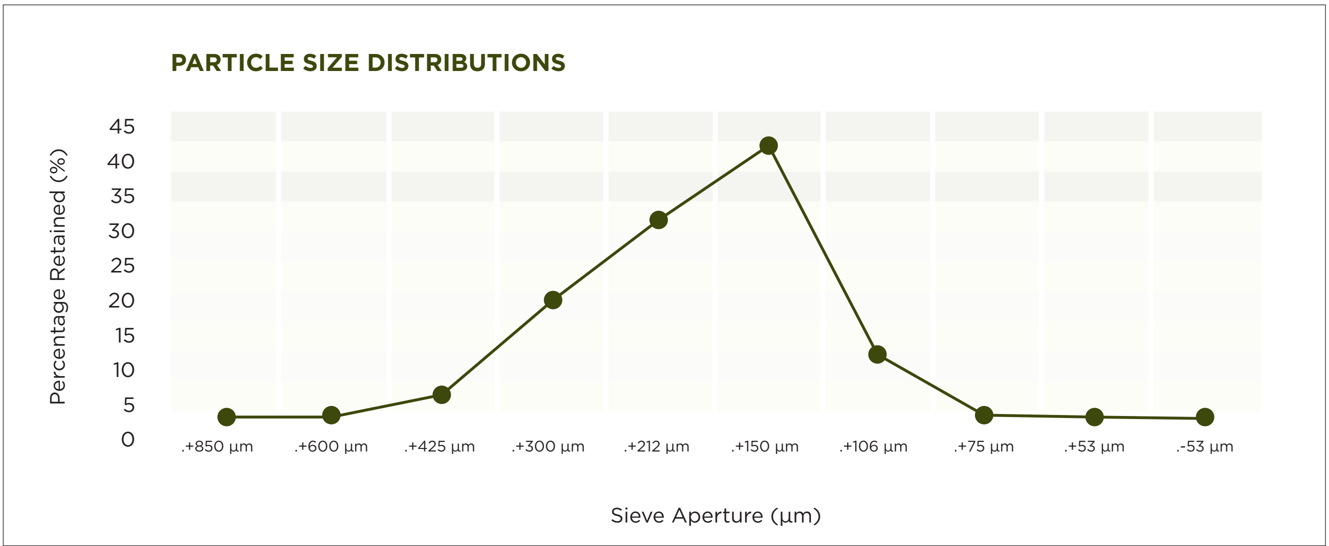
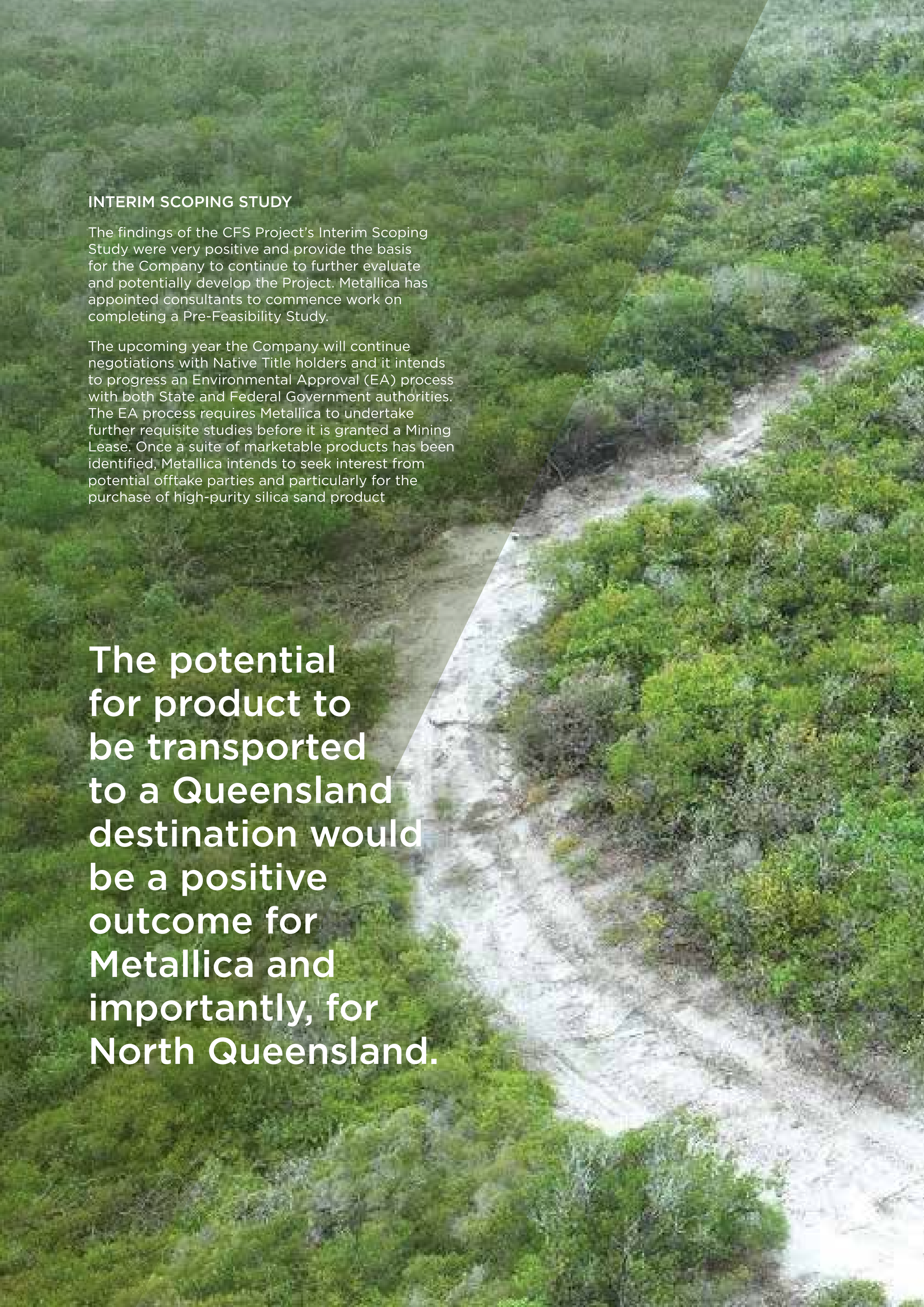


Figure 5: Particle size distributions

Source - www.cfsm.com.au/product



INTERIM SCOPING STUDY

The findings of the CFS Project's Interim Scoping Study were very positive and provide the basis for the Company to continue to further evaluate and potentially develop the Project. Metallica has appointed consultants to commence work on completing a Pre-Feasibility Study.

The upcoming year the Company will continue negotiations with Native Title holders and it intends to progress an Environmental Approval (EA) process with both State and Federal Government authorities. The EA process requires Metallica to undertake further requisite studies before it is granted a Mining Lease. Once a suite of marketable products has been identified, Metallica intends to seek interest from potential offtake parties and particularly for the purchase of high-purity silica sand product

The potential for product to be transported to a Queensland destination would be a positive outcome for Metallica and importantly, for North Queensland.

DEMAND FOR SILICA SAND

Sand is the world's most consumed raw material after water and an essential ingredient to our everyday lives. Yet, the world is facing a shortage — and climate scientists say it constitutes one of the greatest sustainability challenges of the 21st century.

For construction alone the world consumes roughly 40 – 50 billion tons of sand on an annual basis. That's enough to build a wall of 27 meters high by 27m wide that wraps around the planet every year.

The global rate of sand use which tripled over the past two decades partially as a result of surging urbanisation – far exceeds the natural rate at which sand is being replenished by the weathering of rocks by wind and water.

Sand is the worlds most consumed raw material after water and an essential ingredient to our everyday lives.

Source: A sand shortage? The world is running out of a crucial — but under-appreciated — commodity www.cnbc.com/2021/03/05/ sand-shortage-the-world-is-running-out-of-a-crucial-commodity.html

According to industry research firm IMARC Group, high-purity silica sands are becoming more sought after, with the global market growing at a compound annual growth rate (CAGR) of around 6% between 2010 and 2017. In 2017, a total of 188 Mt of silica sand was produced globally.

This growth has been driven by silica sand's applications across a broad range of industries including glass-making, foundry casting, water filtration, chemicals and metals, hydraulic fracturing and an increasing number of hi-tech products, including solar panels. For example, in the global glass-making industry, one of the major consumers of high-purity silica has experienced significant growth recently from the construction and automotive industries. IMARC also estimated the global silica sand market could grow from US$8 billion to US$20 billion in 2024.

USES OF SILICA SANDS

Silica Sands is quartz that over time, through the work of water and wind, has been broken down into tiny particles. The purity of Silica Sands varies from location to location due to environmental factors and as a result high purity sand is much sort after by end users. The use of Silica Sands varies greatly but is used in production of Glass products; Architectural, Smartphones, Tablets, Automotive, Fiberglass, Solar Panels. Building products; Quarts surfaces, Roofing Shingles. Foundry Sand; Automotive and Manufacturing, Into Foundry Sand markets Fillers and Extenders, Chemicals and Construction Sands.

DIRECTOR AND MANAGEMENT PROFILES

As at 30 September 2021

THEO PSAROS

Executive Chairman

Theo Psaros has over 30 years of diverse global and local commercial experience in a number of business sectors and industries within multi-million dollar publicly listed companies, private companies and government departments.

Theo's resource industry experience included a number of years as Chief Financial Officer and Chief Operating Officer of MetroCoal Limited, Chairman of the Surat Basin Coal Alliance and a member of the industry group that assisted with the Queensland Government Department of Natural Resources & Mines to prepare the 30-year strategic plan for the resources industry in Queensland (ResourcesQ.

Theo joined the board of Metallica Minerals as Non-Executive Chairman on 1 February 2019 and was appointed as Executive Chairman on 21 May 2020.

BRAD SAMPSON

Non-Executive Director

Brad Sampson is a Brisbane based internationally experienced business leader, Director and mining professional with more than 30 years resources industry experience.

He brings significant mine development and operating experience to the Metallica Board along with listed company governance experience across multiple international jurisdictions. Brad has experienced all aspects of mining operations, having worked in leadership roles through the entire cycle of exploration, development, operations and closure. Other current directorships: Director of Kore Potash Plc and Non-executive Director of Agrimin Limited.

Brad joined the board of Metallica Minerals as Non-Executive Director on 13 May 2021.

MARK BOJANJAC

Non-Executive Director

Mark Bojanjac is a Perth based company Director with more than 20 years of significant experience in ASX resource companies including those that have taken exploration projects into production.

He is currently Executive Chairman of PolarX Limited (ASX: PXX), Non-executive Director of Kula Gold Limited (ASX: KGD). He was previously Non-executive Director and later Managing Director of Adamus Resources leading the transition of the company to a gold producer.

Mark is also Executive Chairman of PolarX Limited and Non-Executive Director of Kula Gold Limited.

Mark joined the board of Metallica Minerals as Non-Executive Director on 13 May 2021.

SCOTT WADDELL

Chief Financial Officer and Company Secretary

Scott Waddell's resources experience was gained from eight (8) years with Metro Mining Limited and Cape Alumina Limited, nine (9) years with Anglo Coal and eight (8) years with Rio Tinto Alcan (RTA).

This included direct mine site experience of 8 years. Roles included Interim CEO at Cape Alumina, CFO and Company Secretary for Metro Mining Limited and Cape Alumina Limited, Head of Finance for the Monash Energy project in Victoria's La Trobe Valley, as well as being a director of the CO2CRC Otway Pilot Project and chairman of the audit committee, Business Development Manager as well as a number of finance and corporate roles.

Scott joined the board of Metallica Minerals as Non-Executive Director on 1 February 2019 and was appointed as Interim CEO on 7 February 2019. As announced on 21 May 2020, Scott was appointed to the positions Chief Financial Officer and Company Secretary. Scott resigned from his role of Executive Director on 31 August 2021 and has continued with the Company as Chief Financial Officer and Company Secretary.

DIRECTOR AND MANAGEMENT PROFILES

NICHOLAS VILLA

General Manager Cape Flattery Silica

Nicholas has over 20 years' experience as a Mining Professional, he is well practiced in the delivery of resource projects, taking them from early exploration phase through to production.

Nicholas has managed bulk commodity operations both as Principal and as Contractor, fulfilling senior management roles including Mining Manager, Project Manager and Site Senior Executive. Developing his experience in a wide range of commodities and operations across Australia, Nicholas cultivated his knowledge in as many areas as the resource industry afforded him during his career including Engineering, Maintenance, Survey, Geology and Construction.

As part of this experience, Nicholas has had comprehensive managerial involvement in large scale mobilisation of mining fleets, preceded by in depth investigation and establishment of facilities and personnel to match operational demand.

Thoroughly versed in Queensland resource project approvals processes including Environmental Studies and Native Title negotiations, Nicholas was Project Manager for the team that successfully delivered Metro Mining's Bauxite Hills mine to full production in Northern Cape York. This was comprised of both mining and marine elements, situated in a remote location with complex logistics.

Holding an Honours Degree in Geology, as well as a Diploma in Project Management, Nicholas is a long-term Member of the Australian Institute of Geoscientists. Nicholas joined Metallica Minerals on the 14th of June, 2021 with the purpose of delivering yet another successful operation in Northern Queensland.

Nick was appointed to the role of General Manager on 14 June 2021.

NOTICES

COMPETENT PERSON STATEMENTS

The information in this announcement that relates to the Cape Flattery Silica Sand Project-Eastern Exploration Target and this Resource Estimation was based on results and data collected and complied by Mr Neil Mackenzie-Forbes, who is a Member of the Institute of Geoscientists and is a Consulting Geologist employed by Sebrof Projects Pty Ltd and engaged by Metallica Minerals Ltd. Mr Mackenzie-Forbes has more than 20 years mining and exploration experience in Australia with major mining and junior exploration companies. Mr Neil Mackenzie-Forbes consents to the inclusion of this information in the form and context in which it appears in this release/report.

The information in this announcement that relates to the Cape Flattery Silica Sand Project - Eastern Resource Area is based on information and modeling undertaken by Mr Chris Ainslie, Geotechnical Engineer, who is a full-time employee of Ausrocks Pty Ltd and a Member of the Australasian Institute of Mining & Metallurgy. The work was supervised by Mr Carl Morandy, Mining Engineer who is Managing Director of Ausrocks Pty Ltd and a Member of the Australasian Institute of Mining & Metallurgy and also by Mr Brice Mutton who is a Senior Associate Geologist for Ausrocks Pty Ltd. Mr Mutton is a Fellow of the Australasian Institute of Mining & Metallurgy and a Fellow of the Australian Institute of Geoscientists. Mr Morandy and Mr Ainslie and Mr Mutton are employed by Ausrocks Pty Ltd who have been engaged by Metallica Minerals Ltd to prepare this independent report, there is no conflict of interest between the parties. Mr Morandy, Mr Ainslie and Mr Mutton consent to the disclosure of information in the form and context in which it appears in this release/report.

The overall resource work for the Cape Flattery Silica Sand Project - Eastern Resource Area is based on the direction and supervision of Mr Mutton who has sufficient experience that is relevant to the style of mineralisation and type of deposits under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves”.

The technical information in this report that relates to process metallurgy is based on information reviewed by Arno Kruger (MAusIMM) and work completed by IHC Mining. Mr Kruger is a metallurgical consultant and an employee of IHC Mining. Mr Kruger has sufficient experience that is relevant to the type of processing under consideration and to the activity being undertaken to qualify as a Competent Person as defined by the JORC Code 2012. Mr Kruger consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

FORWARD-LOOKING STATEMENTS

Forward-looking statements are based on assumptions regarding Metallica, business strategies, plans and objectives of the Company for future operations and development and the environment in which Metallica may operate.

Forward-looking statements are based on current views, expectations and beliefs as at the date they are expressed and which are subject to various risks and uncertainties. Actual results, performance or achievements of Metallica could be materially different from those expressed in, or implied by, these forward-looking statements. The forward-looking statements contained in this presentation are not guarantees or assurances of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Metallica, which may cause the actual results, performance or achievements of Metallica to differ materially from those expressed or implied by the forward-looking statements. For example, the factors that are likely to affect the results of Metallica include general economic conditions in Australia and globally; ability for Metallica to funds its activities; exchange rates; production levels or rates; demand for Metallica’s products, competition in the markets in which Metallica does and will operate; and the inherent regulatory risks in the businesses of Metallica. Given these uncertainties, readers are cautioned to not place undue reliance on such forward-looking statements.

TENEMENT TABLE

As at 30 June 2021

Tenure	Project	Status	Commenced	Grant	Expiry	Location	Area HA	Area S/B	Area Km²
EPM25734	CAPE FLATTERY	C	25/5/15	25/5/20	24/5/25	200km N of Cairns	0	11	54.4
ML100284	CAPE FLATERRY	A				50km N of Cooktown	615.9	0	
EPM25728	FAIRVIEW	C	6/8/15	6/8/20	5/8/23	25km W of Gladstone	0	5	16
EPM25756	FAIRVIEW #1	C	12/12/14	12/12/19	11/12/24	25km W of Gladstone	0	1	3.2
EPM25779	WARRIOR	C	24/6/15	24/6/20	23/6/25	S of Croydon	0	19	60.8
EPM27210	CLARA	C	24/9/19	24/9/19	23/9/24	80km S of Croydon	0	100	320
EPM27290	MOMBA	C	10/2/20	10/2/20	9/2/25	70km SW of Croydon	0	89	284.8
EPM27740	CHILLAGOE WEST	A	Application for grant of sub blocks			28 Km NE of Wandoo	0	46	151.34

TOP 20 SHAREHOLDERS

As at 30 September 2021

Rank	Name	Total Units	% IC
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	111,456,906	20.16
2	DOSTAL NOMINEES PTY LTD <PGJ&D DOSTAL BLOODLINE A/C>	29,422,409	5.18
3	ROOKHARP CAPITAL PTY LIMITED	17,407,408	3.07
4	PLAN-1 PTY LTD	11,012,502	1.94
5	MR GRAHAM RAYMOND DOW	9,100,000	1.6
6	SHADBOLT FUTURE FUND (TOTTENHAM) PTY LTD	8,190,000	1.44
7	GEFRATO TRADING PTY LTD	6,300,000	1.11
8	CALAMA HOLDINGS PTY LTD <MAMBAT SUPER FUND A/C>	5,500,000	0.97
9	CAROJON PTY LTD <IMBRUGLIA S/F A/C>	5,000,000	0.88
10	LATSOD PTY LTD <DOSTAL SUPERFUND A/C>	5,000,000	0.88
11	BONDLINE LIMITED	4,910,966	0.87
12	MACFORBES SUPER PTY LTD <KALEENTHA DEVELOP S/F A/C>	4,500,000	0.79
13	CS FOURTH NOMINEES PTY LIMITED <HSBC CUST NOM AU LTD 11 A/C>	4,411,790	0.78
13	MRS CAROLYN DOW	4,000,000	0.7
14	ANDREW SCOTT VICTOR WADDELL	4,000,000	0.7
15	BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	3,826,380	0.67
16	CITICORP NOMINEES PTY LIMITED	3,453,814	0.61
17	MRS ZI JUAN QI <CHEN FAMILY A/C>	3,444,444	0.61
18	MRS YAN WANG <AUST WEST COAST TRAVEL A/C>	3,370,371	0.59
18	MR BILAL AHMAD	3,250,000	0.57
19	MR PAUL THOMAS MCGREAL	3,250,000	0.57
20	MINNELEX PTY LTD <PYPER FAMILY A/C>	3,205,260	0.56
	Total Top 20 Shareholders	**254,031,776**	**45.25**

Metallica Minerals Limited
Terrace Office Park | Level 1, North Tower | 527 Gregory Terrace | Fortitude Valley QLD 4006

metallicaminerals.com.au

Metallica Minerals Limited

ACN 076 696 092

Annual Financial Report - 30 June 2021

Metallica Minerals Limited
Corporate directory
30 June 2021

Directors	T Psaros - Executive Chairman A Gillies - Non-executive Director S Waddell - Executive Director M Bojanjac - Non-executive Director B Sampson - Non-executive Director
Company secretary	S Waddell
Annual General Meeting	The details of the annual general meeting of Metallica Minerals Limited are: Colin Biggers & Paisley Pty Ltd Level 35, Waterfront Place, 1 Eagle Street Brisbane QLD 4000 9:00am on Wednesday, 17 November 2021
Registered office and principal place of business	Level 1, North Tower Terrace Office Park 527 Gregory Terrace Fortitude Valley QLD 4006 Phone: (07) 3249 3000
Share register	Link Market Services Limited Level 21, 10 Eagle Street Brisbane QLD 4001 Phone: 1300 554 474
Auditor	Moore Australia Audit Level 12, 10 Eagle Street Brisbane QLD 4000
Solicitors	Colin Biggers & Paisley Pty Ltd Level 35, Waterfront Place 1 Eagle Street Brisbane QLD 4000
Stock exchange listing	Metallica Minerals Limited shares are listed on the Australian Securities Exchange (ASX code: MLM)
Website	www.metallicaminerals.com.au
Corporate Governance Statement	www.metallicaminerals.com.au/corporate-directory

Metallica Minerals Limited
Directors' report
30 June 2021

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Metallica Minerals Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2021.

Directors
The following persons were directors of Metallica Minerals Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Theo Psaros
Andrew Gillies
Scott Waddell
Mark Bojanjac (appointed 13 May 2021)
Brad Sampson (appointed 13 May 2021)

The appointment of Mark Bojanjac and Brad Sampson as Directors was confirmed at an Extraordinary General Meeting of members held on 7 July 2021.

Principal activities
During the financial year, the principal activities of the consolidated entity consisted of mineral exploration, evaluation and progressing the development of its Cape Flattery Silica Sands Project. The consolidated entity sold its subsidiary companies, Oresome Australia Pty Ltd and Oresome Bauxite Pty Ltd, and their respective 50% interest holdings in the Urquhart Bauxite joint venture (JV), which incurred a loss of $2,049,754. There were no other significant changes in the principal activities of the consolidated entity.

Dividends
There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations
The loss for the consolidated entity after providing for income tax amounted to $3,054,991 (30 June 2020: $521,340).

The 30 June 2021 consolidated loss includes the net loss of $2,049,754 on disposal of the wholly-owned subsidiary companies, Oresome Australia Pty Ltd, Oresome Bauxite Pty Ltd and their respective 50% interest holdings in the JV.

During the year ended 30 June 2021 the company:
(a) Continued to advance its Cape Flattery Silica Sands Project which included the following activities:

- Following consultation with Native Title Holders (being the Dingaal and Nguurruumungu Clans), signed a Conduct and Compensation Agreement with Hopevale Congress Aboriginal Corporation, the trustee and registered Native Title Freehold owner of the land.
- Successfully completed a 22-hole drilling program in December 2020 within the Eastern Target Area. All drilling was undertaken with the permission from the Aboriginal Corporations.
- On 2 March 2021, released an upgraded resource in the Eastern Resource Area estimated and summarised in the table below. These results show there is good potential to produce a premium grade silica product using standard processing techniques.
- On 22 June 2021, the Company released excellent Metallurgical test results on Cape Flattery Silica Sand where the work demonstrated a low contaminant product with an attractive narrow particle size distribution, which can be produced at a high yield. The Metallurgical test results produced a product with 99.8% SiO2, 170ppm Fe2O3 and 450ppm Al2O3 .
- Lodged a Mining Lease Application (ML 100284) with the Queensland Department of Resources (for an area of 616 Hectares).

On 2 March 2021, the Company released an upgraded resource in the Cape Flattery Silica Eastern Resource Area estimated and summarised in Table 1, as is shown below:

	Silica Sand (Mt)	**Silica Sand (Mm^3)**	**Density (t/m^3)**	**SiO_2 %**	**Al_2O_3 %**	**Fe_2O_3 %**	**TiO_2 %**	**LOI %**
Indicated Resource	5.4	3.4	1.6	99.1	0.04	0.09	0.13	0.13
Inferred Resource	32.9	20.5	1.6	99.0	0.07	0.12	0.15	0.11
Total	38.3	23.9	1.6	99.0	0.06	0.12	0.15	0.12

[1]Table 1 – EASTERN RESOURCE Area Cape Flattery Silica Project

For further details, see ASX Release on 2 March 2021 titled “38 Mt of High Purity Silica Sand Resource at Cape Flattery Silica Sands Project”.

The Resource has been prepared in accordance with the JORC Code 2012 – A cut-off grade 98.5% has been defined based on the surrounding data. These results show there is good potential to produce a premium grade silica product using standard processing techniques.

See the Competent Person statement below.

(b) Sold its Urquhart Bauxite Project
On 3 November 2020, the consolidated entity sold its subsidiary companies, Oresome Australia Pty Ltd and Oresome Bauxite Pty Ltd, and their respective 50% interest holdings in the Urquhart Bauxite joint venture (JV). The sale proceeds comprise the following cash payments: $50,000 on the announcement of the sale; $50,000 within 30 days of the signing of the Share Sale Agreement, which is still outstanding as at the date of this report and has been classified as a doubtful debt, and contingent consideration of $200,000. Additionally, the company will be paid royalties based on bauxite and sand sales, and if at any time the acquirer transfers or disposes of the shares in Oresome, the profit (if any) on that sale will be shared 50% with Metallica Minerals Limited. The doubtful debt was provided for in the 2nd half of the 2021 financial year and consequently is not disclosed as doubtful in the company's 31 December 2020 half-year financial report.

(c) Received the final instalment of $330,000 due on the sale of its 50% interest in the Heavy Mineral Sands (HMS) plant and the HMS tenements at Urquhart Point. For further information, see the company ASX releases on 5 August 2020 and 20 December 2019.

1. Competent Person Statement
The information in this report that relates to the Cape Flattery Silica Sand Project-Eastern Exploration Target and this Resource Estimation was based on results and data collected and complied by Mr Neil Mackenzie-Forbes, who is a Member of the Institute of Geoscientists and is a Consulting Geologist employed by Sebrof Projects Pty Ltd and engaged by Metallica Minerals Ltd. Mr Mackenzie-Forbes has more than 20 years mining and exploration experience in Australia with major mining and junior exploration companies. Mr Neil Mackenzie-Forbes consents to the inclusion of this information in the form and context in which it appears in this report.

The information in this announcement that relates to the Cape Flattery Silica Sand Project - Eastern Resource Area is based on information and modeling undertaken by Mr Chris Ainslie, Geotechnical Engineer, who is a full-time employee of Ausrocks Pty Ltd and a Member of the Australasian Institute of Mining & Metallurgy. The work was supervised by Mr Carl Morandy, Mining Engineer who is Managing Director of Ausrocks Pty Ltd and a Member of the Australasian Institute of Mining & Metallurgy and also by Mr Brice Mutton who is a Senior Associate Geologist for Ausrocks Pty Ltd. Mr Mutton is a Fellow of the Australasian Institute of Mining & Metallurgy and a Fellow of the Australian Institute of Geoscientists. Mr Morandy and Mr Ainslie and Mr Mutton are employed by Ausrocks Pty Ltd who have been engaged by Metallica Minerals Ltd to prepare this independent report, there is no conflict of interest between the parties. Mr Morandy, Mr Ainslie and Mr Mutton consent to the disclosure of information in the form and context in which it appears in this report.

The overall resource work for the Cape Flattery Silica Sand Project - Eastern Resource Area is based on the direction and supervision of Mr Mutton who has sufficient experience that is relevant to the style of mineralisation and type of deposits under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves".

The technical information in this report that relates to process metallurgy is based on information reviewed by Arno Kruger (MAusIMM) and work completed by IHC Mining. Mr Kruger is a metallurgical consultant and an employee of IHC Mining. Mr Kruger has sufficient experience that is relevant to the type of processing under consideration and to the activity being undertaken to qualify as a Competent Person as defined by the JORC Code 2012. Mr Kruger consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Capital expenditure
During the 2021 financial year, $1,183,081 was incurred on capitalised exploration and development expenditure (2020: $188,141). The majority of the expenditure incurred was on the Cape Flattery Silica Sands Project.

Cash flow and Liquidity
During the 2021 financial year, the net cash outflows from operating activities decreased to $933,561 (2020: $1,551,525). The 2020 cash outflows included non-recurring expenses of $201,028 relating to the Nornico administration. In 2021, there was an increase in costs capitalised to the Cape Flattery Silica Sands Project which reduced the cash costs recognised in operating activities.

For the financial year ended 30 June 2021, the net cash outflow from investing activities amounted to $832,814 (2020 - net cash inflow: $1,304,388). The net cash outflow for 2021 was largely attributable to payments for exploration and evaluation assets. The net cash inflow for 2020 was largely attributable to the receipt of $1,296,400 from the sale of the HMS plant and tenements. Cash outflows for plant and equipment and, exploration and evaluation amounted to $1,188,746 (2020: $188,670).

During the financial year ended 30 June 2021, the company raised $6,500,407 from a rights issue and follow-on placement net of share issue costs of $500,254.

COVID-19 Impacts
The consolidated entity continues to follow recommendations from Queensland Health and the Australian Government to provide a COVID-19 safe workplace.

The company is also aware that travel restrictions to remote indigenous communities were in place during the financial year ending 30 June 2021, which delayed some activities and these restrictions continue to be in place in some communities. The company remains committed to following the guidelines released by the Government.

Other than restricted access to some remote communities, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the consolidated entity unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Significant changes in the state of affairs
On 3 November 2020, the company entered into an agreement to sell its subsidiary companies Oresome Australia Pty Ltd and Oresome Bauxite Pty Ltd (Oresome), the 50% joint venture partner in the Urquhart Bauxite project (refer note 31).

There were no other significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year
At an Extraordinary General Meeting (EGM) held on 7 July 2021, the company's shareholders approved the following:
1) A new Employee Equity Incentive Plan.
2) The issue of a total of 4,030,000 Performance Rights to the following Directors: Scott Waddell, Theo Psaros, Mark Bojanjac, and Brad Sampson.
3) Cashless loans to the following Directors: Scott Waddell, Theo Psaros and Andrew Gillies, for the exercise of employee options held by them.

At the aforementioned EGM, the shareholders also ratified the issue of options to Mahe Capital Pty Ltd, ratified the issue of shares and options to persons nominated by Mahe Capital Pty Ltd, and confirmed the appointment of Mark Bojanjac and Brad Sampson as Directors.

On 27 July 2021, the company allotted 10m shares for the exercise of employee options held by Directors, and entered into non-cash loan agreements with three Directors as outlined in the EGM held on 7 July 2021 and Notice of Meeting dated 7 and 8 June 2021.

On 23 July 2021, the company entered into a 4-year lease for office premises in Fortitude Valley.

On 2 August 2021, the company issued 7,160,000 performance rights to Directors and employees based on the terms detailed at the EGM held on 7 July 2021 and Notice of Meeting dated 7 and 8 June 2021.

On 5 August 2021, the company announced the signing of a Memorandum of Understanding ("MoU") with Diatreme Resources (ASX: DRX) for a potential joint venture on the Clermont Gold Copper Project which comprises EPM 17968. The company is to undertake due diligence on the project for an exclusive period of thirty (30) days prior to making a decision on whether to invest in further exploration.

No other matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

The consolidated entity's goal is to develop and progress the Cape Flattery Silica Sands Project and evaluate options to maximise the value of the company's other projects including the Esmeralda base metals, gold and graphite project. The company is also actively evaluating other projects for potential acquisition.

Environmental regulation

The consolidated entity is subject to environmental regulations under laws of Queensland where it holds mineral exploration and mining tenements. During the financial year the consolidated entity's activities recorded no non-compliance issues.

Information on directors (as at the date of this report)

Name:	Theo Psaros
Title:	Executive Chairman
Qualifications:	GAICD, CA, BFinAdmin
Experience and expertise:	Theo Psaros has over 30 years of diverse global and local commercial experience in a number of business sectors and industries within multi-million dollar publicly listed companies, private companies and government departments. Theo's resource industry experience included a number of years as Chief Financial Officer and Chief Operating Officer of MetroCoal Limited, Chairman of the Surat Basin Coal Alliance and a member of the industry group that assisted with the Queensland Government Department of Natural Resources & Mines to prepare the 30-year strategic plan for the resources industry in Queensland (ResourcesQ).
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Executive Chairman
Interests in shares:	5,000,000
Interests in options:	500,000
Interests in rights:	1,900,000

Name:	Andrew Scott Waddell
Title:	Executive Director
Qualifications:	B.Bus, Dip.PMM (Dist), FCPA, AGIA
Experience and expertise:	Scott Waddell's resources experience was gained from eight (8) years with Metro Mining Limited and Cape Alumina Limited, nine (9) years with Anglo Coal and eight (8) years with Rio Tinto Alcan (RTA). This included direct mine site experience of 8 years. Roles included Interim CEO at Cape Alumina, CFO and Company Secretary for Metro Mining Limited and Cape Alumina Limited, Head of Finance for the Monash Energy project in Victoria's La Trobe Valley, as well as being a director of the CO2CRC Otway Pilot Project and chairman of the audit committee, Business Development Manager as well as a number of finance and corporate roles.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	CFO and Company Secretary
Interests in shares:	6,000,000
Interests in options:	500,000
Interests in rights:	1,600,000

Name:	Andrew Gillies
Title:	Non-executive Director
Qualifications:	BSc Bachelor of Science (Geology), MAusIMM
Experience and expertise:	Andrew Gillies is a highly experienced geologist with over 35 years' experience and over 20 years combined experience as an Executive Director or Company Director of ASX listed junior resource companies. This provides for strong resource and mineral exploration, project generation, company management, project feasibility, project development, mining, capital raising, governance and corporate background. Andrew was a Founding and Executive Director of Metallica Minerals in 1997, listing the company on the ASX in 2004. He retired from the Managing Director position in July 2015 and then retired as a Director in June 2017. At the company General Meeting on 1 February 2019, Andrew along with Theo Psaros and Scott Waddell were elected by the shareholders to the Board replacing the previous company Board. Andrew has extensive and diverse experience across a range of mineral and resource projects, much of this experience gained throughout Queensland. Andrew successfully listed subsidiaries Cape Alumina Limited and MetroCoal Limited on the ASX in 2009 (these companies have since merged to become Metro Mining Limited, a successful bauxite producer). Andrew was a director of ASX junior companies Orion Metals Limited and Planet Metals Limited and he was previously a Director of the Queensland Resources Council (QRC). Mr Gillies is currently a Director of Prophet Resources Pty Ltd and his private geological consulting and investment company Golden Breed Pty Ltd.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	5,400,000
Interests in options:	600,000
Interests in rights:	None

Name:	Mark Bojanjac (appointed 13 May 2021)
Title:	Non-executive Director
Qualifications:	BCom, ICAA
Experience and expertise:	Mark Bojanjac is a Perth based company Director with more than 20 years of significant experience in ASX resource companies including those that have taken exploration projects into production. He is currently Executive Chairman of PolarX Limited (ASX: PXX), Non-executive Director of Kula Gold Limited (ASX: KGD). He was previously Non-executive Director and later Managing Director of Adamus Resources leading the transition of the company to a gold producer.
Other current directorships:	Executive Chairman of PolarX Limited and Non-executive Director of Kula Gold Limited
Former directorships (last 3 years):	Non-executive Director of Geopacific Resources Limited from 2013 to 2019
Special responsibilities:	None
Interests in shares:	None
Interests in options:	None
Interests in rights:	265,000

Name:	Stuart Bradley Sampson (appointed 13 May 2021)
Title:	Non-executive Director
Qualifications:	B.E. (Hons) Mining, MBA, AMP, MAusIMM
Experience and expertise:	Brad Sampson is a Brisbane based internationally experienced business leader, Director and mining professional with more than 30 years resources industry experience. He brings significant mine development and operating experience to the Metallica Board along with listed company governance experience across multiple international jurisdictions. Brad has experienced all aspects of mining operations, having worked in leadership roles through the entire cycle of exploration, development, operations and closure.
Other current directorships:	Director of Kore Potash Plc and Non-executive Director of Agrimin Ltd
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	None
Interests in options:	None
Interests in rights:	265,000

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships in all other types of entities, unless otherwise stated. 'Former directorships (in the last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

Company secretary
The Company Secretary is Scott Waddell, who was appointed to the position on 8 December 2020. Scott is a member of the Governance Institute of Australia and has previously worked as the Company Secretary to Cape Alumina Ltd and Metro Mining Ltd over an eight-year period. The former Company Secretary was John Haley.

Meetings of directors
The number of meetings of the company's Board of Directors ('the Board') held during the year ended 30 June 2021, and the number of meetings attended by each director were:

	Full Board	
	Attended	Held
T Psaros	15	15
S Waddell	15	15
A Gillies	15	15
M Bojanjac (appointed 13 May 2021)	2	2
B Sampson (appointed 13 May 2021)	2	2

Held: represents the number of meetings held during the time the director held office.

With effect from 30 June 2015, the Board decided that it was no longer appropriate to have separate committees for Audit & Risk and Remuneration. The Board as part of its role has undertaken the responsibilities of these Board committees and carries out the functions set out in their respective charters to ensure that their objectives are met.

Remuneration report (audited)
The remuneration report, which has been audited, outlines the director and executive remuneration arrangements for the consolidated entity and the company, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The objective of the consolidated entity's and company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders and conforms to the market best practice for delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:
- competitiveness and reasonableness
- acceptability to shareholders
- transparency

The remuneration structure for key management personnel, excluding non-executive directors, is set by the Board and is based on a number of factors including, market remuneration for comparable companies, particular experience of the individual concerned and overall performance of the consolidated entity. The contracts for service between the consolidated entity and key management personnel are on a continuing basis the terms of which are not expected to materially change in the immediate future. The consolidated entity retains the right to terminate contracts immediately by making payment of an amount based on the employee's years of service. Upon retirement or termination key management personnel, excluding non-executives, are paid employee benefits accrued to date of retirement or termination. No other termination benefits are payable under service contracts except that the Chairman is entitled to an additional 6 weeks' written notice in the case of a change of control event. Unless otherwise stated, service agreements do not provide for pre-determined compensation values or the manner of payment. Compensation is determined in accordance with the general remuneration policy. The manner of payment is determined on a case by case basis and is generally a mix of cash and non-cash benefits as considered appropriate by the Board.

The remuneration framework is aligned to shareholders' interests through:
- a focus on sustained growth in share price and key non-financial drivers of value
- attracting and retaining high calibre executives

The remuneration framework is aligned to employees' interests through:
- rewarding capability and experience
- reflecting competitive rates of remuneration in respect of skills and responsibility
- providing a clear structure for earning rewards
- providing recognition for achievements

In accordance with best practice corporate governance, the structure of non-executive directors and executive remuneration is separate.

Non-executive director remuneration
Remuneration of the non-executive directors is approved by the Board and set in aggregate within the maximum amount approved by the shareholders from time to time. The fees have been determined by the Board having regard to industry practice and the need to obtain appropriately qualified independent persons.

The aggregate pool of remuneration paid to non-executive directors was approved by shareholders on 24 November 2010 and is currently $300,000 per annum for Metallica Minerals Limited as parent entity. The amount paid to non-executive directors of the parent entity (Metallica Minerals Limited) during the year to 30 June 2021 was $60,631 excluding any remuneration from options (2020: $112,087).

Executive remuneration
The consolidated entity and company aims to reward executives with a level and mix of remuneration, both fixed and variable, based on their position and level of achievement.

The executive remuneration and reward framework has four components:
- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

(i) Fixed remuneration
Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board, based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

Executives can receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and adds additional value to the executive.

(ii) Short-term incentives
STIs paid to senior executives are made on a discretionary basis as determined by the Board. These incentives, while not guaranteed, are directly linked to the achievement of KPIs as well as various performance targets for each area of operational responsibility, including the preparation and delivery of reports on time and meeting industry targets and standards in relation to workplace health and safety. No bonus is awarded where performance falls below the minimum acceptable KPI levels as determined by the Board.

(iii) Long-term incentives
Long-term performance incentives (LTI) are delivered through the grant of options and share rights to executive directors and selected senior executives from time to time as part of their remuneration. Share rights have a nil exercise price and the performance hurdles applicable to any performance period (including how they will be measured) is set out in the invitation to the eligible executives.

At the Annual General Meeting (AGM) held on 29 November 2019, the company's shareholders approved the issue of share options to key employees under the company's incentive plan.

At the Extraordinary General Meeting (EGM) held on 7 July 2021, the company's shareholders approved the issue of performance rights to Directors under the company's new Employee Equity Incentive Plan.

The purpose of the new incentive plan is to:
(a) assist in the reward, retention and motivation of participants;
(b) align the interests of participants with the interests of the company's shareholders;
(c) promote the long-term success of the company and provide greater incentive for participants to focus on the company's longer term goals;
(d) link the reward of participants to the performance of the company and the creation of shareholder value; and
(e) provide participants with the opportunity to share in any future growth in value of the company.

Consolidated entity performance and link to remuneration
Because the consolidated entity is in exploration and development, not production, there is no direct relationship between the consolidated entity’s financial performance and the level of remuneration paid to key management personnel.

At 30 June 2021, the market price of the company’s ordinary shares was 3.5 cents per share (30 June 2020: 1.1 cents per share). No dividends were paid during the year ended 30 June 2021.

Share prices are subject to the influence of international metal prices and market sentiment towards the sector and increases or decreases may occur independently of executive performance or remuneration. The company may issue options or performance rights to provide an incentive for key management personnel which, it is believed, is in line with industry standards and practice and is also believed to align the interests of key management personnel with those of the company’s shareholders.

Unless otherwise stated, service agreements do not provide for pre-determined compensation values or the manner of payment. Compensation is determined in accordance with the general remuneration policy. The manner of payment is determined on a case by case basis and is generally a mix of cash and non-cash benefits as determined by the Board of Directors. Except in so far as Directors and other key management personnel hold options or share rights over shares in the company, there is no relationship between remuneration policy and the company's performance.

Use of remuneration consultants
The company did not engage remuneration consultants to prepare a formal remuneration report during the financial year ended 30 June 2021.

Voting and comments made at the company's 18 November 2020 Annual General Meeting ('AGM')
At the 18 November 2020 AGM, 89% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2020. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration
Amounts of remuneration
Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the following directors of Metallica Minerals Limited:
- Theo Psaros
- Scott Waddell
- Andrew Gillies
- Mark Bojanjac
- Brad Sampson

	Short-term benefits		Post-employment	Long-term benefits	Share-based payments	
2021	Cash salary and fees $	Annual leave accrual $	Super-annuation $	Long service leave $	Options, rights & shares (b) $	Total $
Non-Executive Directors:						
A Gillies	40,150	-	3,814	-	4,326	48,290
M Bojanjac (a)	8,334	-	-	-	-	8,334
B Sampson (a)	7,610	-	723	-	-	8,333
Executive Directors:						
T Psaros	149,600	-	-	-	4,326	153,926
S Waddell	135,245	-	-	-	5,768	141,013
	340,939	-	4,537	-	14,420	359,896

(a) Mr M Bojanjac and Mr B Sampson were appointed Directors on 13 May 2021.
(b) The amounts included in the share-based remuneration represent the grant date fair value of performance rights and options, amortised on a straight-line basis over the expected vesting period. Expenses are reversed where rights are forfeited due to a failure to satisfy the service conditions or there is a revision of share rights expected to vest.

	Short-term benefits		Post-employment	Long-term benefits	Share-based payments	
2020	Cash salary and fees $	Annual leave accrual $	Super-annuation $	Long service leave $	Options, rights & shares (d) $	Total $
Non-Executive Directors:						
A Gillies (e)	43,488	-	3,814	-	2,430	49,732
Executive Directors:						
T Psaros (a) (e)	74,786	-	-	-	2,430	77,216
S Waddell (b)	156,780	-	-	-	3,240	160,020
Other Key Management Personnel:						
J K Haley (c)	100,869	(5,216)	9,565	2,541	-	107,759
	375,923	(5,216)	13,379	2,541	8,100	394,727

(a) Mr T Psaros was Non-executive Chairman until 21 May 2020 and Executive Chairman thereafter.
(b) Mr S Waddell was Interim CEO until 21 May 2020 and appointed CFO thereafter.
(c) Mr J Haley resigned as CFO on 21 May 2020 and was no longer part of the key management personnel after this date, but continued in the role of Company Secretary. Mr J Haley had a negative annual leave accrual balance due to him taking more leave over the period than what was accrued.
(d) The amounts included in the share-based remuneration represent the grant date fair value of performance rights and options, amortised on a straight-line basis over the expected vesting period. Expenses are reversed where rights are forfeited due to a failure to satisfy the service conditions or there is a revision of share rights expected to vest.
(e) Payments to both Mr T Psaros and Mr A Gillies included payments for consulting work undertaken to the Company in addition to the contracted Director fees.

The proportion of remuneration linked to performance (i.e. options) and the fixed proportion are as follows:

	Fixed remuneration		At risk - STI		At risk - LTI	
Name	2021	2020	2021	2020	2021	2020
Non-Executive Directors:						
A Gillies	91%	95%	-	-	9%	5%
M Bojanjac	100%	-	-	-	-	-
B Sampson	100%	-	-	-	-	-
Executive Directors:						
T Psaros	97%	97%	-	-	3%	3%
S Waddell	96%	98%	-	-	4%	2%
Other Key Management Personnel:						
J K Haley	-	100%	-	-	-	-

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Theo Psaros
Title:	Executive Chairman
Agreement commenced:	20 May 2020
Term of agreement:	Ongoing
Details:	From 21 May 2020 until 1 February 2021, the remuneration payable to Theo Psaros was $10,000 per month (excluding GST) on a contractor basis. From 1 February 2021 his monthly salary was increased to $15,000 per month due to the additional workload. Theo already participates in an employee incentive plan and no other additional short or long-term incentives have been included in the terms of the engagement. The contract can be terminated by six weeks' notice from either party plus an additional six week's written notice in the case of a change of control event.

Name:	Andrew Scott Waddell
Title:	CFO and Company Secretary
Agreement commenced:	21 May 2020
Term of agreement:	Ongoing
Details:	From 21 May 2020 the remuneration payable to Scott Waddell is $1,100 per full day worked (excluding GST) on a contractor basis. Scott already participates in an employee incentive plan and no other additional short or long-term incentives have been included in the terms of the engagement. The contract can be terminated by six weeks' notice from either party plus an additional six weeks' written notice in the case of a change of control event.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation
Issue of shares
There were no shares granted to directors and other key management personnel as part of compensation during the year ended 30 June 2021.

Options
During the financial year ended 30 June 2021, there were no options granted as remuneration to key management personnel. Details of all options on issue over unissued ordinary shares in Metallica Minerals Limited at 30 June 2021 granted to key management personnel as remuneration are set out in the table below:

Name	Number of options granted	Grant date	Expiry date	Exercise price	Fair value per option at grant date
T Psaros	3,000,000	23/12/2019	23/06/2022	$0.029	$0.0037
A Gillies	3,000,000	23/12/2019	23/06/2022	$0.029	$0.0037
S Waddell	4,000,000	23/12/2019	23/06/2022	$0.029	$0.0037

Options granted carry no dividend or voting rights. The performance criteria for the options to vest include that the company shares trade at a price of greater than $0.03 for 5 successive trading days on the Australian Securities Exchange.

The number of options over ordinary shares granted to and vested by directors and other key management personnel as part of compensation during the year ended 30 June 2021 are set out below:

Name	Number of options granted during the year 2021	Number of options granted during the year 2020	Number of options vested during the year 2021	Number of options vested during the year 2020
T Psaros	-	3,000,000	-	-
A Gillies	-	3,000,000	-	-
S Waddell	-	4,000,000	-	-

Share rights
There were no share rights over ordinary shares granted to directors and other key management personnel as part of compensation during the year ended 30 June 2021.

Equity instruments issued on exercise of remuneration options/rights granted during the year
There were no remuneration options/rights exercised during the year ended 30 June 2021.

Additional information
The earnings of the consolidated entity for the five years to 30 June 2021 are summarised below:

	2021 $	2020 $	2019 $	2018 $	2017 $
Profit/(loss) after income tax	(3,054,991)	(521,340)	(4,391,316)	3,195,557	(2,559,121)

The factors that are considered to affect Total Shareholders Return ('TSR') are summarised below:

	2021	2020	2019	2018	2017
Share price at financial year end (cents)	3.50	1.05	1.60	3.70	5.20
Basic earnings/(loss) per share (cents per share)	(0.84)	(0.16)	(1.36)	0.99	(1.05)

Additional disclosures relating to key management personnel
Shareholding
The number of shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Options/rights exercised during the year	Additions	Disposals/ other	Balance at the end of the year
Ordinary shares					
T Psaros	674,000	-	1,326,000	-	2,000,000
S Waddell	632,258	-	1,367,742	-	2,000,000
A Gillies	962,500	-	1,437,500	-	2,400,000
	2,268,758	-	4,131,242	-	6,400,000

None of the shares above are held nominally by the directors or any of the other key management personnel.

Option holding
The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted as remuneration	Exercised	Expired/ forfeited/ other*	Balance at the end of the year
Options over ordinary shares					
T Psaros	3,000,000	-	-	500,000	3,500,000
S Waddell	4,000,000	-	-	500,000	4,500,000
A Gillies	3,000,000	-	-	600,000	3,600,000
	10,000,000	-	-	1,600,000	11,600,000

* Includes options that attached to shares issued under a renounceable rights offer.

No other key management personnel held options.

Loans to key management personnel and their related parties
There were no loans owing by key management personnel of the group, including their close family members and entities related to them, during the financial year ended 30 June 2021.

Other transactions with key management personnel and their related parties
There were no other transactions with key management personnel of the group, including their close family members and entities related to them, during the financial year ended 30 June 2021.

This concludes the remuneration report, which has been audited.

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

Grant date	Expiry date	Exercise price	Number under option
3 August 2011	No expiry date*	$0.700	1,000,000
27 April 2021	25 March 2024	$0.060	130,678,964
			131,678,964

* These options will expire 3 years after the decision to mine at Lucknow or Kokomo is made.

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

No options were granted to the directors or any of the five highest remunerated officers of the company since the end of the financial year.

Shares under share rights
Unissued ordinary shares of Metallica Minerals Limited under performance rights at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under rights
2 August 2021*	1 July 2022	$0.000	7,160,000

* On 7 July 2021, the company's shareholders approved the issue of 4,030,000 Performance Rights to the following Directors: Scott Waddell, Theo Psaros, Mark Bojanjac, and Brad Sampson, and 3,130,000 to employees.

No person entitled to exercise the performance rights had or has any right by virtue of the performance right to participate in any share issue of the company or of any other body corporate.

Shares issued on the exercise of options
The following ordinary shares of Metallica Minerals Limited were issued during the year ended 30 June 2021 and up to the date of this report on the exercise of options granted:

Date options exercised	Exercise price	Number of shares issued
27 July 2021	$0.029	10,000,000

Shares issued on the exercise of share rights
There were no ordinary shares of Metallica Minerals Limited issued on the exercise of performance rights during the year ended 30 June 2021 and up to the date of this report.

Indemnity and insurance of officers
Each of the Directors and the Secretary of the company have entered into a Deed with the company whereby the company has provided certain contractual rights of access to books and records of the company to those Directors and Secretary. The company has insured all of the Directors of Metallica Minerals Limited. The contract of insurance prohibits the disclosure of the nature of the liabilities covered and amount of the premium paid. The Corporations Act 2001 does not require disclosure of the information in these circumstances.

Indemnity and insurance of auditor
Other than the standard indemnities, the company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

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.

Non-audit services
Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are set out below.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed below do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:
- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

During the year the following fees were paid or payable for non-audit services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	Consolidated 2021 $	Consolidated 2020 $
Related practices of Moore Australia Audit (2020: related practices of BDO Audit Pty Ltd):		
Tax compliance	-	18,771

Officers of the company who are former partners of Moore Australia Audit
There are no officers of the company who are former partners of Moore Australia Audit.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

TJ Psaros

Theo Psaros
Chairman

19 August 2021
Brisbane

Moore Australia Audit
Level 12, 10 Eagle Street
Brisbane QLD 4000
GPO Box 475
Brisbane QLD 4001

T +61 7 3340 3800
F +61 7 3340 3700

www.moore-australia.com.au

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of Metallica Minerals Limited

As lead auditor for the audit of Metallica Minerals Limited for the year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been:

(i) no contraventions of the independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Metallica Minerals Limited and the entities it controlled during the year.

Murray McDonald Director - Audit and Assurance	Moore Australia Audit (QLD/NNSW) Chartered Accountants

Brisbane
19 August 2021

General information

The financial statements cover Metallica Minerals Limited as a consolidated entity consisting of Metallica Minerals Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Metallica Minerals Limited's functional and presentation currency.

Metallica Minerals Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 1, North Tower
Terrace Office Park
527 Gregory Terrace
Fortitude Valley
QLD 4006

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 18 August 2021. The directors have the power to amend and reissue the financial statements.

Metallica Minerals Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2021

	Note	Consolidated 2021 $	Consolidated 2020 $
Revenue	4	49,221	115,509
Other income	5	220,342	145,811
Interest revenue		8,034	28,962
Expenses			
Airfares and conferences		(41,254)	(24,901)
Extraordinary General Meeting costs		(6,000)	(1,059)
Impairment reversals	10	-	1,096,400
Employee benefits expense	6	(372,460)	(524,105)
Exploration costs		(279,878)	(458,956)
Depreciation and amortisation expense	6	(18,421)	(23,096)
Listing fees and share register expenses		(96,599)	(44,197)
Impairment of exploration and evaluation expenditure, and plant and equipment		-	(152,672)
Legal fees		(50,545)	(135,735)
Marketing		-	(11,130)
Nornico administration expenses		-	(201,028)
Professional fees		(113,436)	(80,326)
Net loss on disposal of subsidiary and joint operation	29,31	(2,049,754)	-
Rental expenses		(89,936)	(105,476)
Other expenses		(214,305)	(144,449)
Finance costs	6	-	(892)
Total expenses		(3,332,588)	(811,622)
Loss before income tax expense		(3,054,991)	(521,340)
Income tax expense	7	-	-
Loss after income tax expense for the year attributable to the owners of Metallica Minerals Limited		(3,054,991)	(521,340)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the owners of Metallica Minerals Limited		(3,054,991)	(521,340)
		Cents	**Cents**
Basic earnings per share	32	(0.84)	(0.16)
Diluted earnings per share	32	(0.84)	(0.16)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Metallica Minerals Limited
Statement of financial position
As at 30 June 2021

	Note	Consolidated 2021 $	Consolidated 2020 $
Assets			
Current assets			
Cash and cash equivalents	8	7,531,567	2,797,535
Trade and other receivables	9	45,923	363,004
Total current assets		7,577,490	3,160,539
Non-current assets			
Plant and equipment	10	10,788	23,364
Exploration and evaluation	11	1,183,081	2,090,729
Other	13	48,443	54,493
Total non-current assets		1,242,312	2,168,586
Total assets		8,819,802	5,329,125
Liabilities			
Current liabilities			
Trade and other payables	14	382,022	259,719
Employee benefits	15	11,447	109,509
Total current liabilities		393,469	369,228
Total liabilities		393,469	369,228
Net assets		8,426,333	4,959,897
Equity			
Issued capital	17	50,896,470	36,436,227
Reserves	18	219,747	8,158,563
Accumulated losses		(42,689,884)	(39,634,893)
Total equity		8,426,333	4,959,897

The above statement of financial position should be read in conjunction with the accompanying notes

Metallica Minerals Limited
Statement of changes in equity
For the year ended 30 June 2021

Consolidated	**Issued capital $**	**Reserves $**	**Accumulated losses $**	**Total equity $**
Balance at 1 July 2019	36,436,227	8,150,463	(39,113,553)	5,473,137
Loss after income tax expense for the year	-	-	(521,340)	(521,340)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(521,340)	(521,340)
Transactions with owners in their capacity as owners:				
Share-based payments (note 18)	-	8,100	-	8,100
Balance at 30 June 2020	36,436,227	8,158,563	(39,634,893)	4,959,897

Consolidated	**Issued capital $**	**Reserves $**	**Accumulated losses $**	**Total equity $**
Balance at 1 July 2020	36,436,227	8,158,563	(39,634,893)	4,959,897
Loss after income tax expense for the year	-	-	(3,054,991)	(3,054,991)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(3,054,991)	(3,054,991)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (note 17)	6,310,017	-	-	6,310,017
Share-based payments (note 18)	-	211,410	-	211,410
Transfer from share-based payments reserve to issued capital	8,150,226	(8,150,226)	-	-
Balance at 30 June 2021	50,896,470	219,747	(42,689,884)	8,426,333

The above statement of changes in equity should be read in conjunction with the accompanying notes

Metallica Minerals Limited
Statement of cash flows
For the year ended 30 June 2021

	Note	Consolidated 2021 $	Consolidated 2020 $
Cash flows from operating activities			
Receipts from customers, government grants and other (inclusive of GST)		256,644	241,755
Payments to suppliers and employees (inclusive of GST)		(1,198,239)	(1,821,350)
		(941,595)	(1,579,595)
Interest received		8,034	28,962
Interest and other finance costs paid		-	(892)
Net cash used in operating activities	34	(933,561)	(1,551,525)
Cash flows from investing activities			
Payments for property, plant and equipment	10	(5,665)	(529)
Payments for exploration and evaluation assets	11	(1,183,081)	(188,141)
Payments for security deposits		(15,805)	(4,640)
Sale proceeds - HMS plant and tenements		330,000	-
Proceeds from disposal of financial assets at fair value through profit or loss		-	75,495
Proceeds from disposal of property, plant and equipment, and tenements		-	1,296,400
Proceeds from disposal of subsidiary and joint operation	31	41,737	-
Receipt for security deposit		-	125,803
Net cash from/(used in) investing activities		(832,814)	1,304,388
Cash flows from financing activities			
Proceeds from issue of shares	17	7,000,661	-
Share issue transaction costs		(500,254)	-
Net cash from financing activities		6,500,407	-
Net increase/(decrease) in cash and cash equivalents		4,734,032	(247,137)
Cash and cash equivalents at the beginning of the financial year		2,797,535	3,044,672
Cash and cash equivalents at the end of the financial year	8	7,531,567	2,797,535

The above statement of cash flows should be read in conjunction with the accompanying notes

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. None of the new standards and amendments to standards affected any of the amounts recognised in the current period or any prior period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

For the year ended 30 June 2021, the consolidated entity incurred a loss of $3,054,991 after income tax and net cash outflows from operating activities of $933,561. The net loss before income tax includes a net loss of $2,049,754 on disposal of the subsidiary companies Oresome Australia Pty Ltd, Oresome Bauxite Pty Ltd and their respective 50% interest holdings in the Urquhart Bauxite joint venture (JV).

The Coronavirus (COVID-19) pandemic is restricting access to some remote communities. However, there does not currently appear to be any significant impact upon solvency or going concern of the consolidated entity as at the reporting date or subsequent to the date of this report as a result of the pandemic.

The Directors have concluded that the going concern basis of preparation of the financial statements is appropriate and any uncertainty regarding going concern is mitigated by the following:

- At 30 June 2021 the consolidated entity had net current assets of $7,184,021 (30 June 2020: $2,791,311) and total net assets of $8,426,333 (30 June 2020: $4,959,897). Cash and cash equivalents at 30 June 2021 amounted to $7,531,567 (30 June 2020: $2,797,535).
- If additional cash is required outside of current cash holdings, the consolidated entity is expected to be in a position to complete capital raising with no foreseeable challenges as they have a proven history of successfully raising funds. During the year ended 30 June 2021, the company raised $6,303,417 from the issue of ordinary shares in the company (net of share issue costs) (note 17).

Based on the above, the Directors are of the opinion that at the date of signature of the financial report there are reasonable and supportable grounds to believe that the consolidated entity will be able to meet its liabilities from its assets in the ordinary course of business, for a period of not less than 12 months from the date of this financial report and has accordingly prepared the financial report on a going concern basis.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

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 27.

Note 1. Significant accounting policies (continued)

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Metallica Minerals Limited ('company' or 'parent entity') as at 30 June 2021 and the results of all subsidiaries for the year then ended. Metallica Minerals Limited 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 and 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 that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

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.

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.

Deferred tax assets and liabilities are always classified as non-current.

Joint arrangements
Under AASB 11 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. Metallica Minerals Limited has only one joint operation at the reporting date and no joint ventures.

Joint operations
A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Metallica Minerals Limited has recognised its share of the jointly held assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses of joint operations. These have been incorporated in the financial statements under the appropriate classifications. Details of the joint operation are set out in note 29 and note 31.

Note 1. Significant accounting policies (continued)

Joint ventures
A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated statement of financial position. Under the equity method, the share of the profits or losses of the joint venture is recognised in profit or loss and the share of the movements in equity is recognised in other comprehensive income. Investments in joint ventures are carried in the statement of financial position at cost plus post-acquisition changes in the consolidated entity's share of net assets of the joint venture. Goodwill relating to the joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. Income earned from joint venture entities reduces the carrying amount of the investment.

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.

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, it's carrying value is written off.

Financial assets at amortised cost
A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Impairment of financial assets
The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are measured at amortised cost. 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.

Restoration, rehabilitation and environmental expenditure
Costs of site restoration are provided over the life of the facility from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structure, waste removal, and rehabilitation of the site in accordance with clauses of mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Estimates of future costs are reassessed at least annually. Changes in estimates relating to areas of interest in the exploration and evaluation phase are dealt with retrospectively, with any amounts that would have been written off or provided against under the accounting policy for exploration and evaluation immediately written off.

Restoration from exploration drilling is carried out at the time of drilling and accordingly no provision is required.

Impairment of non-financial assets
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.

Note 1. Significant accounting policies (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.

Goods and Services Tax ('GST') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

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 tax authority is included in other receivables or other 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 tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

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

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2021. The consolidated entity has carried out a preliminary assessment of the impact of these new and amended Accounting Standards and Interpretations, and determined that they are unlikely to have a material impact on the consolidated entity's financial statements in the period of initial application.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Coronavirus (COVID-19) pandemic
Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the consolidated entity based on known information. This consideration extends to the nature of the consolidated entity's activities, supply chain, staffing and geographic regions in which the consolidated entity operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the consolidated entity unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Share-based payment transactions
The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments will have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Note 2. Critical accounting judgements, estimates and assumptions (continued)

Impairment of plant and equipment
The consolidated entity assesses impairment of plant and equipment 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.

Significant judgements and assumptions were required in making an estimate of the fair value less costs of disposal of the capital works in progress associated with the Oresome joint operation The estimated fair value less costs of disposal was determined based on enquiries of independent parties (refer note 31).

Exploration and evaluation costs
Exploration and evaluation costs have been capitalised on the basis that the consolidated entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this 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.

Note 3. Operating segments

Identification of reportable operating segments
The consolidated entity has identified its operating segments based on the internal reports that are reviewed and used by the parent entity's Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The consolidated entity is managed primarily on a geographic basis that is the location of the respective areas of interest (tenements) in Australia. Operating segments are determined on the basis of financial information reported to the Board which is at the consolidated entity level.

The consolidated entity does not have any products/services it derives revenue from.

Management currently identifies the consolidated entity as having only one operating segment, being exploration and development of mine projects in Australia. All significant operating decisions are based upon analysis of the consolidated entity as one segment. The financial results from the segment are equivalent to the financial statements of the consolidated entity as a whole.

Accounting policy for 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.

Note 4. Revenue

	Consolidated	
	2021	**2020**
	$	**$**
Royalty - limestone tenement	-	25,769
Rent	49,221	89,740
Revenue	49,221	115,509

Note 4. Revenue (continued)

Accounting policy for revenue recognition
The consolidated entity recognises revenue as follows:

Royalties
Royalties are recognised as revenue when the right to receive payment is established.

Interest
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

Note 5. Other income

	Consolidated	
	2021	**2020**
	$	**$**
Net fair value gain on financial assets at fair value through profit or loss	-	16,852
Government grants	142,544	60,034
Tenement refunds	-	27,034
Other	77,798	41,891
Other income	220,342	145,811

Accounting policy for government grants
Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the consolidated entity will comply with all the attached conditions. Government grants relating to costs are deferred and recognised in profit or loss over the period necessary to match them with the costs they are intended to compensate. Government grants relating to the purchase or development of assets, including exploration and evaluation activities, are deducted from the carrying value of the asset.

The Government grants noted above relate to amounts received in respect of JobKeeper and Cash Flow Boost.

Note 6. Expenses

	Consolidated 2021 $	2020 $
Loss before income tax includes the following specific expenses:		
Aggregate employee benefits expense		
Defined contribution superannuation expense	19,591	27,105
Equity-settled share-based payments	14,420	8,100
Other employee benefits expenses	514,391	513,409
	548,402	548,614
Less		
Employee costs capitalised to exploration	(175,942)	(24,509)
Employee benefits expense	372,460	524,105
Depreciation		
Plant and equipment	18,421	23,096
Finance costs		
Interest and finance charges paid/payable on borrowings	-	892
Leases		
Short-term lease payments	80,166	92,760

Note 7. Income tax

	Consolidated 2021 $	2020 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(3,054,991)	(521,340)
Tax at the statutory tax rate of 26% (2020: 27.5%)	(794,298)	(143,369)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-assessable income	(13,505)	(8,877)
Share based payments	-	2,228
Other non-deductible items	1,844	-
	(805,959)	(150,018)
Current year tax losses not recognised	673,885	678,273
Current year temporary differences not recognised	132,074	(528,255)
Income tax expense	-	-

Note 7. Income tax (continued)

	Consolidated 2021 $	Consolidated 2020 $
Deferred tax assets not recognised		
Deductible temporary differences and unused tax losses for which no deferred tax assets have been recognised are attributable to the following:		
Unused tax losses	6,844,356	6,836,821
Other deductible temporary differences	179,848	311,046
Deductible temporary differences offset against taxable temporary differences	(295,770)	(578,250)
Total deferred tax assets not recognised	6,728,434	6,569,617

The above potential tax benefit for tax losses and deductible temporary differences has not been recognised in the statement of financial position as the recovery of this benefit is uncertain. The tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

Accounting policy for income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Metallica Minerals Limited (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the group allocation approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the tax consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax consolidated group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

Note 8. Current assets - cash and cash equivalents

	Consolidated 2021 $	Consolidated 2020 $
Cash on hand	50	50
Cash at bank	3,508,758	468,323
Cash on deposit	4,022,759	2,329,162
	7,531,567	2,797,535

Accounting policy for cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Note 9. Current assets - trade and other receivables

	Consolidated 2021 $	Consolidated 2020 $
Trade receivables	3,034	20,600
Loans to other parties	186,017	186,017
Less: Allowance for expected credit losses	(186,017)	(186,017)
	-	-
Other receivables	404	12,404
Deferred sales proceeds - HMS plant and tenements	-	330,000
GST receivable	42,485	-
	45,923	363,004

Deferred sales proceeds - HMS Plant and tenements
Metallica sold its 50% interest in the Heavy Mineral Sands (HMS) plant and HMS tenements during the 2020 financial year. The balance in deferred sales proceeds at 30 June 2020 was the final instalment.

Accounting policy for trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Note 10. Non-current assets - plant and equipment

	Consolidated 2021 $	Consolidated 2020 $
Plant and equipment - at cost	63,911	888,340
Less: Accumulated depreciation	(53,123)	(848,591)
Less: Impairment	-	(16,385)
	10,788	23,364

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Plant and equipment $	Capital works in progress $	Total $
Balance at 1 July 2019	45,931	500,000	545,931
Additions	529	-	529
Disposals	-	(1,596,400)	(1,596,400)
Impairment reversal	-	1,096,400	1,096,400
Depreciation expense	(23,096)	-	(23,096)
Balance at 30 June 2020	23,364	-	23,364
Additions	5,665	-	5,665
Disposal of subsidiary and joint operation	(2,705)	-	(2,705)
Adjustment	2,885	-	2,885
Depreciation expense	(18,421)	-	(18,421)
Balance at 30 June 2021	10,788	-	10,788

Accounting policy for property, plant and equipment
Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of plant and equipment over their expected useful lives as follows:

Plant and equipment	33% per annum

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 11. Non-current assets - exploration and evaluation

	Consolidated 2021 $	Consolidated 2020 $
Exploration and evaluation expenditure	1,183,081	2,090,729

Note 11. Non-current assets - exploration and evaluation (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Exploration & evaluation $	Total $
Balance at 1 July 2019	2,055,260	2,055,260
Additions	188,141	188,141
Impairment of assets	(152,672)	(152,672)
Balance at 30 June 2020	2,090,729	2,090,729
Additions	1,183,081	1,183,081
Disposal of subsidiary and joint operation	(2,090,729)	(2,090,729)
Balance at 30 June 2021	1,183,081	1,183,081

The ultimate recoupment of costs carried forward for exploration and evaluation phases is dependent upon successful development and commercial exploitation or sale of the respective areas of interest.

Accounting policy for exploration and evaluation assets
Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount.

Note 12. Non-current assets - mining development

	Consolidated	
	2021 $	**2020 $**
Mining development - at cost	-	4,214,838
Less: Impairment	-	(4,214,838)
	-	-

Mining development represents the consolidated entity's share of the mining development assets in the Oresome joint operation (refer note 29).

Accounting policy for mining assets
Once an undeveloped mining project has been established as commercially viable and approval to mine has been given, expenditure other than land, buildings, plant and equipment is capitalised under "Mining development" together with any amount transferred from "Exploration and evaluation".

Amortisation of mining development is computed by the units of production basis over the estimated proved and probable reserves. Proved and probable mineral reserves reflect estimated quantities of economically recoverable reserves which can be recovered in the future from known mineral deposits. These reserves are amortised from the date on which production commences. The amortisation is calculated from recoverable proven and probable reserves and a predetermined percentage of the recoverable measured, indicated and inferred resource. This percentage is reviewed annually.

Note 12. Non-current assets - mining development (continued)

Restoration costs expected to be incurred are provided for as part of development phase that give rise to the need for restoration.

Note 13. Non-current assets - other

	Consolidated	
	2021 $	2020 $
Security deposits - tenements and rental properties	48,443	54,493

Note 14. Current liabilities - trade and other payables

	Consolidated	
	2021 $	2020 $
Trade payables	375,401	202,623
GST payable	-	41,346
Other payables	6,621	15,750
	382,022	259,719

Refer to note 20 for further information on financial instruments.

Accounting policy for trade and other payables
These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Note 15. Current liabilities - employee benefits

	Consolidated	
	2021 $	2020 $
Annual leave	6,144	54,681
Long service leave	5,303	54,828
	11,447	109,509

Accounting policy for employee benefits

Short-term employee benefits
Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Note 16. Non-current liabilities - deferred tax

	Consolidated 2021 $	Consolidated 2020 $
Deferred tax liability comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Exploration and evaluation expenditure	295,770	574,950
Other taxable temporary differences	-	3,300
Deductible temporary differences offset against taxable temporary differences (note 7)	(295,770)	(578,250)
Deferred tax liability	-	-

Note 17. Equity - issued capital

	Consolidated 2021 Shares	2020 Shares	2021 $	2020 $
Ordinary shares - fully paid	557,732,777	324,047,408	50,896,470	36,436,227

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2019	324,047,408		36,436,227
Balance	30 June 2020	324,047,408		36,436,227
Shares for services rendered	25 November 2020	330,000	$0.020	6,600
Rights issue	27 April 2021	162,188,704	$0.030	4,865,661
Follow-on placement	27 April 2021	71,166,665	$0.030	2,135,000
Transfer from share-based payments reserve (note 18)		-	$0.000	8,150,226
Share issue costs		-	$0.000	(697,244)
Balance	30 June 2021	557,732,777		50,896,470

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.

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

Rights issue and follow-on placement
On 25 March 2021, the company issued a Prospectus (Rights Issue Prospectus) for a renounceable pro rata entitlement issue (Offer) fully underwritten by Mahe Capital Pty Ltd (Mahe) for the issue of up to 162,188,704 Shares and 1 free attaching Option for every 2 Shares taken up under the Offer, to raise up to $4,865,661.

Pursuant to the company's underwriting agreement with Mahe for the Offer, the company also agreed to issue 9,731,322 Options to Mahe, based on the amount of funds sought under the Offer.

Note 17. Equity - issued capital (continued)

On 23 April 2021, the company issued a Supplementary Prospectus pursuant to which it advised that, as a result of excess demand under the Shortfall Offer (as defined in the Rights Issue Prospectus), it had agreed to issue an additional 71,166,665 New Shares and 35,583,334 attaching New Options under the Offer to raise an additional $2,135,000 (Follow-on Placement). As a result, the number of Options to which Mahe became entitled as underwriter of the Offer increased to 14,001,322 Options.

The total amount raised by the rights issue and follow-on placement was $7,000,661.

Options
The company issued a total of 116,677,686 free attaching options (New Options) in connection with the Rights Issue Prospectus and Follow-on Placement on 27 April 2021 on the basis of 1 New Option for every 2 shares taken up. The options are listed on the Australian Securities Exchange and are exercisable at $0.06 each at any time prior to 5.00pm (AEST) on 25 March 2024. There are no participation rights or entitlements inherent in the options and an option holder will not be entitled to participate in new issues of capital offered to the company's shareholders during the term of the option.

A further 14,001,322 options were issued to the underwriter (refer note 33) which have the same terms as all other New Options.

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The consolidated entity's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

The capital structure of the consolidated entity consists of equity attributable to equity holders of the parent entity comprising of issued capital, reserves and accumulated losses as disclosed in the statement of changes in equity. In common with many other exploration companies, the parent raises finance for the consolidated entity's exploration and appraisal activities in discrete tranches.

Management effectively manages the consolidated entity's capital by assessing the consolidated entity's financial risks and adjusting its capital structure in response to changes in these risks and in the market.

There are no externally imposed capital requirements.

The capital risk management policy remains unchanged from the 2020 Annual Report.

The consolidated entity monitors capital on the basis of its working capital position (i.e. liquidity risk). The net working capital of the consolidated entity at 30 June 2021 was $7,184,021 (2020: $2,791,311).

Accounting policy for 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.

Note 18. Equity - reserves

	Consolidated	
	2021 $	2020 $
Share-based payments reserve	219,747	8,158,563

Note 18. Equity - reserves (continued)

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services. During the 2021 financial year, the reserve balance for options that had been exercised or lapsed was transferred to issued capital. When the equity benefits are exercised or lapsed the value is transferred to issued capital.

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Share-based payments reserve $
Balance at 1 July 2019	8,150,463
Share based payments	8,100
Balance at 30 June 2020	8,158,563
Share based payments	211,410
Transfer to issued capital (note 17)	(8,150,226)
Balance at 30 June 2021	219,747

Note 19. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 20. Financial instruments

Financial risk management objectives
Risk management is carried out under policies set by the board of directors. The board provides principles for overall risk management, as well as policies covering specific areas.

The board monitors and manages the financial risk relating to the operations of the consolidated entity. The consolidated entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Market risk

Foreign currency risk
The consolidated entity does not currently have any significant exposure to foreign currency risk.

Price risk
The consolidated entity does not currently have any significant exposure to price risk.

Interest rate risk
The consolidated entity’s main interest rate risk arises from cash and cash equivalents and held to maturity investments.

Note 20. Financial instruments (continued)

Consolidated	2021 Weighted average interest rate %	2021 Balance $	2020 Weighted average interest rate %	2020 Balance $
Cash at bank	-	3,508,758	-	468,323
Cash on deposit	0.22%	4,022,759	0.78%	2,329,162
Net exposure to cash flow interest rate risk		7,531,517		2,797,485

At 30 June 2021, if interest rates had increased/decreased by 25 basis points (bps) from the year end rates with all other variables held constant, post-tax loss for the year would have been $18,829 lower/higher (2020 changes of 25 bps: $6,994 lower/higher), mainly as a result of higher/lower interest income from cash and cash equivalents and held to maturity investments.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2021	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives					
Non-interest bearing					
Trade payables	375,401	-	-	-	375,401
Other payables	6,621	-	-	-	6,621
Total non-derivatives	382,022	-	-	-	382,022

Note 20. Financial instruments (continued)

Consolidated - 2020	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives					
Non-interest bearing					
Trade payables	202,623	-	-	-	202,623
BAS payable	41,346	-	-	-	41,346
Other payables	15,750	-	-	-	15,750
Total non-derivatives	259,719	-	-	-	259,719

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments
Due to their short-term nature the carrying amounts of financial instruments reflect their fair value.

Note 21. Key management personnel disclosures

Compensation
The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated 2021 $	Consolidated 2020 $
Short-term employee benefits	340,939	370,707
Post-employment benefits	4,537	13,379
Long-term benefits	-	2,541
Share-based payments	14,420	8,100
	359,896	394,727

Note 22. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Moore Australia Audit, the auditor of the company:

	Consolidated 2021 $	Consolidated 2020 $
Audit services - Moore Australia Audit (2020: BDO Audit Pty Ltd)		
Audit or review of the financial statements	40,000	53,956
Other services - related practices of Moore Australia Audit (2020: related practices of BDO Audit Pty Ltd)		
Tax compliance	-	18,771
	40,000	72,727

Note 23. Contingent assets

In respect of the disposal of the SCONI Project in September 2017, additional consideration of $2,500,000 in cash or shares in Australian Mines Limited (the Production Payment), will be payable to the company on commencement of Australian Mines Limited achieving commercial production on the project. This additional consideration has not been recognised in the 30 June 2021 financial statements, as the receipt of the additional consideration is not virtually certain. The commencement of commercial production from the SCONI Project requires favourable commodity prices and markets, availability of significant funding and various government approvals.

Note 24. Contingent liabilities

The consolidated entity does not believe it has any contingent liability at 30 June 2021.

Note 25. Commitments

	Consolidated	
	2021	**2020**
	$	**$**
Commitments for minimum expenditure on exploration permits		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	331,509	162,550
One to five years	725,332	1,145,400
	1,056,841	1,307,950
Commitments for environmental authority annual fee		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	3,505	3,505
One to five years	8,182	14,020
	11,687	17,525
Tenement rentals		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	4,055	11,670
One to five years	12,010	46,680
	16,065	58,350
Oresome Joint Venture - the group's share of the tenement commitments made jointly with other joint venturers		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	-	301,789
One to five years	-	1,828,357
	-	2,130,146

Commitments for minimum expenditure on exploration permits
The consolidated entity has certain commitments to meet minimum annual expenditure requirements on the mineral exploration assets it has an interest in. Any shortfalls are carried forward to subsequent years.

Operating lease commitments
The lease of offices as at 30 June 2021 was on a 'month to month' basis with three months' notice required to terminate the lease. Notice to leave was provided on 8 July 2021.

Note 26. Related party transactions

Parent entity
Metallica Minerals Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 28.

Joint operations
Interests in joint operations are set out in note 29.

Key management personnel
Disclosures relating to key management personnel are set out in note 21 and the remuneration report included in the directors' report.

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated	
	2021 $	2020 $
Other transactions:		
Subscription for new ordinary shares by key management personnel as a result of the rights issue	96,000	-

Receivable from and payable to related parties
There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties
There were no loans to or from related parties at the current and previous reporting date.

Note 27. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2021 $	2020 $
Loss after income tax	(2,100,954)	(2,145,385)
Other comprehensive income for the year, net of tax	-	-
Total comprehensive income	(2,100,954)	(2,145,385)

Note 27. Parent entity information (continued)

Statement of financial position

	Parent 2021 $	Parent 2020 $
Total current assets	7,540,777	2,813,995
Total non-current assets	1,741,535	5,617,184
Total assets	9,282,312	8,431,179
Total current liabilities	5,065,738	8,635,077
Total non-current liabilities	-	-
Total liabilities	5,065,738	8,635,077
Net assets/(liabilities)	4,216,574	(203,898)
Equity		
Issued capital	50,896,470	36,436,227
Share-based payments reserve	219,747	8,158,564
Accumulated losses	(46,899,643)	(44,798,689)
Total equity/(deficiency)	4,216,574	(203,898)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2021 and 30 June 2020.

Contingent liabilities
The parent entity believes it has no contingent liabilities as at 30 June 2021 and 30 June 2020.

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 30 June 2021 and 30 June 2020.

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Note 28. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

Name	Principal place of business / Country of incorporation	Ownership interest 2021 %	Ownership interest 2020 %
NORNICO Pty Limited	Australia	100%	100%
Greenvale Operations Pty Limited*	Australia	100%	100%
Lucky Break Operations Pty Limited	Australia	100%	100%
PGE Pty Limited**	Australia	100%	-
Cape Flattery Pty Limited (formerly Scandium Pty Limited)	Australia	100%	100%
Phoenix Lime Pty Limited	Australia	100%	100%
Touchstone Resources Pty Limited	Australia	100%	100%
Oresome Australia Pty Limited***	Australia	-	100%
Oresome Bauxite Pty Limited***	Australia	-	100%

* Greenvale Operations Pty Limited is a wholly owned subsidiary of NORNICO Pty Limited.
** PGE Pty Limited is a wholly owned subsidiary of Lucky Break Operations Pty Limited.
*** Oresome Bauxite Pty Limited is a wholly owned subsidiary of Oresome Australia Pty Limited. On 3 November 2020, the consolidated entity disposed of Oresome Australia Pty Limited and Oresome Bauxite Pty Limited (refer note 31).

Unless otherwise stated, the subsidiaries have share capital consisting solely of ordinary shares that are held directly by the consolidated entity, and the proportion of ownership interests is equal to the proportion of voting rights held by the consolidated entity.

Significant restrictions
There are no significant restrictions on the ability of the consolidated entity to access or use the assets and settle the liabilities of the consolidated entity.

Note 29. Interests in joint operations

The consolidated entity has recognised its share of jointly held assets, liabilities, revenues and expenses of joint operations. These have been incorporated in the financial statements under the appropriate classifications. Information relating to joint operations that are material to the consolidated entity are set out below:

Name	Principal place of business / Country of incorporation	Ownership interest 2021 %	Ownership interest 2020 %
Oresome Joint Venture	Australia	-	50%

On 1 August 2014 Metallica Minerals Limited executed a joint venture (JV) agreement with a private Chinese investor. The JV is between Oresome Australia Pty Ltd (a wholly owned subsidiary of Metallica Minerals Ltd) and Ozore Resources Pty Ltd (Ozore) (wholly owned by the Chinese investor). Under the JV agreement, Ozore paid a total of A$7,500,000 to develop the company's Urquhart Point HMS Project including the construction of a Heavy Mineral Sands (HMS) plant in South Africa, and explore for other Heavy Mineral Sands and Bauxite deposits on its tenements on the western side of Queensland's Cape York Peninsula.

The Oresome joint arrangement was classified as a joint operation under Australian Accounting Standards. Metallica Minerals Limited recognised its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses.

Note 29. Interests in joint operations (continued)

During 2021 financial year, the company entered into an agreement to sell its wholly-owned subsidiary companies Oresome Australia Pty Ltd, Oresome Bauxite Pty Ltd and their respective 50% interest holdings in the Urquhart Bauxite joint venture (JV). The sale proceeds comprise the following cash payments: $50,000 on the announcement of the sale; $50,000 within 30 days of the signing of the Share Sale Agreement, which is still outstanding at the date of this report, and contingent consideration of $200,000. Additionally, the company will be paid royalties based on bauxite and sandstone sales. If at any time the acquirer transfers or disposes of the shares in Oresome, the profit (if any) on that sale will be shared 50% with Metallica Minerals Limited (refer note 31).

Note 30. Events after the reporting period

At an Extraordinary General Meeting (EGM) held on 7 July 2021, the company's shareholders approved the following:
1) A new Employee Equity Incentive Plan.
2) The issue of a total of 4,030,000 Performance Rights to the following Directors: Scott Waddell, Theo Psaros, Mark Bojanjac, and Brad Sampson.
3) Cashless loans to the following Directors: Scott Waddell, Theo Psaros and Andrew Gillies, for the exercise of employee options held by them.

At the aforementioned EGM, the shareholders also ratified the issue of options to Mahe Capital Pty Ltd, ratified the issue of shares and options to persons nominated by Mahe Capital Pty Ltd, and confirmed the appointment of Mark Bojanjac and Brad Sampson as Directors.

On 27 July 2021, the company allotted 10m shares for the exercise of employee options held by Directors, and entered into non-cash loan agreements with three Directors as outlined in the EGM held on 7 July 2021 and Notice of Meeting dated 7 and 8 June 2021.

On 23 July 2021, the company entered into a 4-year lease for office premises in Fortitude Valley.

On 2 August 2021, the company issued 7,160,000 performance rights to Directors and employees based on the terms detailed at the EGM held on 7 July 2021 and Notice of Meeting dated 7 and 8 June 2021.

On 5 August 2021, the company announced the signing of a Memorandum of Understanding (“MoU”) with Diatreme Resources (ASX: DRX) for a potential joint venture on the Clermont Gold Copper Project which comprises EPM 17968. The company is to undertake due diligence on the project for an exclusive period of thirty (30) days prior to making a decision on whether to invest in further exploration.

No other matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 31. Disposal of subsidiary and joint operation

On 3 November 2020, the consolidated entity disposed of its wholly-owned subsidiaries Oresome Australia Pty Ltd, Oresome Bauxite Pty Ltd and their respective 50% interest holdings in the Urquhart Bauxite joint venture (JV). The sale proceeds comprise the following cash payments: $50,000 on the announcement of the sale; $50,000 within 30 days of the signing of the Share Sale Agreement. The second payment of $50,000 has not been made after many attempts by the company and is unlikely to be paid at the present time and is considered doubtful. The doubtful debt was provided for in the 2nd half of the 2021 financial year and consequently is not disclosed as doubtful in the company's 31 December 2020 half-year financial report. Contingent consideration of $200,000 and additional royalties based on possible bauxite and sand sales are also owing on certain events, which are unlikely to occur at the time of this report. If at any time the acquirer transfers or disposes of the shares in Oresome, the profit (if any) on that sale will be shared 50% with Metallica Minerals Limited. The fair value of the contingent consideration has been assessed as nil.

	Consolidated 2021 $
Consideration received	
Cash received	50,000

Note 31. Disposal of subsidiary and joint operation (continued)

	Consolidated 2021
Book values of net assets over which control was lost	
Cash and cash equivalents	8,263
Security deposits	21,855
Exploration and evaluation assets	2,090,729
Property, plant and equipment	2,705
Other payables	(9,303)
Employee provisions	(14,495)
Net assets derecognised	2,099,754

	Consolidated 2021 $
(Gain)/loss on disposal of subsidiary and joint operation	
Consideration received/receivable	(100,000)
Impairment of consideration receivable	50,000
Net assets disposed of	2,099,754
Net loss on disposal of subsidiary and joint operation	2,049,754

	Consolidated 2021
Net cash inflow/(outflow) arising on disposal	
Cash consideration received	50,000
Cash and cash equivalents disposed of	(8,263)
	41,737

Note 32. Earnings per share

	Consolidated 2021 $	Consolidated 2020 $
Loss after income tax attributable to the owners of Metallica Minerals Limited	(3,054,991)	(521,340)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	365,800,939	324,047,408
Weighted average number of ordinary shares used in calculating diluted earnings per share	365,800,939	324,047,408

	Cents	Cents
Basic earnings per share	(0.84)	(0.16)
Diluted earnings per share	(0.84)	(0.16)

Share options are considered to be potential ordinary shares but were anti-dilutive in nature for the 30 June 2021 financial year and were not included in the calculation of diluted earnings per share. These options could potentially dilute basic earnings per share in the future.

Note 32. Earnings per share (continued)

Accounting policy for earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the owners of Metallica Minerals Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
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 financing 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 dilutive potential ordinary shares.

Note 33. Share-based payments

Incentive Plan
At the Annual General Meeting held on 29 November 2016, the company's shareholders approved the issue of share rights to key employees under the company's incentive plan approved the Board of Directors on 24 October 2016. The purpose of the incentive plan is to:
(a) assist in the reward, retention and motivation of participants;
(b) align the interests of participants with the interests of the company's shareholders;
(c) promote the long-term success of the company and provide greater incentive for participants to focus on the company's longer term goals;
(d) link the reward of participants to the performance of the company and the creation of shareholder value; and
(e) provide participants with the opportunity to share in any future growth in value of the company.

Under the plan eligible participants may be granted share rights for nil consideration (unless otherwise provided under the relevant offer), which vest if certain vesting conditions are met. Upon vesting, subject to any exercise conditions, each share right entitles the participant to one share in the company.

On 11 November 2017 the company granted 1,000,000 share rights each to John Haley (CFO) and Chris Broadhead (former General Manager). These rights vest on the commencement of commercial production from the company's Urquhart Bauxite Project and the fair value of the rights at grant date was $101,981. Chris Broadhead's rights have been forfeited following his resignation and John Haley's rights expired on 9 November 2019.

On 23 December 2019, the company granted 10,000,000 unlisted options to its Directors pursuant to the employee equity incentive plan as approved at the company's annual general meeting on 29 November 2019. Theo Psaros and Andrew Gillies were each granted 3,000,000 options and Scott Waddell was granted 4,000,000 options, for nil consideration. The options will vest if the Metallica Minerals Limited share price trades at more than 2.9 cents for 5 days. The options are exercisable at 2.9 cents and expire on 23 June 2022. Any shares issued on exercise of the options will be escrowed until 23 December 2022. The value of these options at the grant date was $37,000.

Other option issues
On 27 April 2021, the company issued 14,001,322 listed options to Mahe Capital Pty Ltd (Mahe) pursuant to the company's underwriting agreement with Mahe (refer note 17). The options vested on the grant date and are exercisable at 6 cents through to 25 March 2024. The value of the options at the grant date was $196,990.

Set out below are summaries of options granted:

2021

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
23/12/2019	23/06/2022	$0.029	10,000,000	-	-	-	10,000,000
27/04/2021	25/03/2024	$0.060	-	14,001,322	-	-	14,001,322
			10,000,000	14,001,322	-	-	24,001,322

Note 33. Share-based payments (continued)

Weighted average exercise price			$0.029	$0.060	$0.000	$0.000	$0.047

Note that the exercise price of the 10m options granted 23/12/2019 decreased from $0.030 to $0.029 due to the discount that arose on the rights issue, where the Prospectus was announced on 25 March 2021.

2020

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
23/12/2019	23/06/2022	$0.029	-	10,000,000	-	-	10,000,000
			-	10,000,000	-	-	10,000,000
Weighted average exercise price			$0.000	$0.029	$0.000	$0.000	$0.029

The weighted average remaining contractual life of options outstanding at 30 June 2021 was 2.01 years (30 June 2020: 1.98 years).

Set out below are summaries of share rights granted under the incentive plan:

2020

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
09/11/2017	09/11/2019	$0.000	1,000,000	-	-	(1,000,000)	-
			1,000,000	-	-	(1,000,000)	-

* The weighted average share price at the date of exercise of options exercised during the year ended 30 June 2019 was $0.025.

Measurement of fair values
The fair value of options granted during the current and prior financial years was measured using the Black-Scholes option pricing model.

Options granted:
For the options granted during the current and prior financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
23/12/2019	23/06/2022	$0.012	$0.029	88.00%	-	0.80%	$0.0037
27/04/2021	25/03/2024	$0.029	$0.060	100.58%	-	0.11%	$0.0140

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

Share-based payments expense

	Consolidated	
	2021	**2020**
	$	**$**
Expense from share-based payments	14,420	8,100

Accounting policy for share-based payments
Equity-settled share-based compensation benefits are provided to employees.

Note 33. Share-based payments (continued)

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Note 34. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2021 $	2020 $
Loss after income tax expense for the year	(3,054,991)	(521,340)
Adjustments for:		
Depreciation and amortisation	18,421	23,096
Impairment of exploration and evaluation expenditure, and plant and equipment	-	152,672
Share-based payments	14,420	8,100
Adjustment to plant and equipment - non-cash	(2,885)	-
Net loss on disposal of non-current assets	2,049,754	-
Net fair value (gain)/loss on financial assets at fair value through profit or loss	-	(16,852)
Impairment reversals	-	(1,096,400)
Expenses - non-cash	6,600	-
Change in operating assets and liabilities:		
Increase in trade and other receivables	(12,919)	(2,713)
Increase/(decrease) in trade and other payables	131,606	(90,083)
Decrease in employee benefits	(83,567)	(8,005)
Net cash used in operating activities	(933,561)	(1,551,525)

Note 34. Cash flow information (continued)

Non-cash investing and financing activities

	Consolidated	
	2021	**2020**
	$	**$**
Options issued to underwriter	196,990	-

Metallica Minerals Limited
Directors' declaration
30 June 2021

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2021 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the directors

TJ Psaros

Theo Psaros
Chairman

19 August 2021
Brisbane

Moore Australia Audit
Level 12, 10 Eagle Street
Brisbane QLD 4000
GPO Box 475
Brisbane QLD 4001

T +61 7 3340 3800
F +61 7 3340 3700
www.moore-australia.com.au

Independent Audit Report

To the members of Metallica Minerals Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Metallica Minerals Limited (the Company) and its subsidiaries (the "Group"), which comprises the consolidated statement of financial position as at 30 June 2021, the consolidated statement of profit or loss and other 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 2021 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 (including Independence Standards)* (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 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.

<table>
<tr><th colspan="2">Accounting for sale of subsidiary and joint operation</th></tr>
<tr><td colspan="2">Refer to Note 30 Disposal of subsidiary and joint operation</td></tr>
<tr><td>The Group disposed of its wholly-owned subsidiaries Oresome Australia Pty Ltd, Oresome Bauxite Pty Ltd and their respective 50% interest holdings in the Urquhart Bauxite joint venture ("JV"). The loss on sale of the above represents a significant balance. Therefore, it is important to determine that the sale of the above subsidiaries and their respective 50% held JV are accounted correctly in accordance with accounting standards. As such, we have determined this is a key audit matter.</td><td>We have evaluated management's assessment of the accounting treatment of the sale, and performed, amongst others, the following procedures:
• Reviewing supporting documentation to support the sale of the subsidiaries and their respective 50% holdings in the JV as well as related correspondence
• Assessing the accounting for the disposal and calculation of the gain on disposal
• Assessing the possibility of any contingent sales consideration
• Assessing the appropriateness of the disclosures included in Note 30 to the financial report.</td></tr>
</table>

Carrying value of Capitalised Exploration & Evaluation Assets	
Refer to Note 11 Exploration & Evaluation Assets	
The carrying value of the Group's exploration and evaluation asset is impacted by the Group's ability, and intention, to continue to explore this asset. The results of exploration work also determine to what extent the mineral reserves and resources may or may not be commercially viable for extraction. This impacts the ability of the Group to recover the carrying value of the exploration and evaluation assets either through the successful development or sale. Due to the quantum of this asset and the subjectivity involved in determining whether it's carrying value will be recovered through successful development or sale, we have determined this is a key audit matter.	We have critically evaluated management's assessment of each impairment trigger per AASB 6 *Exploration for and Evaluation of Mineral Resources*, including but not limited to: • Reviewing the directors' assessment of the carrying value of the exploration and evaluation costs, ensuring that management have considered the effect of potential impairment indicators, commodity prices and the stage of the Group's project against the standard of AASB 6 • Obtaining from management a schedule of areas of interest held by the Group and assessed as to whether the Group had rights of tenure over the relevant exploration areas by obtaining external confirmation from the relevant government agency and also considered whether the Group maintains tenements in good standing • Making enquiries of management with respect to the status of ongoing exploration programs in the respective areas of interest and assessing the Group's cashflow budget for the level of budgeted spend on exploration projects • Considering whether any other data exists which indicates that the carrying amount of the exploration and evaluation asset that is unlikely to be recovered in full from successful development or by sale • Assessed the appropriateness of the disclosures included in Note 11 to the financial report.
Going concern	
Refer to Note 1 Significant accounting policies, detailing going concern	
Note 1 of the financial statements outlines the basis of preparation of financial statements which indicates being prepared on a going concern basis. As the group generates no revenue and is reliant on funding from other sources such as capital raising, there is significant judgement involved in determining whether a material uncertainty relating to going concern exists and is critical to the understanding of the financial statements as a whole. As a result, this matter was key to our audit.	In evaluating management's assessment of the going concern assumption, we performed the following procedures but not limited to: • Obtaining and evaluating management's assessment of the group's ability to continue as a going concern • Reviewing management's assumptions in the cash flow forecasts to assess whether current cash levels along with expected cash inflows and expenditure can sustain the operations of the Group for a period of at least 12 months from the date of signing of the financial statements • Assessing the cash flow forecasts provided by management and challenging the assumptions therein in to determine if there is consistency with management's intention and stated business and operational objectives • Performing a sensitivity analysis over cash flow forecasts as prepared by management based on a number of alternative scenarios • Assessed the adequacy of the disclosures in relation to going concern included in Note 1 to the financial report.

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 2021, but does not include the financial report and our 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 has 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: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.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 as included in pages 7 to 14 of the directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of Metallica Minerals Limited, for the year ended 30 June 2021 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.

Moore Australia

Murray McDonald
Director – Audit and Assurance
Moore Australia Audit (QLD/NNSW)

Moore Australia Audit (QLD/NNSW)
Chartered Accountants

Brisbane
19 August 2021

Metallica Minerals Limited
Shareholder information
30 June 2021

The shareholder information set out below was applicable as at 10 August 2021.

Distribution of equitable securities
Analysis of number of equitable security holders by size of holding:

	Ordinary shares		Options over ordinary shares	
	Number of holders	% of total shares issued	Number of holders	% of total shares issued
1 to 1,000	116	5.37	24	6.11
1,001 to 5,000	356	16.47	40	10.18
5,001 to 10,000	276	12.77	34	8.65
10,001 to 100,000	884	40.91	154	39.18
100,001 and over	529	24.48	141	35.88
	2,161	100.00	393	100.00
Holding less than a marketable parcel	814	37.67	162	41.22

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	114,440,656	20.16
DOSTAL NOMINEES PTY LTD	29,422,409	5.18
ROOKHARP CAPITAL PTY LIMITED	17,407,408	3.07
PLAN-1 PTY LTD	11,012,502	1.94
SHADBOLT FUTURE FUND (TOTTENHAM) PTY LTD	8,190,000	1.44
MR GRAHAM RAYMOND DOW	8,050,000	1.42
BROWNLOW PR PTY LTD	6,500,000	1.14
GEFRATO TRADING PTY LTD	6,100,000	1.07
CALAMA HOLDINGS PTY LTD	5,500,000	0.97
CAROJON PTY LTD	5,000,000	0.88
LATSOD PTY LTD	5,000,000	0.88
BONDLINE LIMITED	4,910,966	0.87
MACFORBES SUPER PTY LTD	4,500,000	0.79
MRS CAROLYN DOW	4,000,000	0.70
ANDREW SCOTT VICTOR WADDELL	4,000,000	0.70
BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	3,843,430	0.68
MR BILAL AHMAD	3,500,000	0.62
BNP PARIBAS NOMINEES PTY LTD	3,496,248	0.62
MRS ZI JUAN QI	3,444,444	0.61
MRS YAN WANG	3,370,371	0.59
	251,688,434	44.33

Twenty largest quoted option holders

	Options over ordinary shares	Options over ordinary shares % of total options
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	41,666,667	31.88
MR BILAL AHMAD	11,200,000	8.57
TANGO88 PTY LTD	7,000,000	5.36
DOSTAL NOMINEES PTY LTD	3,669,167	2.81
MR MOBEEN IQBAL	2,555,000	1.96
MR BENJAMIN DAVID MOORE	2,000,000	1.53
MR PUNIT ARORA & MRS SHWETA ARORA	1,840,000	1.41
MRS BEATRICE ZIMMER	1,791,921	1.37
ROOKHARP CAPITAL PTY LIMITED	1,666,666	1.28
MR MICHAEL SOUCIK & MRS HEATHER SOUCIK	1,636,904	1.25
GEFRATO TRADING PTY LTD	1,575,000	1.21
MR WAFA MUHAMMAD IQBAL	1,310,586	1.00
CHALLENGE AURORA PTY LTD	1,100,000	0.84
BUCKINGHAM INVESTMENT FINANCIAL SERVICES PTY LTD	1,094,000	0.84
LATSOD PTY LTD	1,000,000	0.77
MS ANGELA MARGARET DAY	1,000,000	0.77
TROCA ENTERPRISES PTY LTD	1,000,000	0.77
SCINTILLA STRATEGIC INVESTMENTS LIMITED	1,000,000	0.77
MR ANTHONY DE NICOLA & MRS TANYA LOUISE DE NICOLA	825,000	0.63
TRANSOM INVESTMENTS PTY LTD	816,759	0.63
	85,747,670	65.65

Unquoted equity securities

	Number on issue	Number of holders
Options over ordinary shares issued	8,160,000	8

Substantial holders
Substantial holders in the company are set out below:

	Ordinary shares Number held	Ordinary shares % of total shares issued
ILWELLA PTY LTD	111,476,432	19.64
DOSTAL NOMINEES PTY LTD	34,824,957	6.13

Voting rights
The voting rights attached to ordinary shares are set out below:

Ordinary shares
On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of equity securities.