



**IRONRIDGE RESOURCES LIMITED  
AND CONTROLLED ENTITIES**  
ACN: 127 215 132

**ANNUAL REPORT 2021**

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**CORPORATE INFORMATION****DIRECTORS**

Neil Herbert  
Vincent Mascolo  
Stuart Crow  
Kieran Daly  
Christelle van der Merwe  
Tetsunosuke Miyawaki

**COMPANY SECRETARY**

Amanda Harsas

**REGISTERED OFFICE**

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Bristol BS99 7NH  
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## CHAIRPERSON'S REPORT

Dear Shareholder,

I am pleased to present the Annual Report of IronRidge Resources Limited for the year ended 30 June 2021.

2020/21 has been one of the busiest and most successful years for IronRidge. The landmark Scoping Study and additional exceptional drilling results have confirmed Ewoyaa in Ghana as an industry leading lithium project, in turn securing full funding to production by Piedmont Lithium Inc.; a momentous milestone for the Company. Meanwhile, progress has been made at Zaranou in Côte d'Ivoire where drilling has intersected multiple gold mineralised structures and exploration has defined additional targets over an extensive gold portfolio.

Highlights for the year include:

- In Ghana, the Company's Cape Coast Lithium Project portfolio attracted a landmark partnership with Piedmont Lithium Inc. to fully fund, via a staged earn in of US\$102m, the Company's industry standout Ewoyaa Lithium Project to production.
  - This pathway to production transaction removes funding risks for IronRidge and its shareholders at a time where surety of supply to the enormous and rapidly growing North American EV and stored energy industry sectors is paramount.
  - This funding agreement is a testament to the strategic direction that the Company has taken in recognising Ewoyaa's potential, and the dedication and focus on bringing this asset into the production and commercialisation stages.
- In Côte d'Ivoire, drilling at the Company's Zaranou Gold Project has continued to deliver high-grade gold results. With only 12km of the 47km of identified strike having been drill tested to date, there remains significant potential for further encouraging results. Now the wet season is drawing to a close, field teams will shortly remobilise to resume exploration across the Company's portfolio to define a maiden mineral resource estimate at Zaranou and continue to advance the exploration pipeline across the remainder of the licenses.
- In Chad, government unrest and pandemic restrictions disrupted operations, however, we are progressing on a corporate level and are expecting to be back in country by early 2022.

The Company has also announced its intention to progress a demerger of the Company's gold assets in Côte d'Ivoire and Chad into a new gold focused entity, as the Board believes that the Cape Coast Lithium Portfolio is materially undervalued in IronRidge's current structure and requires a distinct, separate focus to realise its true value. We look forward to providing further information on this process in due course.

The key to any business is its people and having strong leadership. I would like to compliment the Managing Director and CEO Vincent Mascolo, COO Len Kolff, CFO Amanda Harsas and management team as they have provided strong leadership and have led the IronRidge team to deliver exploration results and strategy throughout the year. This has been achieved with the travel, logistical and access restrictions widely experienced for a second year as a result of the COVID-19 pandemic.

Another key factor in running a successful exploration business is having sufficient cash to execute its business plans. During the year the Company raised capital from existing and new investors, and on behalf of the Board, I would like to thank all participants for their support of the Company. This capital and the Company's drill-for-equity arrangements with GeoDrill have enabled IronRidge to continue to actively explore and develop its projects.

Safety is always a key priority for the Company. We are committed to the well-being of our employees and the communities in which we operate, and continue to promote the highest health, safety and environment standards. We are supportive of the local communities in which we operate through local employment and community initiatives.

I would like to thank our shareholders for their continued support, all of our employees and contractors, and our Board members for their hard work and dedication during the year. We all look forward to a continuing stream of strong results and positive news flow throughout 2021/22.

Yours sincerely



Neil Herbert  
Non-Executive Chairperson

## DIRECTORS' REPORT

Your Directors submit their report for the year ended 30 June 2021.

### Directors

The names and details of the Company's Directors in office during the financial year and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

Neil Herbert  
Vincent Mascolo  
Stuart Crow  
Kieran Daly  
Tetsunosuke Miyawaki  
Christelle van der Merwe (appointed as Non-Executive Director 22 December 2020)  
Alistair McAdam (retired 30 November 2020)  
Nicholas Mather (retired 28 June 2021)  
Frans Olivier (alternate for Christelle van der Merwe)  
Tsuyoshi Ueda (alternate for Tetsunosuke Miyawaki)  
Holly Waldeck (appointed alternate for Kieran Daly 30 November 2020)

### Neil Herbert – Non-Executive Chairman

#### *FCCA*

Mr Herbert is a Fellow of the Association of Chartered Certified Accountants and has over 30 years of experience in finance. Mr Herbert has been involved in growing mining and oil and gas companies, both as an executive and an investment manager, for over 23 years and, until May 2013, was co-chairman and managing director of AIM quoted Polo Resources Limited, a natural resources investment company which paid US\$185 million in special dividends during his tenure. Prior to this, he was a director of resource investment company Galahad Gold plc from which he became finance director of its most successful investment, start-up uranium company UraMin Inc. from 2005 to 2007. During this period, he worked to float the company on AIM and the Toronto Stock Exchange in 2006, raise c.US\$400 million in equity financing and negotiating the sale of the group for US\$2.5 billion. Mr Herbert has also held board positions at a number of resource companies where he has been involved in managing numerous acquisitions, disposals, stock market listings and fundraisings. Mr Herbert holds a joint honours degree in economics and economic history from the University of Leicester. Mr Herbert is a member of the Audit Committee, the Nomination & Remuneration Committee and the chair of the Executive Committee. During the past three years Mr Herbert has also served as a director of the following listed companies:

- Altyn plc (resigned July 2019), which is listed on the London Stock Exchange
- Premier African Minerals (appointed August 2019), which is listed on the London Stock Exchange (AIM)
- Pasafino Gold Limited (appointed February 2021), which is listed on the Toronto Stock Exchange

### Vincent Mascolo –Managing Director and Chief Executive Officer

#### *BEng Mining, MAusIMM, MEI Aust*

Mr Mascolo is a qualified mining engineer with extensive experience in a variety of fields including gold and coal mining, quarrying, civil-works, bridge-works, water and sewage treatment and estimating.

Mr Mascolo has completed his assignment in the Civil and Construction Industry, including construction and project management, engineering, quality control and environment and safety management. He is also a member of both the Australian Institute of Mining and Metallurgy and the Institute of Engineers of Australia. Mr Mascolo is a member of the Executive Committee. During the past three years Mr Mascolo has also served as a director of the following listed companies:

- DGR Global Limited, which is listed on the ASX (retired 28 June 2021)
- Tempest Minerals Limited (formerly Lithium Consolidated Mineral Exploration Limited), which is listed on the ASX (since 19 May 2016)

**Directors' Report (continued)****Stuart Crow – Non-Executive Director**

Mr Crow has more than 27 years' experience in all aspects of corporate finance and investor relations in Australia and international markets and has owned and operated his own businesses in these areas for the last nineteen years. He brings extensive working knowledge of global capital markets and investor relations to the Board. Throughout his career, Stuart has served on a number of boards of public and unlisted companies and has assisted in raising funds for companies of varying size in Australia and International capital markets whilst working for his own firm and before that some of the world's largest broking firms. Mr Crow is a member of the Audit Committee and the chair of the Nomination & Remuneration Committee. During the past three years Mr Crow has also served as a director of the following listed companies:

- Lake Resources NL, which is listed on the ASX (since 15 November 2016)
- Todd River Resources Limited, which is listed on the ASX (since 24 June 2014)

**Kieran Daly – Non-Executive Director**

*BSc (Mining Engineering), MBA*

Mr Daly is the Executive for Growth & Strategic Development at Assore and worked in investment banking/equity research for more than 10 years at UBS Group AG, Macquarie Group Limited and Investec Limited prior to joining Assore in 2018. Mr Daly spent the first 15 years of his mining career at Anglo American plc's Coal Division ("Anglo Coal") in a number of international roles including operations, sales & marketing, strategy and business development. His key roles included leading and developing Anglo Coal's marketing efforts in Asia, and to steel industry customers globally, as well as being Global Head of Strategy for Anglo Coal immediately prior to leaving Anglo in 2007. Mr Daly is a member of the Nomination & Remuneration Committee and the chair of the Audit Committee. During the past three years Mr Daly has not served as a director of any other listed company.

**Tetsunosuke Miyawaki – Non-Executive Director**

*BEcon*

Mr Miyawaki is an economist with 20+ years' experience in the mineral resource sector. Joining Sumitomo Corporation in 1998 he has held several key roles including investment business development and commodity trading for various divisions with the Sumitomo group. During the past three years Mr Miyawaki has not served as a director of any other listed company.

**Christelle van der Merwe – Non-Executive Director (appointed as Non-Executive Director 22 December 2020)**

*BSc Hons (Geology), BSc (Geology & Environmental Management), CAGS (Adv Min Resource Mgmt - Mining Engineering), MAP, BArch*

Ms Van der Merwe is a mining geologist responsible for the mining-related geology and resources of the Assore Subsidiary Companies (comprising the pyrophyllite and chromite mines) and is also concerned with the company's iron and manganese mines. She has been a geologist for the Assore group since 2013 and involved with strategic and resource investment decisions of the company. Ms Van der Merwe is a member of SACNASP, GSSA and AusIMM. During the past three years Ms Van der Merwe has not served as a director of any other listed company.

**Alistair McAdam - Non-Executive Director (retired 30 November 2020)**

*BSc Hons (Metallurgy), MBA, MIMMM, CEng*

Mr McAdam is a Member of the Institute of Materials, Minerals and Mining and is a chartered engineer. Mr McAdam has over 20 years' experience in platinum and gold production and project evaluation. Mr McAdam held the position of sales manager at Johannesburg Consolidated Investment Company Ltd Group until his division was sold to Sudelektra South Africa Holdings (Pty) Ltd and subsequently to Xstrata and Glencore. Mr McAdam joined Ore & Metal Company Limited in 2000 and was appointed as the group manager of new business in August 2013. Mr McAdam was a member of the Audit Committee and the Chair of the Nomination & Remuneration Committee. During the past three years Mr McAdam has not served as a director of any other listed company.

**Nicholas Mather – Non-Executive Director (retired 28 June 2021)**

*BSc (Hons, Geology), MAusIMM*

Mr Mather's special area of experience and expertise is the generation of and entry into undervalued or unrecognised resource exploration opportunities. He has been involved in the junior resource sector at all levels for more than 25 years. During the past three years Mr Mather has also served as a director of the following listed companies:

- DGR Global Limited, which is listed on the ASX (since 26 October 2001)
- Aus Tin Mining Limited, which is listed on the ASX (since 21 October 2010)
- New Peak Metals Limited, which is listed on the ASX (since 22 January 2003)
- Armour Energy Limited, which is listed on the ASX (since 18 December 2009)
- Lakes Blue Energy NL (formerly Lakes Oil NL), which is listed on the ASX (since 7 February 2012)
- SolGold plc, which is listed on the LSE and Toronto Stock Exchange (TSX) (since 11 May 2005)

## Directors' Report (continued)

### Frans Olivier – Alternate Director

*BEng (Mining), MCom (Business Management), GDE (Mining), SAIMM*

Mr Olivier has extensive mining operations and management experience gained through General Mining Corporation, Sasol Coal, Iscor Mining and Assmang (African Mining and Trust). Mr Olivier has been responsible for the detailed economic evaluation of major open pit and underground mine projects in South Africa, Ghana, Kazakhstan, Democratic Republic of Congo and Russia. During the past three years Mr Olivier has not served as a director of any other listed company.

### Tsuyoshi Ueda – Alternate Director

Mr Ueda is currently the Deputy General Manager of Sumitomo's Iron & Steel Making Raw Materials Department. Prior to this appointment Mr Ueda was the General Manager for Sumitomo's Africa Division for Mineral Resources and Steel Products. During the past three years Mr Ueda has not served as a director of any other listed company.

### Holly Waldeck – Alternate Director (appointed 30 November 2020)

*B.Comm (with Honours), CTA, CA*

Mrs Waldeck is currently the Senior Manager of Growth and Strategic Development at Assore Ltd. She is a senior business development professional with ten years' experience in the mining and metals industry. Skilled in complex corporate transaction management and financial modelling. During the past three years Mrs Waldeck has not served as a director of any other listed company.

As at the date of this report, the interest of the Directors in the shares and options of IronRidge Resources Limited were:

	Number of Ordinary Shares	Number of options over ordinary shares	Number of performance rights
Neil Herbert	2,465,715	3,000,000	-
Vincent Mascolo	15,950,000	19,500,000	8,100,000
Stuart Crow	-	750,000	-
Kieran Daly	-	750,000	-
Christelle van der Merwe	-	-	-
Tetsunosuke Miyawaki	-	750,000	-
Frans Olivier	-	-	-
Tsuyoshi Ueda	-	-	-
Holly Waldeck	-	-	-

## Company Secretary

### Amanda Harsas – Company Secretary (appointed 1 February 2021)

*Bachelor of Business, CA*

Ms Harsas was appointed Chief Financial Officer (CFO) on 16 November 2020 and Company Secretary on 1 February 2021. Ms Harsas is a Chartered Accountant with over 25 years' experience and a proven track record in strategic finance, business transformation, commercial finance, customer and supplier negotiations and capital management in Australia, Asia, Europe and the USA. Prior to joining IronRidge, Ms Harsas worked across several sectors including healthcare, insurance, retail and professional services. Ms Harsas reports into the Audit Committee and is a member of the Executive Committee.

### Karl Schlobohm – Company Secretary (retired 31 January 2021)

*B.Comm, B.Econ, M.Tax, CA, FGIA*

Mr Schlobohm is a Chartered Accountant with over 25 years' experience across a wide range of industries and businesses. He has extensive experience with financial accounting, corporate governance, company secretarial duties and board reporting.

Mr Schlobohm currently acts as the Company Secretary for ASX-listed DGR Global Limited, New Peak Metals Limited, Aus Tin Mining Limited and Armour Energy Limited.

## Directors' Report (continued)

### Corporate structure

IronRidge Resources Limited is a company limited by shares that is incorporated and domiciled in Australia. It was converted to a public company on 22 August 2011.

### Dividends

No dividends were declared or paid during the financial year.

### Principal activities

IronRidge's corporate strategy is to create and sustain shareholder value through the discovery and evaluation of significant mineral deposits of globally demanded commodities and continue to advance its project portfolio across the jurisdictions it works in, as well as the ongoing review of new opportunities.

IronRidge is a multi-commodity mineral exploration and development company with assets in Africa and Australia. In Africa, the Company is exploring for lithium in Ghana, gold and lithium in Côte d'Ivoire and gold in Chad (*refer Figure 1*).

In Ghana, the Company holds 684km<sup>2</sup> of granted and under application tenure where a 14.5Mt at 1.31% Li<sub>2</sub>O maiden Mineral Resource estimate (reported in accordance with the JORC Code) in Indicated and Inferred status at the Ewoyaa Project was defined within close proximity to operational infrastructure.

In Côte d'Ivoire, the Company holds 3,982km<sup>2</sup> of granted and under application gold tenure and a further 774km<sup>2</sup> of under application lithium tenure within highly prospective Birimian terrain.

In Chad, the Company holds 746.25km<sup>2</sup> of highly prospective granted tenure where trenching has defined a 1km long by 200m wide, high-grade stacked vein gold target within a broader 3km long by 1km wide lower-grade sheeted vein gold target within a broader 3km long by 1km wide lower-grade sheeted vein gold target.

In line with the Company's strategy to advance its suite of advanced lithium assets in Ghana and exciting gold projects in Côte d'Ivoire and Chad, it has elected to restructure its portfolio and divest or surrender non-core assets. This will allow for enhanced management focus and targeted capital allocation commensurate with the portfolio. The Company completed the sale of the May Queen gold project to Australasian Gold Limited (ASX: A8G) and will relinquish remaining tenure in Australia and Gabon.



**Figure 1: Global project country locations and targeted commodities.**

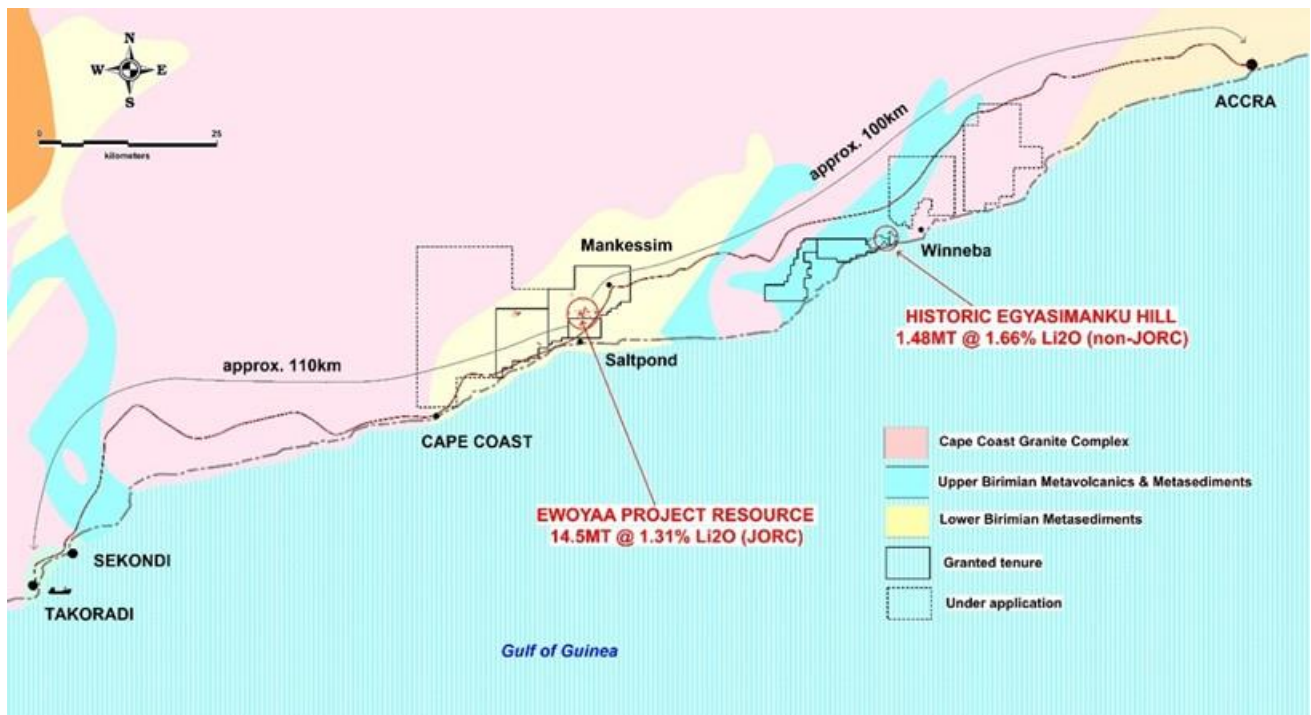


**Directors' Report (continued)**

**Operations Report**

**GHANA - Lithium:**

In Ghana the Company continued to aggressively advance the Ewoyaa Lithium Project ("Project" or "ELP") where a 14.5Mt at 1.31% Li<sub>2</sub>O Mineral Resource estimate (reported in accordance with the JORC Code) in Indicated and Inferred status is defined within the broader 684km<sup>2</sup> Cape Coast Lithium portfolio. The Project occurs within 110km of an operating deep-sea port, within 1km of a bitumen high-way and adjacent to grid power (refer **Figure 2**).



**Figure 2: Cape Coast Lithium Project portfolio location; within 110km of the Takoradi port, adjacent bitumen highway and grid power.**

The Company released exceptional Scoping Study results which support a business case for a 2.0 Million tonnes per annum ("Mtpa") production operation with life of mine ("LOM") revenues exceeding US\$1.55 Billion and significant potential to extend LOM.

The Study highlighted an eight (8) year LOM operation, producing an average 295,000tpa of 6% Li<sub>2</sub>O spodumene concentrate using conventional open cut mining operation from surface with low strip ratios, with LOM revenues exceeding US\$1.55bn, Post-tax NPV8 of US\$345M, average EBITDA of US\$105M per annum and IRR of 125% over 8 years.

Low capital and operational costs were highlighted due to the outstanding asset fundamentals with simple mineralogy requiring a gravity only process flow-sheet and close proximity to excellent logistics and infrastructure being only 110km by road from the deep-sea port of Takoradi, adjacent to highway and high voltage ("HV") powerlines, including hydroelectric sources providing for a low carbon footprint.

Capital costs of US\$68M were estimated due to simple processing via conventional dense media separation only ("DMS"), producing a premium coarse crush 6% spodumene concentrate saleable product with industry-leading payback period of <1 year. First quartile cash costs of US\$247 per tonne of 6% lithium spodumene concentrate were reported Free on Board ("FOB") Ghana Port.

Significant exploration upside potential exists from the historic Egyasimanku Hill deposit (1.5Mt at 1.66% Li<sub>2</sub>O) and surrounding 684km<sup>2</sup> portfolio to significantly extend the project beyond the current eight year LOM.

Further metallurgical test work was completed on the first stage of improvement, with P1 mineralisation being tested at a larger scale using a 100mm Dense Media Separation ("DMS100") cyclone as well as testing the effect of re-crushing middlings. P2 mineralisation was similarly tested, but at smaller scale using Heavy Liquid Separation ("HLS").

## Directors' Report (continued)

After re-crushing P1 gravity middlings and testing it again in the DMS100, the recovery of lithium improved for both the fresh and transitional material whilst maintaining a product grade of 6% Li<sub>2</sub>O.

The test work also highlighted that the lighter SG2.6 gravity fractions have elevated levels of potassium (K<sub>2</sub>O) and sodium (Na<sub>2</sub>O) minerals considered to be commercial grade feldspar by the ceramics industry. Based on this preliminary analysis, upwards of 20% of the plant feed material could be recovered as a saleable feldspar product, which is in demand from the regional ceramics industry in Ghana and the wider industry in Europe.

In August 2020 the Company was accepted as a member of the European Battery Alliance ("EBA250"); an organisation committed to driving a competitive and sustainable battery industry in Europe by 2025. The EBA250 network brings together interested stakeholders, industry specialists and participants from both the public and private sectors; a collaboration of more than 400 participants across the European Union's ("EU") battery value chain.

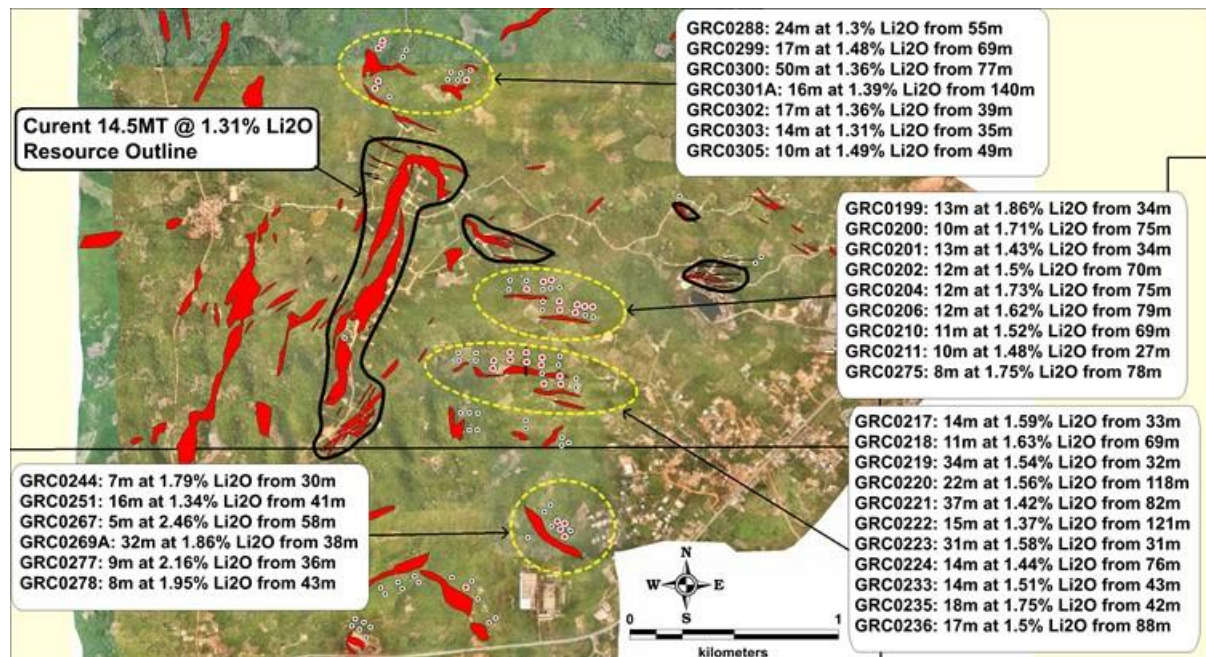
The Company commenced a 12,500m reverse circulation ("RC") drilling programme designed to add resource tonnes within the immediate ELP resource area and test seven new target zones defined within a 12,896m exploration auger drilling programme. The RC programme was further extended to 16,500m total to test strike extensions where high-grade mineralisation remained open in adjacent holes.

Drilling remains ongoing with multiple high-grade drill intersections reported to date within new targets including Anokyi Main, Anokyi South, Okwesikrom and Ewoyaa North. Exceptionally high-grades have been reported to date in new drilling results, including the highest grade 1m interval reported to date of 4.24% Li<sub>2</sub>O in hole GRC0269A from 64m. Highlights reported to date at a 0.4% Li<sub>2</sub>O cut-off and maximum 4m of internal dilution of are summarised below and in **Figure 3**.

- **GRC0300: 50m at 1.36% Li<sub>2</sub>O from 77m including 23m at 1.68% Li<sub>2</sub>O from 104m**
- **GRC0269A: 32m at 1.86% Li<sub>2</sub>O from 38m including 18m at 2.24% Li<sub>2</sub>O from 39m (including 14m at 2.68% Li<sub>2</sub>O from 42m including 1m at 4.1% from 52m, and 7m at 2.34% Li<sub>2</sub>O from 62m including 1m at 4.24% from 64m) and 8m at 2.16% Li<sub>2</sub>O from 62m**
- **GRC0221: 37m at 1.42% Li<sub>2</sub>O from 82m including 10m at 1.8% Li<sub>2</sub>O from 87m**
- **GRC0219: 34m at 1.54% Li<sub>2</sub>O from 32m including 13m at 1.8% Li<sub>2</sub>O from 51m and 1m at 4% Li<sub>2</sub>O from 62m**
- **GRC0223: 31m at 1.58% Li<sub>2</sub>O from 31m**
- **GRC0220: 22m at 1.56% Li<sub>2</sub>O from 118m**
- **GRC0235: 18m at 1.75% Li<sub>2</sub>O from 42m**
- **GRC0288: 24m at 1.3% Li<sub>2</sub>O from 55m including 11m at 1.7% Li<sub>2</sub>O from 63m**
- **GRC0236: 17m at 1.5% Li<sub>2</sub>O from 88m including 5m at 2.11% Li<sub>2</sub>O from 96m**
- **GRC0299: 17m at 1.48% Li<sub>2</sub>O from 69m**
- **GRC0199: 13m at 1.86% Li<sub>2</sub>O from 34m**
- **GRC0302: 17m at 1.36% Li<sub>2</sub>O from 39m including 10m at 1.5% Li<sub>2</sub>O from 40m**
- **GRC0301A: 21m at 1.29% Li<sub>2</sub>O from 99m incl. 11m at 1.6% Li<sub>2</sub>O from 101m**
- **GRC0301A: 16m at 1.39% Li<sub>2</sub>O from 140m including 10m at 1.56% Li<sub>2</sub>O from 145m**
- **GRC0217: 14m at 1.59% Li<sub>2</sub>O from 33m**
- **GRC0251: 16m at 1.34% Li<sub>2</sub>O from 41m**
- **GRC0233: 14m at 1.51% Li<sub>2</sub>O from 43m**
- **GRC0204: 12m at 1.73% Li<sub>2</sub>O from 75m**
- **GRC0222: 15m at 1.37% Li<sub>2</sub>O from 121m**
- **GRC0224: 14m at 1.44% Li<sub>2</sub>O from 76m**

On the 4th February the Company completed the acquisition of 100% of the share capital of Joy Transporters Ltd, providing IronRidge full ownership of the highly prospective Saltpond license and Cape Coast application in Ghana, representing a highly prospective ground holding with high priority pegmatite targets adjacent to the Company's Ewoyaa Lithium Project.

**Directors' Report (continued)**



**Figure 3: New high-grade drilling results highlights in new target areas adjacent to the current 14.5Mt resource footprint.**

Subsequent to the reporting period, the Company announced that it has entered into a binding agreement with Piedmont Lithium Inc. ("PLI" or "Piedmont"), a Nasdaq listed lithium exploration and development company, to fully fund and fast track the Ewoyaa Lithium Project to production for US\$102m.

Piedmont is an US integrated supplier of raw materials and minerals supporting the electric vehicles and industrial markets. Piedmont is to earn-in to up to 50% of IronRidge's Cape Coast Lithium Portfolio ("CCLP") in Ghana, including Ewoyaa, in the following stages;

**Stage 1: Investment into IronRidge Resource Limited (AIM: IRR) (c. US\$15m)**

- Piedmont subscribed for 54,000,000 new ordinary shares in the Company at a price of 20p per share (£10.8m; c. US\$15m) and a further £720,000 (c. US\$1m) increasing its stake to 9.91% via placing of a further 2.88m shares at 25p, with a lock in provision preventing the sale of the Subscription Shares for 12 months from admission of the Subscription Shares to trading on AIM and has committed

**Stage 2: Regional Exploration and DFS Funding (US\$17m)**

- Piedmont to earn up to an initial 22.5% of CCLP at completion of sole funding comprising:
- US\$5m towards an accelerated regional exploration programme to enhance the current Ewoyaa resource; and
- US\$12m towards completing the Definitive Feasibility Studies ("DFS") for the Project:
  - the minimum "DFS criteria" is to deliver a 1.5 million tonnes per annum ("mtpa") to 2mtpa run-of-mine ("ROM") operation for a 10-year to 8-year life of mine ("LOM") respectively; and
  - any cost overruns or savings will be shared equally between IronRidge and Piedmont.

**Stage 3: CAPEX Funding (US\$70m)**

- Piedmont to earn a further 27.5% of CCLP via the sole funding of Capex of US\$70m for the Ewoyaa Project:
  - to deliver a 1.5mtpa to 2mtpa ROM operation for a 10-year to 8-year LOM respectively; and
  - any cost overruns or savings will be shared equally.

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**Directors' Report (continued)****Other key Terms:**

- If the "DFS criteria" of Stage 2 is achieved and Piedmont elects by mutual agreement not to proceed to Stage 3, Piedmont will forfeit its Stage 2 interest.
- Piedmont is entitled to appoint one director to the IronRidge board on completion while maintaining an equity interest above or equal to 9% in IronRidge; and
- an offtake agreement for 50% of the annual life of mine lithium spodumene concentrate (SC6%) production where offtake pricing will be determined via a formula which is linked to the prevailing price of lithium products, ensuring IronRidge captures value-add margins.

Subsequent to the reporting period, the Company announced additional broad and high-grade lithium pegmatite drill intersections at the Grasscutter, Ewoyaa North and Anokyi Main targets adjacent to the Ewoyaa mineral resource estimate, including highlights at a 0.4% Li<sub>2</sub>O cut-off and maximum 4m of internal dilution of:

- GRC0392: 53m at 1.34% Li<sub>2</sub>O from 80m
- GRC0351: 30m at 1.53% Li<sub>2</sub>O from 109m
- GRC0362: 29m at 1.49% Li<sub>2</sub>O from 71m
- GRC0393: 32m at 1.34% Li<sub>2</sub>O from 87m
- GRC0364: 26m at 1.57% Li<sub>2</sub>O from 126m
- GRC0348: 30m at 1.3% Li<sub>2</sub>O from 81m
- GRC0374: 28m at 1.35% Li<sub>2</sub>O from 97m
- GRC0368: 33m at 1.14% Li<sub>2</sub>O from 122m
- GRC0365: 23m at 1.55% Li<sub>2</sub>O from 73m
- GRC0363: 23m at 1.41% Li<sub>2</sub>O from 62m
- GRC0366: 21m at 1.36% Li<sub>2</sub>O from 150m
- GRC0367: 18m at 1.5% Li<sub>2</sub>O from 53m
- GRC0377: 19m at 1.37% Li<sub>2</sub>O from 76m
- GRC0404: 24m at 1.08% Li<sub>2</sub>O from 48m
- GRC0397: 15m at 1.6% Li<sub>2</sub>O from 136m
- GRC0409: 16m at 1.41% Li<sub>2</sub>O from 75m
- GRC0393: 19m at 1.17% Li<sub>2</sub>O from 56m
- GRC0368: 14m at 1.52% Li<sub>2</sub>O from 157m

**CÔTE D'IVOIRE – Gold & Lithium**

The Company has secured via Earn-In Agreements or outright ownership, access rights to three strategic portfolios covering an area of 3,982km<sup>2</sup> for gold and 774km<sup>2</sup> for lithium within Côte d'Ivoire, West Africa. The tenement portfolios cover major shear zones and associated structures along or adjacent to proven, gold bearing structures. All projects are well serviced, with an extensive bitumen road network and well-established cellular network (*refer Figure 4*).

Directors' Report (continued)

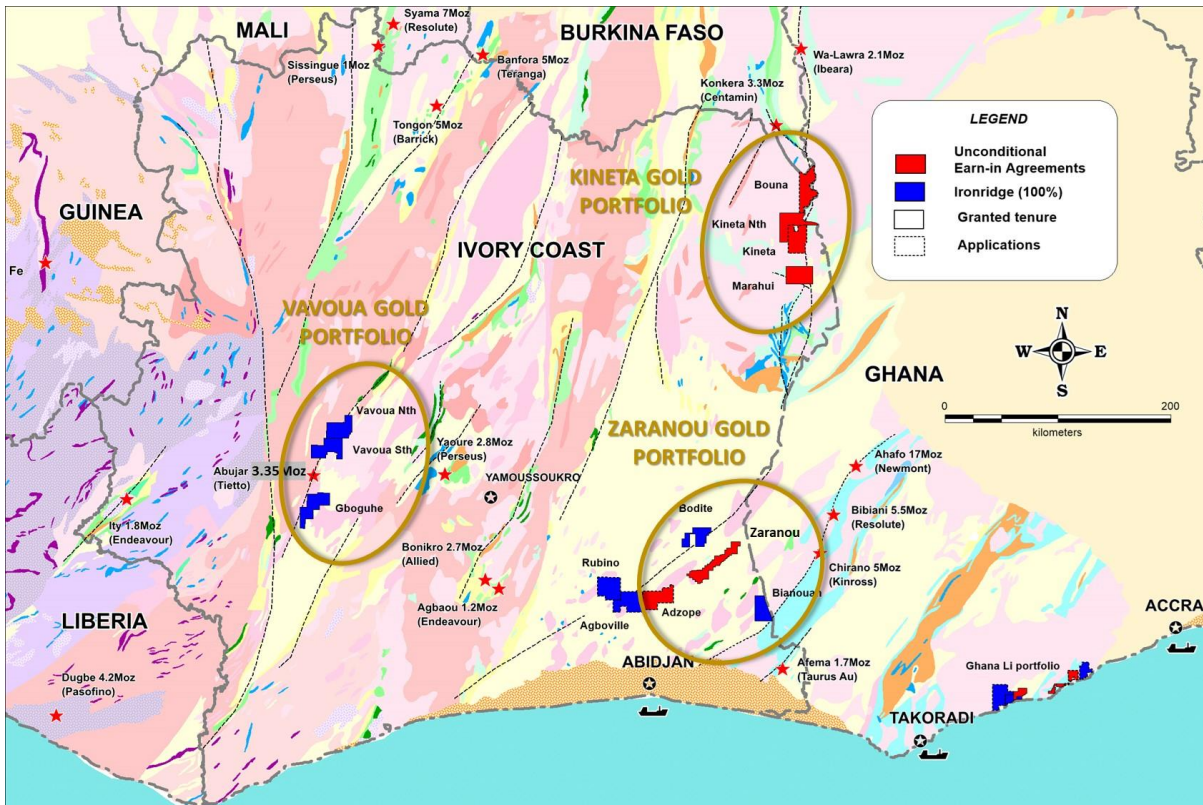


Figure 4: Côte d'Ivoire gold and lithium portfolio on geology background.

**Zaranou License:**

The Company completed drilling activities at the Zaranou gold license located approximately 200km north-east of the capital Abidjan, adjacent to the border with Ghana and covering 397km<sup>2</sup> of highly prospective Birimian terrain. The Company focussed its drilling efforts at the Ehuasso - Coffee Bean - Mbasso target where artisanal workings are most intense and commenced drilling at the Ebilassokro and Yakassé targets (refer Figure 5 and Figure 6).

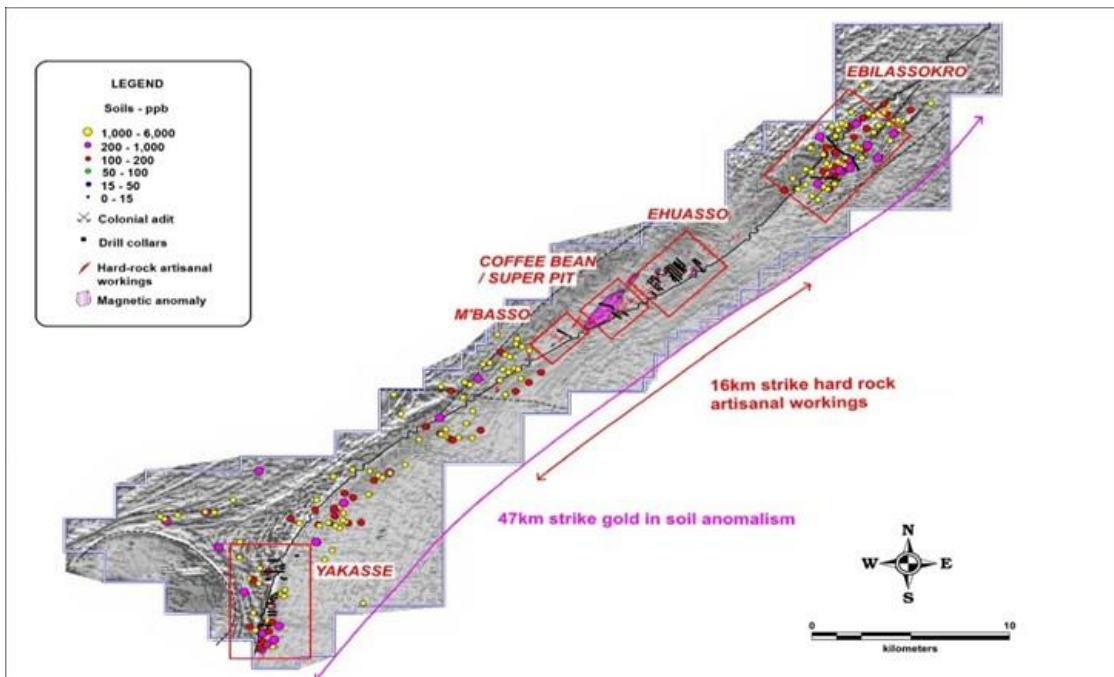


Figure 5: Zaranou gold license target areas with background soils and greyscale TMI aeromagnetics image.

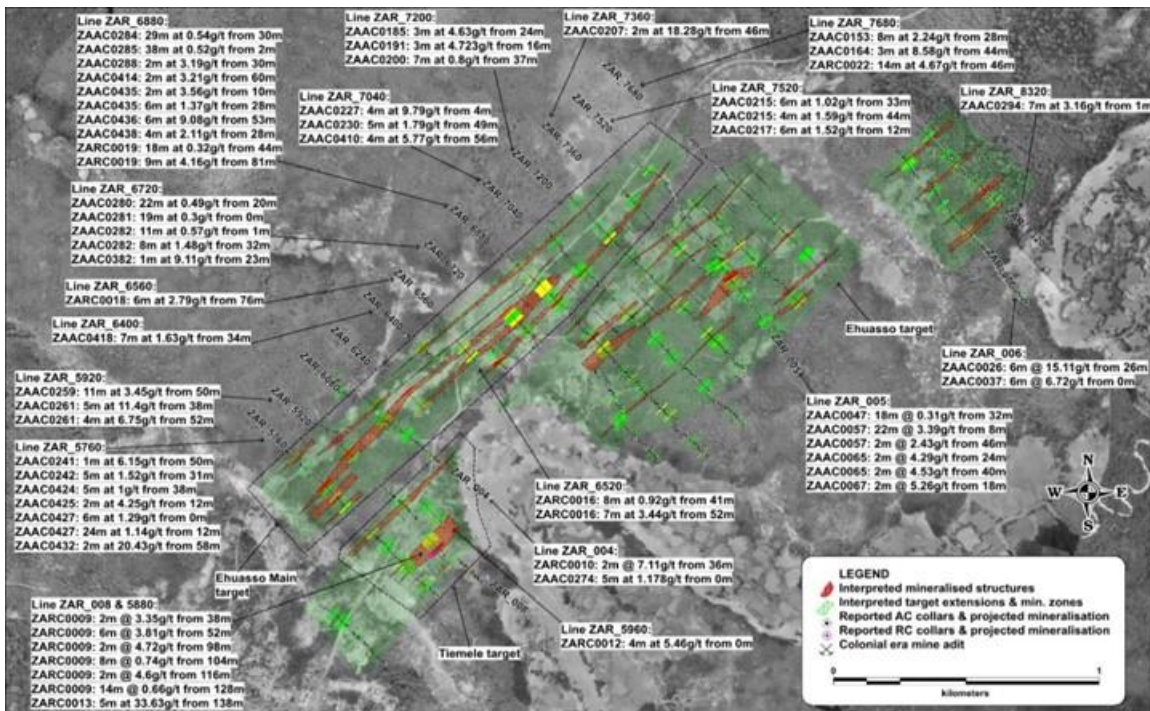
**Directors' Report (continued)**



**Figure 6: Artisanal workings within the license area and visible gold observed in a washing pan.**

The Company secured unverified historical soils and drilling data from previous explorers AngloGold Ashanti and Etruscan Resources, including data for a total of 279 Rotary Air Blast ("RAB") holes for 8,025m to a maximum depth of 50m and 186 reverse circulation ("RC") holes for 9,759m to a maximum depth of 80m over the Yakassé target in the extreme south-west of the license area. Historical data includes multiple high-grade RC and RAB drill intersections at Yakassé (reported at a 0.2g/t gold cut-off and maximum 2m of internal dilution) with highlights of 13m at 5.91 g/t Au from 3m incl. 3m at 21.22 g/t Au from 8m in hole ALLRC099, 9m at 8.22 g/t Au from 11m in hole ALLRC140 and 9m at 5.04 g/t Au from 42m incl. 1m at 38.93 g/t Au from 43m in hole ALLRC141.

The Company completed a second phase drill programme for a total of 20,312m in 404 aircore ("AC") holes and 2,077m in 12 RC holes. Drilling focused within the Ehuasso target along 160m spaced AC and RC drill traverses to test mineralisation continuity, in addition to two exploration AC drill traverses at the Ebilassokro soil anomaly. Highlight drill intersections for 1m primary samples returned at a 0.1g/t cut-off and maximum 1m of internal dilution are summarised in **Figure 7**.



**Figure 7: First and second phase 1m primary sample drill programme highlights at a 0.1g/t cut-off and maximum 1m of internal dilution over the Ehuasso target.**

## Directors' Report (continued)

The Company completed the third phase programme for 51,539m of drilling including 20,323m in 110 RC holes and 31,216m in 611 AC holes at the Ehuasso, Ebilassokro, Yakassé, M'Basso and Coffee Bean/Super pit targets at 80m and 160m spaced drill traverses. The Company also completed a 645m diamond drilling programme in three holes at the Ehuasso target for geology, RC twinning and density work.

Highlight third phase drill intersections received during the reporting period for 4m composite samples returned at a 0.1g/t cut-off and maximum 4m of internal dilution are summarised below with review underway (for further information see announcements of 03 December 2020, 15 December 2020, 18 January 2021 and 30 March 2021).

- ZARC0100: 36m at 3.7g/t from 124m incl. 4m at 1.4g/t, 4m at 6.9g/t, 4m at 23.01g/t
- ZARC0100: 28m at 4.07g/t from 124m incl. 4m at 2g/t, 4m at 3.4g/t, 4m at 21.2g/t
- ZAAC0763: 8m at 14.01g/t from 4m incl. 4m at 27.9g/t
- ZARC0102: 16m at 6.68g/t from 100m incl. 4m at 10.3g/t, 4m at 10g/t, 4m at 6g/t
- ZARC0101: 68m at 1.4g/t from 20m incl. 4m at 1.1g/t, 4m at 1.3g/t, 4m at 11.7g/t, 4m at 1g/t, 4m at 5.6g/t
- ZARC0104: 64m at 1.41g/t from 100m incl. 4m at 1.6g/t, 4m at 4.4g/t, 4m at 1.2g/t, 4m at 3.5g/t, 4m at 5.5g/t, 4m at 1.2g/t, 4m at 2.2g/t
- ZAAC1112: 4m at 21.4g/t from 24m
- ZAAC0757: 8m at 9.32g/t from 32m incl. 4m at 18.3g/t
- ZARC0046: 12m at 6.15g/t from 108m incl. 4m at 3.5g/t, 4m at 14.5g/t
- ZAAC0979: 12m at 6.1g/t from 36m incl. 4m at 17.9g/t
- ZARC0075: 20m at 2.64g/t from 60m incl. 4m at 12.44g/t
- ZAAC0783: 8m at 6.59g/t from 16m incl. 4m at 13.1g/t
- ZAAC0682: 28m at 1.85g/t from 8m incl. 4m at 7.2g/t, 4m at 5.1g/t
- ZARC0029: 36m at 1.43g/t from 36m incl. 4m at 1.1g/t, 4m at 7.4g/t, 4m at 2.7g/t
- ZAAC0788: 28m at 1.74g/t from 8m incl. 4m at 1.5g/t, 4m at 9.6g/t
- ZARC0067: 16m at 2.73g/t from 72m incl. 4m at 1.9g/t, 4m at 4.5g/t, 4m at 3.9g/t
- ZARC0099: 20m at 2.13g/t from 96m incl. 4m at 9.9g/t
- ZARC0027: 28m at 1.47g/t from 48m incl. 4m at 8.4g/t
- ZAAC0676: 13m at 3g/t from 56m incl. 4m at 9.5g/t
- ZAAC0904: 40m at 0.9g/t from 16m incl. 4m at 1.2g/t, 4m at 1.5g/t, 4m at 2.1g/t
- ZARC0107: 64m at 0.5g/t from 40m incl. 4m at 2.4g/t, 4m at 1.8g/t
- ZARC0065: 23m at 1.33g/t from 192m incl. 4m at 1.9g/t, 4m at 1.6g/t, 4m at 4.4g/t
- ZAAC0842: 40m at 0.69g/t from 0m incl. 4m at 1.3g/t, 4m at 1.6g/t, 4m at 1.3g/t
- ZARC0097: 4m at 6.85g/t from 60m
- ZARC0059: 8m at 3.11g/t from 208m incl. 4m at 5.9g/t
- ZARC0032: 64m at 0.38g/t from 0m
- ZARC0045: 60m at 0.4g/t from 44m
- ZARC0075: 12m at 1.91g/t from 188m incl. 4m at 1.5g/t, 4m at 4g/t
- ZARC0121: 24m at 0.9g/t from 68m incl. 4m at 1.2g/t, 4m at 1.7g/t, 4m at 1.4g/t
- ZAAC0807: 52m at 0.4g/t from 0m

All AC and RC sampling was completed at the drill site and consisted of initial 4m composites submitted for analysis, of which all composites greater than 0.1g/t gold were re-submitted for analysis at 1m intervals from retained primary samples at the project site. ALS laboratory completed sample preparation in Côte d'Ivoire and sample analysis in Burkina Faso with results passing internal and laboratory QA/QC protocols, providing confidence in reported results. All AC and RC drilling to date was completed at -55 to -60 degree dip.

### Vavoua Portfolio:

The Company announced the 100% acquisition of the Vavoua Gold license from CAPRI Metals SARL. The Company commenced an exploration auger drilling programme over geophysical anomalies defined from the aeromagnetics survey and along strike from the 3.35Moz Abujar Project (JORC compliant, held by third party). Auger drilling is ongoing.

**Directors' Report (continued)**

**Kineta Portfolio:**

The Company completed 2,442m for 18 holes of RC drilling at the Kineta North gold license to test below previously reported trenching intersections including 2m at 4.04g/t gold and 6m at 0.24g/t gold within a broader 2km long by 250m wide >30ppb gold soils anomaly with coincident underground artisanal workings over a 700m strike. Highlight results reported at a 0.4g/t cut-off and maximum 2m of internal dilution are listed below with review ongoing.

- KNRC0008: 5m at 1.58g/t from 112m including 1m at 4.44g/t
- KNRC0018: 3m at 2.49g/t from 169m including 1m at 5.22g/t
- KNRC0012: 1m at 7.39g/t from 60m
- KNRC0004: 5m at 1.22g/t from 50m including 1m at 3.55g/t
- KNRC0003: 1m at 5.95g/t from 64m
- KNRC0002: 4m at 1.48g/t from 31m including 1m at 4.63g/t
- KNRC0011: 1m at 4.54g/t from 25m
- KNRC0009: 2m at 2.11g/t from 37m

The Company completed 1,590m of trenching at the Marahui license; following up regional soil anomalies. A total of 21 trenches were excavated to a nominal 2m to 3m depth using a mechanical excavator and the following highlight assay results returned with review ongoing.

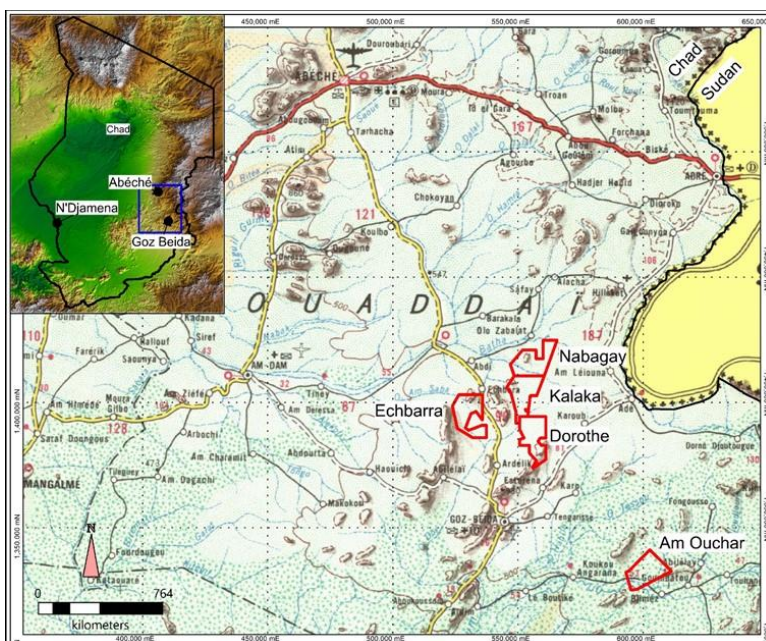
- MTR0005: 12.6m at 1.49g/t including 7m at 2.45g/t
- MTR0001: 10m at 0.37g/t including 2m at 0.94g/t
- MTR0007: 11m at 0.32g/t including 1.3m at 1.36g/t
- MTR0020: 10m at 0.33g/t including 2m at 0.71g/t

**Bianouan and Bodite Portfolio:**

The Company announced the 100% acquisition of the Bodite and Bianouan Gold licenses from Major Star SA.

**CHAD - Gold:**

In Chad, the Company successfully renewed its Dorothe, Echbara and Am Ouchar licenses for a further 4 years with requisite area reductions for a total 746.25km<sup>2</sup> of highly prospective tenure where it has defined a significant gold target at Dorothe in approximately 15km of trenching at 200m spacing over a 3km x 1km surface area. Additional gold targets have been identified within the Echbara, Am Ouchar, Kalaka and Nabagay licenses (*refer Figure 8*).



**Figure 8: Chad tenure over regional road network and location map (insert).**



**Directors' Report (continued)**

At the Dorothe target, six coherent, large-scale high-priority gold anomalies have been defined in trenching within the steep east dipping 'Main Vein' target and shallow west dipping 'Sheeted Vein' targets with multiple broad, high-grade trenching intersections at a 0.4g/t gold cut-off and maximum 4m dilution, including highlights of 84m at 1.66g/t, 4m at 18.77g/t, 32m at 2.02g/t, 24m at 2.53g/t, 12m at 2.32g/t and 4m at 5.27g/t gold.

The portfolio is interpreted to represent an unexplored Intrusion Related Gold ("IRG") system and potential analogue of the Tintina Gold Belt in Alaska-Yukon with notable deposits including Donlin Creek (Barrick / Novagold, >45Moz), Fork Knox (Kinross, ~10Moz), Pogo (NST, ~10Moz) and Dublin Gulch (Victoria Gold Corp., >3Moz).

The Company is assessing timing to recommence field activities with the intention to focus on a maiden drilling programme to test the Dorothe target in the new year.

**AUSTRALIA & GABON – Bauxite, Titania and Iron Ore**

In line with the Company's strategy to advance its suite of lithium and gold projects in Africa, it has elected to restructure its portfolio and divest or surrender non-core tenure, allowing for enhanced management focus and capital allocation. The Company completed the sale of the May Queen gold project to Australasian Gold Limited (ASX: A8G) and will relinquish remaining tenure in Australia and Gabon.

**Competent Person Statement:**

Information in this report relating to the exploration results is based on data reviewed by Mr Lennard Kolff (MEcon. Geol., BSc. Hons ARSM), Chief Geologist of the Company. Mr Kolff is a Member of the Australian Institute of Geoscientists who has in excess of 20 years' experience in mineral exploration and is a Qualified Person under the AIM Rules. Mr Kolff consents to the inclusion of the information in the form and context in which it appears.

Information in this report relating to metallurgical results is based on data reviewed by Mr Noel O'Brien, Director of Trinol Pty Ltd. Mr O'Brien is a Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM) and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr O'Brien consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears.

Information in this report relating to Mineral Resources at the Ewoyaa Lithium Project in Ghana was compiled by Shaun Searle of Ashmore Associates Ltd, a Member of the Australian Institute of Geoscientists. Mr Searle has sufficient experience that is relevant to the style of mineralisation and type of deposit 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'. Mr Searle is a director of Ashmore. Ashmore and the Competent Person are independent of the Company and other than being paid fees for services in compiling this report, neither has any financial interest (direct or contingent) in the Company.

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**Directors' Report (continued)****FINANCIAL REVIEW****Result for the year**

The loss after income tax for the Group for the year ended 30 June 2021 was \$4,897,541 (2020: \$6,609,130).

**Significant changes in the state of affairs**

In the opinion of the Directors, there were no significant changes in the state of affairs of the Group that occurred during the financial year under review not otherwise disclosed in this report or the financial statements of the Group for the financial year.

**Environmental regulations and performance**

The Directors have put in place strategies and procedures to ensure that the Group manages its compliance with environmental regulations. The Directors are not aware of any breaches of any applicable environmental regulations.

**Proceedings on behalf of company**

No person has applied to the Court under section 237 of *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 any part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.

**Remuneration report (audited)**

This remuneration report for the year ended 30 June 2021 outlines the remuneration arrangements of the Company and the Group in accordance with the requirements of the *Corporations Act 2001* (the "Act") and its regulations. This information has been audited as required by section 308(3C) of the Act.

The remuneration report details the remuneration arrangements for key management personnel ("KMP") who are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Company and the Group, directly or indirectly, including any director (whether executive or otherwise) of the Company, and includes the executive team.

The remuneration report is presented under the following sections:

1. Individual key management personnel disclosures
2. Remuneration policy
3. Non-executive director remuneration arrangements
4. Executive remuneration arrangements
5. Company performance and the link to remuneration
6. Executive contractual arrangements
7. Equity instruments disclosures

## Directors' Report (continued)

### Remuneration report (continued)

#### 1. Individual key management personnel disclosures

##### *Key management personnel*

##### (i) Directors

Neil Herbert	Non-executive Chairman
Vincent Mascolo	Managing Director and Chief Executive Officer
Stuart Crow	Non-executive Director
Kieran Daly	Non-executive Director
Tetsunosuke Miyawaki	Non-executive Director
Christelle van der Merwe	Non-executive Director (appointed 22 December 2020)
Nicholas Mather	Non-executive Director (retired 28 June 2021)
Alistair McAdam	Non-executive Director (retired 30 November 2020)

##### (ii) Executives

Lennard Kolff	Chief Geologist and Chief Operating Officer
Amanda Harsas	Chief Financial Officer and Company Secretary (appointed Chief Financial Officer 16 November 2020 and Company Secretary 1 February 2021)
Karl Schlobohm	Company Secretary (retired 31 January 2021)
Priy Jayasuriya	Chief Financial Officer (retired 30 November 2020)

There were no changes, unless otherwise stated, to Key Management Personnel after reporting date and before the date the financial report was authorized for issue.

#### 2. Remuneration policy

IronRidge Resources Limited's remuneration strategy is designed to attract, motivate and retain employees and Non-executive Directors ("NEDs") by identifying and rewarding high performers and recognising the contribution of each employee to the continued growth and success of the Group.

The Board of Directors is responsible for determining and reviewing compensation arrangements for the Directors and the Executive team. The Board assesses the appropriateness of the nature and amount of remuneration of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum shareholder benefit from the retention of a high quality Board and Executive team. Such officers are given the opportunity to receive their base remuneration in a variety of forms including cash and fringe benefits. It is intended that the manner of payments chosen will be optimal for the recipient without creating undue cost for the Company. Further details on the remuneration of Directors and Executives are set out in this Remuneration Report.

The Company aims to reward the Executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company. The Board's policy is to align Executive objectives with shareholder and business objective by providing a fixed remuneration component and offering long-term incentives.

In accordance with best practice corporate governance, the structure of NED and executive remuneration is separate and distinct.

#### 3. Non-executive director remuneration arrangements

The Board seeks to set aggregate remuneration at a level that provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders. The Company's specific policy for determining the nature and amount of remuneration of Board members of the Company is as follows:

The Constitution of the Company provides that remuneration of Non-executive directors ("NEDs") must be a fixed sum for each NED and total amount of fees payable to NEDs must be set by resolution of the company and can only be increased by resolution of the Company in a General Meeting relating to any proposed increase. Additionally, NEDs are entitled to be reimbursed for properly incurred expenses.

## Directors' Report (continued)

### Remuneration report (continued)

If a NED performs extra services, which in the opinion of the Directors are outside the scope of the ordinary duties of the Director, the Company may remunerate that Director by payment of a fixed sum determined by the Directors in addition to or instead of the remuneration referred to above.

A NED is entitled to be paid travelling and other expenses properly incurred by them in attending Directors' or general meetings of the Company or otherwise in connection with the business of the Company.

All Directors have the opportunity to qualify for participation in the Company's Employee Share Option Plan ("ESOP"), subject to the approval of shareholders.

The remuneration of NEDs for the year ended 30 June 2021 is detailed in this Remuneration Report.

#### 4. Executive remuneration arrangements

The Company aims to reward the Executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company and so as to:

- align the interests of the Executives with those of shareholders;
- link reward with the strategic goals and performance of the Company; and
- ensure total remuneration is competitive by market standards.

The remuneration of Executives may from time to time be fixed by the Board. The remuneration will comprise a fixed remuneration component and also may include offering specific short and long-term incentives, in the form of:

- performance based salary increases and/or bonuses; and/or
- the issue of options.

The remuneration of the Executives employed on a full-time basis by the Company for the year ending 30 June 2021 and 2020 is detailed in this Remuneration Report.

#### 5. Company performance and the link to remuneration

During the financial year, the Company has generated losses as its principal activity was mineral exploration. The following table shows the share price at the end of the financial year for the Company for the past five years:

	30 June 17	30 June 18	30 June 19	30 June 20	30 June 21
Share price	£0.3525	£0.2770	£0.1563	£0.0950	£0.1923

As the Company is still in the exploration and development stage, the link between remuneration, Company performance and shareholder wealth is tenuous. Share prices are subject to the influence of metals prices and market sentiment toward the sector, and as such increases or decreases may occur quite independent of Executive performance or remuneration.

#### 6. Executive contractual arrangements

It is the Board's policy that employment agreements are entered into with all Executives.

The current service agreement with the Managing Director and Chief Executive Officer has a notice period of six (6) months. The Chief Operating Officer and Chief financial Officer have a notice period of three (3) months. All other employment agreements have one month (or less) notice periods. Executives who are employees are entitled to their statutory entitlements of accrued annual leave and long service leave together with any superannuation on termination. No other termination payments are payable.

The terms of appointment for NEDs are set out in the letters of appointment.

## Directors' Report (continued)

### Remuneration report (continued)

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

The Company has a two (2) year Executive Service Agreement with Alberona Pty Ltd an entity associated with Mr Vincent Mascolo, which took effect on 1 July 2021 with a 2 year renewal option for the provision of certain consultancy services. Alberona Pty Ltd will provide Mr Vincent Mascolo as Executive Director of IronRidge Resources Limited. Under the terms of the agreement:

- Alberona Pty Ltd is entitled to a base fee for the services of Mr Mascolo of \$375,000 per annum.
- Both the Company and Alberona Pty Ltd are entitled to terminate the contract upon giving six (6) months written notice. There is no benefits payable on termination of the contract.
- The Company is entitled to terminate the agreement immediately upon the happening of certain events in respect of Alberona Pty Ltd's solvency or certain acts of misconduct;
- Mr Mascolo is entitled to a short-term incentive of up to \$150,000 per annum over the lifetime of the Executive Service Agreement with Alberona Pty Ltd on meeting the following key performance indicators
  - a) 10% - Share price performance;
  - b) 35% - Project advancement and or value adding acquisition;
  - c) 10% - Promotional activity;
  - d) 20% - Capital Management;
  - e) 15% - Cash Raising: Existing and New shareholders; and
  - f) 10% - Safety and OHES Compliance

#### *Chief Operating Officer*

The Company has a two (2) year Executive Service Agreement with Lennard Kolff, which took effect on 1 July 2021 with a 2 year renewal option. Under the terms of the agreement:

- Lennard Kolff is entitled to a base pay of \$360,000 per annum.
- Both the Company and Lennard Kolff are entitled to terminate the contract upon giving three (3) months written notice. There are no benefits payable on termination of the contract.
- The Company is entitled to terminate the agreement immediately upon certain acts of misconduct;
- Mr Kolff is entitled to a short-term incentive of up to 35% of the base pay over the lifetime of the Executive Service Agreement on meeting the following key performance indicators, subject to board discretion
  - a) 10% - New project acquisition;
  - b) 45% - Project Advancement
  - c) 10% - Promotional and Marketing Activity
  - d) 10% - Cost Control
  - e) 10% - Data Management
  - f) 15% - Safety and OHES Compliance
- Mr Kolff is entitled to participate in the Company Employee Share Option Plan Scheme.

#### *Other Executives*

Employment contracts entered into with other Executives contain the following key terms:

Event	Company Policy
Performance based salary increases and/or bonuses	Board discretion
Short and long-term incentives, such as options	Board discretion
Resignation/ notice period	1 to 3 months
Serious misconduct	Company may terminate at any time
Duration	One year or less
Payouts upon resignation or termination, outside industrial regulations (i.e. 'golden handshakes')	None

## Directors' Report (continued)

### Remuneration

#### Remuneration report (continued)

##### of Directors and Other Key Management Personnel

Directors	Short term benefits		Termination Payments	Post-employment Superannuation	Share based payments Equity settled		Total	% Performance Related
	Salary & fees	Cash Bonus			Options	Performance Rights		
	\$	\$			\$	\$		
<b>Directors</b>								
Neil Herbert								
-2021	144,725	60,000	-	-	-	-	204,725	29%
-2020	90,000	-	-	-	172,223	-	262,223	0%
Vincent Mascolo								
-2021	375,000	150,000	-	-	-	455,621	980,621	62%
-2020	375,000	150,000	-	-	258,335	944,309	1,727,644	63%
Stuart Crow								
-2021	60,000	30,000	-	-	-	-	90,000	33%
-2020	60,000	-	-	-	43,056	-	103,056	0%
Kieren Daly								
-2021	60,000	-	-	-	-	-	60,000	0%
-2020	60,000	-	-	-	43,056	-	103,056	0%
Tetsunosuke Miyawaki <sup>1</sup>								
-2021	60,000	-	-	-	-	-	60,000	0%
-2020	58,521	-	-	-	43,056	-	101,577	0%
Christelle van der Merwe <sup>2</sup>								
-2021	35,000	-	-	-	-	-	35,000	0%
-2019	-	-	-	-	-	-	-	0%
Nicholas Mather <sup>3</sup>								
-2021	60,000	-	-	-	-	-	60,000	0%
-2020	60,000	-	-	-	43,056	-	103,056	0%
Alistair McAdam <sup>4</sup>								
-2021	25,000	-	-	-	-	-	25,000	0%
-2020	60,000	-	-	-	43,056	-	103,056	0%
Kenichiro Tsubaki <sup>5</sup>								
-2021	-	-	-	-	-	-	-	0%
-2020	1,479	-	-	-	-	-	1,479	0%
<b>Total director remuneration</b>								
-2021	<b>819,725</b>	<b>240,000</b>	-	-	-	<b>455,621</b>	<b>1,515,346</b>	
-2020	<b>765,000</b>	<b>150,000</b>	-	-	<b>645,838</b>	<b>944,309</b>	<b>2,505,147</b>	

Alternate Directors do not receive any form of remuneration for their services.

<sup>1</sup>Tetsunosuke Miyawaki was appointed 9 July 2019.

<sup>2</sup>Christelle van der Merwe was appointed 22 December 2020.

<sup>3</sup>Nicholas Mather retired 28 June 2021

<sup>4</sup>Alistair McAdam retired 30 November 2020

<sup>5</sup>Kenichiro Tsubaki retired 9 July 2019

## Directors' Report (continued)

### Remuneration report (continued)

#### Remuneration of Directors and Other Key Management Personnel (continued)

Other Key Management Personnel		Short term benefits			Post-employment Superannuation	Share based payments Equity settled		Total	% Performance Related
		Salary & fees	Cash Bonus	Termination Payments		Options	Performance Rights		
		\$	\$	\$		\$	\$		
Lennard Kolff									
	2021	344,734	126,000	-	23,502	1,763	151,210	647,209	43%
	2020	347,546	126,000	-	19,585	197,867	441,278	1,132,276	50%
Amanda Harsas <sup>1</sup>									
	2021	140,762	-	-	13,416	279,639	-	433,817	0%
	2020	-	-	-	-	-	-	-	0%
Karl Schlobohm <sup>2</sup>									
	2021	35,417	-	-	-	-	-	35,417	0%
	2020	50,000	9,691	-	-	41,669	-	101,360	10%
Priy Jayasuriya <sup>3</sup>									
	2021	18,667	-	-	-	-	-	18,667	0%
	2020	56,000	9,691	-	-	41,669	-	107,360	9%
<b>Total other Key Management Personnel remuneration</b>									
	<b>2021</b>	<b>539,580</b>	<b>126,000</b>	<b>-</b>	<b>36,918</b>	<b>281,402</b>	<b>151,210</b>	<b>1,135,110</b>	
	<b>2020</b>	<b>453,546</b>	<b>145,382</b>	<b>-</b>	<b>19,585</b>	<b>281,205</b>	<b>441,278</b>	<b>1,340,996</b>	
<b>Total remuneration</b>									
	<b>2021</b>	<b>1,359,305</b>	<b>366,000</b>	<b>-</b>	<b>36,918</b>	<b>281,402</b>	<b>606,831</b>	<b>2,650,456</b>	
	<b>2020</b>	<b>1,218,546</b>	<b>295,382</b>	<b>-</b>	<b>19,585</b>	<b>927,043</b>	<b>1,385,587</b>	<b>3,846,143</b>	

<sup>1</sup>Amanda Harsas was appointed Chief Financial Officer 16 November 2020 and Company Secretary 1 February 2021

<sup>2</sup>Karl Schlobohm retired as Company Secretary 31 January 2021

<sup>3</sup>Priy Jayasuriya retired as Chief Financial Officer 10 November 2020

## Directors' Report (continued)

### Remuneration report (continued)

#### *Performance income as a proportion of total remuneration*

There was a total of \$366,000 performance based remuneration paid in cash during the year (2020: \$295,382). The options granted during the year which form part of share based payments are not performance related because there are no market performance conditions at the vesting date.

There were no performance rights issued to Directors and other key management personnel during the year ended 30 June 2021 (30 June 2020: nil). This element of remuneration constitutes part of a market competitive total remuneration package and aims to provide an incentive for Directors and other key management personnel to deliver Group performance that will lead to returns to shareholders, through an increase in the Company's share price. The performance rights vest on achievement of each Maturity price milestone and convert to fully paid ordinary shares. The Maturity price is based on a 30 trading day VWAP metric for each tranche of the performance rights. The holder of the performance rights must remain an employee of the Group at vesting date for the performance rights to convert into ordinary shares.

The proportion of performance based payments paid/payable or forfeited to key management personnel entitled thereto is as follows:

Name	Performance Payment Paid/Payable 2021	Performance Payment Forfeited 2021
Vincent Mascolo	100%	0%
Lennard Kolff	100%	0%

\* Performance based payments are at the discretion of the Board of Directors and there are no set KPIs.

#### 7. Equity instruments disclosures

##### *Shares Options and Performance Rights issued as part of remuneration for the year ended 30 June 2021*

Shares, options and performance rights may be issued to Directors and Executives as part of their remuneration. The options are not issued based on performance criteria but are issued to the majority of Directors and Executives of the Company to align comparative shareholder return and reward for Directors and Executives.

There were no shares issued as part of remuneration of Directors and other key management personnel during the financial year ended 30 June 2021 (2020: nil shares).

The terms and conditions of the grant of options over ordinary shares affecting remuneration of Directors and other key management personnel in this financial year or future reporting years are as follow:

	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
<b>Director Options</b>	-	-	-	-	-
<b>Key Management Personnel Options</b>	9/04/2021	9/04/2021	8/04/2023	£0.30	£0.062



**Directors' Report (continued)**
**Remuneration report (continued)**
7. Equity instruments disclosures (continued)

There were 2,500,000 options (2020: 32,500,000) issued to Directors and other Key management personnel. 7,750,000 options expired during the year. The number of options over ordinary shares granted, modified and vested by Directors and other key management personnel as part of compensation during the year ended 30 June 2021 are set out below:

	Number of options granted during the year 2021	Number of options expired during the year 2021	Number of options vested during the year 2021
<b>Directors</b>			
Neil Herbert	-	-	-
Vincent Mascolo	-	4,000,000	-
Stuart Crow	-	-	-
Kieran Daly	-	-	-
Tetsunosuke Miyawaki	-	-	-
Christelle van der Merwe	-	-	-
Nicholas Mather	-	-	-
Alistair McAdam	-	-	-
<b>Other Key Management Personnel</b>			
Lennard Kolff	-	3,000,000	-
Amanda Harsas	2,500,000	-	2,500,000
Karl Schlobohm	-	-	-
Priy Jayasuriya	-	750,000	-
<b>Total</b>	<b>2,500,000</b>	<b>7,750,000</b>	<b>2,500,000</b>

## Directors' Report (continued)

### Remuneration report (continued)

The terms and conditions of the grant of performance rights over ordinary shares affecting remuneration of Directors and other key management personnel in this financial year or future reporting years are as follow:

	Grant date	Expiry date	Maturity price	Fair value per option at grant date	2020 share based payment expense	2021 share based payment expense	Future share based payment to be recognised	Total share based payment
					\$	\$	\$	\$
<b>Director Performance Rights</b>	29/11/18	29/11/21	£0.30	£0.212	77,742	-	-	166,770
	29/11/18	29/11/21	£0.40	£0.200	91,737	-	-	157,307
	29/11/18	29/11/21	£0.50	£0.189	92,133	3,273	-	148,772
	29/11/18	29/11/21	£0.60	£0.180	79,359	16,262	-	141,370
	29/11/18	29/11/21	£0.70	£0.170	69,646	23,977	-	133,583
	29/11/18	29/11/21	£0.80	£0.161	62,537	28,363	-	126,610
	29/11/18	29/11/21	£0.90	£0.154	57,586	30,840	-	121,153
	29/11/18	29/11/21	£1.00	£0.147	52,874	32,504	-	115,282
	29/11/18	29/11/21	£1.25	£0.132	99,090	75,536	-	230,398
	29/11/18	29/11/21	£1.50	£0.118	127,487	111,115	-	310,008
	29/11/18	29/11/21	£2.00	£0.099	134,119	133,752	2,565	345,192
<b>Key Management Personnel Performance Rights</b>	03/09/18	03/09/21	£0.30	£0.213	21,037	-	-	86,097
	03/09/18	03/09/21	£0.40	£0.200	33,418	-	-	81,158
	03/09/18	03/09/21	£0.50	£0.190	37,761	-	-	76,824
	03/09/18	03/09/21	£0.60	£0.180	39,356	-	-	72,707
	03/09/18	03/09/21	£0.70	£0.170	35,711	3,805	-	68,787
	03/09/18	03/09/21	£0.80	£0.160	32,237	6,782	-	65,443
	03/09/18	03/09/21	£0.90	£0.150	29,392	8,834	-	62,317
	03/09/18	03/09/21	£1.00	£0.150	27,126	10,302	-	59,662
	03/09/18	03/09/21	£1.25	£0.130	50,564	26,663	-	118,672
	03/09/18	03/09/21	£1.50	£0.120	65,540	41,366	-	160,629
	03/09/18	03/09/21	£2.00	£0.100	69,136	53,458	-	179,263

There were no performance rights issued to Directors and other key management personnel during the year ended 30 June 2021 (30 June 2020: Nil).

**Directors' Report (continued)**
**Remuneration report (continued)**
7. Equity instruments disclosures (continued)

Name	Value of options granted / modified during 2021	Value of options lapsed during 2021	Value of options exercised during 2021	Value of performance rights 2021	Remuneration consisting of IronRidge Resources Ltd options/performance rights for 2021
	\$	\$	\$		%
<b>Directors</b>					
Neil Herbert	-	-	-	-	-
Vincent Mascolo	-	185,146	-	455,621	46%
Stuart Crow	-	-	-	-	-
Kieran Daly	-	-	-	-	-
Tetsunosuke Miyawaki	-	-	-	-	-
Christelle van der Merwe	-	-	-	-	-
Nicholas Mather	-	-	-	-	-
Alistair McAdam	-	-	-	-	-
<b>Other Key Management Personnel</b>					
Lennard Kolff <sup>1</sup>	1,763	269,614	-	151,210	24%
Amanda Harsas	279,639	-	-	-	64%
Karl Schlobohm	-	-	25,129	-	-
Priy Jayasuriya	-	25,129	-	-	-
<b>Total</b>	<b>281,402</b>	<b>479,889</b>	<b>25,129</b>	<b>606,831</b>	

<sup>1</sup> On 25 January 2019, 600,000 options previously granted to Mr Kolff were exercised via a 21-month interest free non-recourse company funded loan. For accounting purposes this exercise has been treated as a modification to the options originally issued.

## Directors' Report (continued)

### Remuneration report (continued)

#### 7. Equity instruments disclosures (continued)

##### *Shares issued on exercise of remuneration options*

There were no options exercised during the year that were previously granted as remuneration (2020: \$0).

##### *Additional disclosures relating to key management personnel*

#### **Shareholdings**

	Balance 1 July 2020	Granted as Compensation	Options Exercised	Warrants Exercised capital raising program	Net Change Other	Balance 30 June 2021
<b>Directors</b>						
Neil Herbert	1,677,143	-	-	338,572	450,000	2,465,715
Vincent Mascolo	15,000,000	-	-	500,000	450,000	15,950,000
Stuart Crow	-	-	-	-	-	-
Kieran Daly	-	-	-	-	-	-
Tetsunosuke Miyawaki	-	-	-	-	-	-
Christelle van der Merwe <sup>1</sup>	-	-	-	-	-	-
Nicholas Mather <sup>2</sup>	2,290,314	-	-	-	(2,290,314)	-
Alistair McAdam <sup>3</sup>	-	-	-	-	-	-
<b>Other Key Management Personnel</b>						
Lennard Kolff	2,009,129	-	-	35,715	-	2,044,844
Amanda Harsas <sup>4</sup>	-	-	-	-	161,871	161,871
Karl Schlobohm <sup>5</sup>	714,154	-	-	35,922	(750,076)	-
Priy Jayasuriya <sup>6</sup>	91,429	-	-	-	(91,429)	-
<b>Total</b>	<b>21,782,169</b>	<b>-</b>	<b>-</b>	<b>910,209</b>	<b>(2,069,948)</b>	<b>20,622,430</b>

<sup>1</sup>Christelle van der Merwe was appointed 22 December 2020

<sup>2</sup>Nicholas Mather retired 28 June 2021

<sup>3</sup>Alistair McAdam retired 30 November 2020

<sup>4</sup>Amanda Harsas was appointed Chief Financial Officer 16 November 2020 and Company Secretary 1 February 2021

<sup>5</sup>Karl Schlobohm retired as Company Secretary 31 January 2021

<sup>6</sup>Priy Jayasuriya retired as Chief Financial Officer 10 November 2020

“Net Change Other” above includes the balance of shares held on appointment/resignation, and shares acquired and disposed for cash.

There were no shares held nominally at 30 June 2021 (2020: nil).

## Directors' Report (continued)

### Remuneration report (continued)

#### Option/warrant holdings

Current Year	Balance 1 July 2020	Options Granted as compensation	Exercised	Lapsed	Changed	Balance 30 June 2021	Vested at at the end of the year	Vested and exercisable at the end of the year
<b>Directors</b>								
Neil Herbert	3,338,572	-	(338,572)	-	-	3,000,000	3,000,000	3,000,000
Vincent Mascolo	20,000,000	-	(500,000)	(4,000,000)	-	15,500,000	15,500,000	15,500,000
Stuart Crow	750,000	-	-	-	-	750,000	750,000	750,000
Kieran Daly	750,000	-	-	-	-	750,000	750,000	750,000
Tetsunosuke Miyawaki	750,000	-	-	-	-	750,000	750,000	750,000
Christelle van der Merwe	-	-	-	-	-	-	-	-
Nicholas Mather <sup>1</sup>	750,000	-	-	-	(750,000)	-	-	-
Alistair McAdam <sup>2</sup>	750,000	-	-	-	(750,000)	-	-	-
						-	-	-
<b>Other Key Management Personnel</b>								
Lennard Kolff	15,535,715	-	(35,715)	(3,000,000)	-	12,500,000	12,500,000	12,500,000
Amanda Harsas	-	2,500,000	-	-	-	2,500,000	2,500,000	2,500,000
Karl Schlobohm	785,922	-	(785,922)	-	-	-	-	-
Priy Jayasuriya	785,715	-	-	(785,715)	-	-	-	-
<b>Total</b>	<b>44,195,924</b>	<b>2,500,000</b>	<b>(1,660,209)</b>	<b>(7,785,715)</b>	<b>(1,500,000)</b>	<b>35,750,000</b>	<b>35,750,000</b>	<b>35,750,000</b>

<sup>1</sup>Nicholas Mather retired 28 June 2021 with 750,000 options

<sup>2</sup>Alistair McAdam retired 30 November 2020 with 750,000 options

There were no options held nominally at 30 June 2021 (2020: nil).

**Directors' Report (continued)**

**Remuneration report (continued)**

**Performance Right holdings**

	Balance 1 July 2020	Granted as Compensation	Net Change Other	Balance 30 June 2021
<b>Directors</b>				
Neil Herbert	-	-	-	-
Vincent Mascolo	8,100,000	-	-	8,100,000
Stuart Crow	-	-	-	-
Kieran Daly	-	-	-	-
Tetsunosuke Miyawaki	-	-	-	-
Christelle van der Merwe	-	-	-	-
Nicholas Mather	-	-	-	-
Alistair McAdam	-	-	-	-
<b>Other Key Management Personnel</b>				
Lennard Kolff	4,050,000	-	-	4,050,000
Amanda Harsas	-	-	-	-
Karl Schlobohm	-	-	-	-
Priy Jayasuriya	-	-	-	-
<b>Total</b>	<b>12,150,000</b>	<b>-</b>	<b>-</b>	<b>12,150,000</b>

There were no performance rights held nominally at 30 June 2021 (2020: nil).

**Loans to Key Management Personnel**

There were no loans to Directors or other key management personnel during the year.

**Other Transactions with Key Management Personnel**

There were no other transactions or balances with key management personnel during the period.

**(End of Remuneration Report)**

## Directors' Report (continued)

### Directors' Meetings

The number of meetings of Directors held during the year and the number of meetings attended by each Director was as follows:

	Board		Audit		Nomination and Remuneration	
	Number of meetings held while in office	Meetings attended	Number of meetings held while in office	Meetings attended	Number of meetings held while in office	Meetings attended
Neil Herbert	9	9	2	2	1	1
Vincent Mascolo	9	9	N/A	N/A	N/A	N/A
Stuart Crow	9	8	2	2	1	1
Kieran Daly	9	8	N/A	N/A	1	1
Tetsunosuke Miyawaki	9	9	N/A	N/A	N/A	N/A
Christelle van der Merwe	9	6	N/A	N/A	N/A	N/A
Nicholas Mather	9	0	N/A	N/A	N/A	N/A
Alistair McAdam	5	5	2	2	N/A	N/A
Tsuyoshi Ueda	9	0	N/A	N/A	N/A	N/A
Frans Olivier	9	0	N/A	N/A	N/A	N/A
Holly Waldeck	4	2	N/A	N/A	N/A	N/A

### Indemnification and insurance of Directors, Officers and Auditor

Each of the Directors and Secretary of the Company has 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. The Company has insured all of the Directors. The contract of insurance prohibits the disclosure of the nature of the liabilities covered and amount of the premium paid. The Corporations Act does not require disclosure of the information in these circumstances.

The Company has not indemnified or insured its auditor.

### Options and Warrants

There were 38,344,928 shares issued as a result of the exercise of options and warrants (2020:nil) during the year ended 30 June 2021.

Subsequent to 30 June 2021 and up to the date of this report, the Company issued 750,000 ordinary shares as a result of options being exercised.

At the date of this report, the unissued ordinary shares of IronRidge Resources Limited under option and warrants are as follows:

Grant date	Date of Expiry	Exercise Price	Number under Option/Warrants
25 June 20	24 June 22	£0.12	18,000,000
25 June 20	24 June 22	£0.12	1,444,714
4 May 21	4 May 22	£0.30	1,351,500
8 April 21	8 April 23	£0.30	3,500,000
17 August 21	18 August 23	£0.30	7,000,000
17 August 21	18 August 23	£0.40	9,000,000
17 August 21	18 August 23	£0.50	11,000,000

**Directors' Report (continued)**
**Performance Rights**

At the date of this report, the unissued ordinary shares of IronRidge Resources Limited under performance rights are as follows:

Grant date	Expiry date	Maturity Price	Number under Performance Rights
17-Aug-21	18-Aug-23	£0.30	675,000
17-Aug-21	18-Aug-23	£0.35	675,000
17-Aug-21	18-Aug-23	£0.40	675,000
17-Aug-21	18-Aug-23	£0.45	675,000
17-Aug-21	18-Aug-23	£0.50	675,000
17-Aug-21	18-Aug-23	£0.55	675,000
17-Aug-21	18-Aug-23	£0.60	675,000
17-Aug-21	18-Aug-23	£0.65	675,000
17-Aug-21	18-Aug-23	£0.70	1,500,000
17-Aug-21	18-Aug-23	£0.75	2,250,000
17-Aug-21	18-Aug-23	£1.00	3,000,000

**Significant Events after the Reporting Date**

On 1 July 2021 the Group announced it had entered into a conditional binding and definitive agreements with Piedmont Lithium Inc. to fully fund and fast track development of the Ewoyaa Lithium Project in Ghana for US\$102m. Funding will be by a subscription in IronRidge shares for £10.8m (c. US\$15m) at 20 pence per share, regional exploration and advancing the project to definitive feasibility study US\$17m and to production with full capex spend of US\$70m. Piedmont and IronRidge entered into a binding offtake agreement for 50% of the Cape Coast Lithium Portfolio's life of mine spodumene concentrate.

On 19 July 2021, 750,000 fully paid ordinary shares were issued following the exercise of options at £0.12.

On 17 August 2021, the Company passed a resolution at an Extraordinary General Meeting to issue and allot 54,000,000 Subscription Shares. The subscriptions shares will be fully paid ordinary shares and issued to Piedmont Lithium Ghana Holdings Inc. at £0.20 per Share, raising £10,800,000. The Subscription Shares will be escrowed for a period, which is the earlier of:

- 12 months from the issue of the Subscription Shares; and
- Completion of expenditure of the Initial Interest Exploration and Minimum Amount (as defined in the binding and definitive agreements).

On 17 August 2021, 12,150,000 Performance Rights were granted, and 27,000,000 unlisted Options were issued to Directors and other key management personnel. The existing 12,150,000 Performance rights and 20,000,000 unlisted options were cancelled.

On 31 August 2021 the conditions precedent to the execution of the binding agreement with Piedmont Lithium Inc. were satisfied to fully fund and fast track the Company's Ewoyaa Lithium Project through to production for US\$102m. The Group allotted and issued a total of 54,000,000 new ordinary shares to Piedmont at the Issue Price of 20p per Subscription Share (£10.8m; c. US\$15m) and Piedmont committed a further £0.72m (c. US\$1m) via placing of a further 2,880,000 shares at 25p. On admission of the Subscription and Placing Shares this increased Piedmont's ownership to 9.91% of the Group.

On 2 September 2021, the Group reported on additional broad and high-grade lithium pegmatite drill intersections at new targets adjacent to the Ewoyaa Lithium Project where the Company has defined a JORC compliant mineral resource estimate of 14.5Mt at 1.31% Li<sub>2</sub>O in the inferred and indicated category, including 4.5Mt at 1.39% Li<sub>2</sub>O in the indicated category in Ghana, West Africa. RC resource extension drilling now completed for a total 25,612m in 205 holes; assay results reported for an additional 6,921m of the current programme.

On 14 September 2021, the Group reported final high-grade lithium pegmatite drill intersections at new targets adjacent to the Ewoyaa Lithium Project. All assay results now reported for the resource expansion drilling programme with the remaining 5,443m of drilling reported.



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**Directors' Report (continued)**

The Directors are not aware of any other significant changes in the state of affairs of the Group or events after the reporting date that would have a material impact on the consolidated financial statements.

**Non-audit Services**

There were no non-audit services provided by the entity's auditor BDO Audit Pty Ltd and its overseas affiliates during the current year.

**Auditor's Independence Declaration**

The Auditor's Independence Declaration forms part of the Directors' Report and can be found on page 40.

Signed in accordance with a resolution of Directors:



Vincent Mascolo  
Managing Director

Sydney

Date: 30 September 2021

## ANNUAL REPORT CORPORATE GOVERNANCE SUMMARY

Full details are available in the Corporate Governance Section of the Company's website.

### Chairman's Statement - 2021

As the Chairman of IronRidge, I am responsible for the leadership of the Board of Directors, for the efficient organisation and conduct of that Board's functioning, and for the briefing of all Directors in relation to issues arising at Board meetings. I am also ultimately responsible for shareholder communication and feedback, arranging Board performance evaluation, and setting the tone for Board's approach to Corporate Governance matters. I work closely with Managing Director Vincent Mascolo, and I have access to the Company Secretary as a resource for the administration and conduct of these matters.

Whilst continually maturing, IronRidge essentially remains a junior mining industry mineral exploration company. From a practical viewpoint, this means that the Company is yet to reach the stage where it is earning revenue, employing a large workforce, expending large sums of money on capital works or undertaking development and / or mining works on land owned by third-parties. Accordingly, the Company's adoption of, and reporting against, the QCA's Corporate Governance framework reflects the current status of its lifecycle and its characterisation as a growth company. In this regard, whilst the Company has largely adopted the QCA's principles, it considers that some of the principles and associated reporting requirements may not yet be appropriate for the Company to adopt.

As Chairman, it is my intention to continue to review IronRidge's approach to Corporate Governance as it evolves from junior explorer to project development company. As I have previously noted, this evolution will require more rigour to be applied to the Company's internal and external policies and procedures as project and capital expenditures, levels of community and governmental engagement, personnel numbers, and asset values all increase over time.

### The QCA's Ten Principles as Adopted by the Company

#### Principle 1 - Promote Long-term Value for Shareholders

IronRidge Resources is an AIM-listed mineral exploration company predominantly focused on frontier assets in various African jurisdictions. The Company's corporate strategy is to create and sustain shareholder value through the discovery of globally demanded mineral commodities. Specifically, the Company is aiming to:

- build a diversified portfolio of predominantly gold and lithium projects in frontier pro-mining jurisdictions within Africa;
- successfully explore the project portfolio aiming for the discovery of commercially material deposits;
- define resources to internationally recognized JORC standards;
- illustrate the metallurgy of the Company's owned assets with the aim of demonstrating the ability to upgrade to saleable product; and
- obtain the mineral rights, licenses and mining-related permits for the discovery of mineral resources, and demonstrate a viable approach towards their economic extraction, transportation and sale on the global market utilizing the combined skills and experience of the Company's Board and management team.

Mindful of the need to ensure the Company's operations are conducted to comply with all internal systems of control, accountability and safeguards, and in order to ensure all personnel act with honesty, integrity and fairness when dealing with communities, land holders, business partners, suppliers, potential customers, industry participants, governments, regulators, shareholders and fellow employees, the Board established a Social and Ethics Committee during 2018. This Committee's responsibilities have been dealt with by the Company's Executive Committee and is incorporated into the board meeting. The Executive Committee members are Neil Herbert, Vincent Mascolo, Len Kolff and Amanda Harsas.

#### Principle 2 - Addressing Shareholder Needs and Expectations

The Company currently has a relatively modest number of shareholders, and at least 75% of the Company's shares are currently held by the Top 20 holders. These shareholders are known to the Board and the Company's Executive Management. However, the Company has also undertaken a number of beneficial shareholder searches in order to understand the make-up of its register for communication and engagement purposes.

IronRidge regularly engages with shareholders through attendance at resource conventions and similar industry functions, together with non-deal roadshows to engage with institutional shareholders, brokers, analysts and potential investors. Feedback garnered from these processes is discussed at Executive and Board level to ensure investor expectations are consistently understood. The Company also engages in investor events and webinars, providing the opportunity to engage with and answer the questions of private investors. The Company team is contactable by all investors and is open and available to answer any queries. Each RNS contains a list of contact points for the Company, its broker, its NOMAD and its external Public Relations firm.

Conference and investor presentations, including videos where applicable, are made available on the Company's website and via its newsletter service. The Company operates a Twitter account and has a free newsletter subscription page available to all interested parties on its website.

### Principle 3 - Accounting for Stakeholder and Social Responsibilities

The Company remains committed to being a responsible global citizen and sensitive to the needs and expectations of governments, communities and other stakeholders in the countries and local communities in which it operates. At this stage the Company is largely a greenfields exploration company, so the footprint of its physical activities is presently modest and almost immediately rectified (eg. trenching is re-filled, drill holes re-covered, etc). Furthermore, the Company's major projects are typically located in areas of little to no vegetation, no fauna, and a sparse human population. Where applicable, disturbed vegetation areas are rehabilitated utilising with our ongoing revegetation programs and in-house nurseries.

However, mindful of its continual evolution towards becoming a project development company, during 2018 the Board established a Social and Ethics Committee which reports to the full Board. The aim of the Committee is to ensure the observance of good Corporate Governance and human rights practices by the Company. The Company also has a Corporate and Social Responsibility Policy (as detailed on the CSR page of its website). The Company takes pride in providing equal opportunities for employment across the various jurisdictions in which it operates.

### Principle 4 - Embedded and Effective Risk Management

The majority of the risks and uncertainties facing the Company were identified and addressed in the Company's February 2015 Aim Admission Document, a copy of which is available on the Company's website (AIM Rule 26 Information). Specifically, those risks were outlined on pages 47 to 65 of that document.

The Board and the Company's management adopt a conservative approach to the management of the risks facing the Company, having regard to the present size and scale of its operations. As outlined in the Chairman's Statement, the Company is yet to reach the stage where it is earning revenue, employing a large workforce, expending large sums of money on capital works or undertaking development and / or mining works on land owned by third-parties. However, the Company utilizes the following framework in the measurement and management of its risks:

- Board and Executive Appointments;
- Structured Board Reporting;
- Comprehensive Insurance Program;
- Location Control and Conduct;
- Site Visits;
- Documented Risk Management Practices and Policies.

#### Financial Risk Management and Internal Control

The Board, in conjunction with the Company's Executive Management, identifies and appraises risks, maintains control and direction over appropriate strategic, financial and organizational structure matters, with defined lines of responsibility and delegation limits established. The Board has overall responsibility for ensuring that the Company maintains a system of internal controls and for monitoring their effectiveness to provide reasonable assurance regarding the reliability of the Company's financial reporting. The Company's Audit Committee meets with the Company's external audit firm at least twice a year to discuss the Company's system of internal controls and management practices.

The Board considers the following to be the key internal control procedures established within the Company:

- the operation of authorization procedures;
- the operation of dual banking authorities;
- the appropriate segregation of duties;
- clearly defined and delegated responsibilities;
- the close involvement of Senior Executives across day to day activities;
- the setting of detailed budgets and the monitoring and reporting against same;
- the operation of the Company's Audit Committee; and
- the establishment of a Whistleblower Policy, which includes the acceptance of anonymous reports.

The Board considers a significant failing to be any item that would lead to a material misstatement within the Company's financial reports. The Company's Audit Committee discusses the level of materiality with the Company's external audit firm, and any errors or misstatements within the financials (whether material or not) are discussed to review any implications for the system of internal controls and management verification procedures outlined above.

### Operational and Project Risk Management

Risk management is the driver for how the Company does business and dictates requirements to design, plan and adequately respond to internal and external events. This ensures that proper incident response, and effective monitoring can be implemented to minimise anticipated risks and reduce harm and disruption to people, environment and the Company's operations.

The health of the Company's people, and the communities in which it works, has been IronRidge's priority in working through the COVID-19 crisis. It remains the main consideration, along with Governmental requirements, community concerns and health advice for planning the recommencement of operations in certain jurisdictions. The plan incorporates the identification, assessment and minimisation of risks, and addresses any concerns and requirements that have been identified through consultation between the IronRidge management team and key stakeholders from communities in which we operate, or through which we traverse, other affected community groups, local and state government, health advisors and employees and contractors. The plans are reassessed and will continue to be reassessed with new information as it comes available.

### **Principle 5 - Maintenance of Board Function and Balance**

The Board is responsible to the Company's shareholders for its strategy, direction, values and ultimately, its long-term success. The Board sets the Company's strategic objectives and determines the risk appetite and control framework within which those objectives are achieved. The Board also provides leadership and direction for the Company's Executive Management and broader workforce, ensuring that the necessary resources are in place to enable delivery of the Company's objectives. The Board oversees the Company and its business within an agreed governance structure to deliver long-term shareholder value.

The Board currently consists of one Managing Director and five Non-Executive Directors. Of the Non-Executive Directors, Mr Neil Herbert and Mr Stuart Crow are both considered to be independent. The reasons are outlined in full within the full Corporate Governance Statement on the Company's website.

Neil Herbert holds 2,465,715 Ordinary Shares in the Company, representing approximately 0.5 per cent of the issue Share Capital of the Company and 3,000,000 unlisted options exercisable at 12p each through to 24 June 2022 (as approved by shareholders at the Company's General Meeting of 25 June 2020).

The Company believes that Neil Herbert has demonstrated a strong independence of character and judgement since his appointment to the Board on 12 February 2015, and continues to do so. He provides financial counsel, Corporate Governance expertise and AIM experience to the Board, and has shown a willingness to question and challenge the Company's Directors, particularly the Executive Directors, on a constructive and objective basis and in a meaningful way. The Board firmly believes that Neil Herbert will not allow either his shareholding or options to influence his independence and the advice he will provide to the Board and the Board committees of which he is a member.

Stuart Crow currently holds no Ordinary Shares or unlisted raising warrants in the Company, but holds 750,000 unlisted options exercisable at 12p each through to 24 June 2022 (as approved by shareholders at the Company's General Meeting of 25 June 2020).

The Company believes that Stuart Crow has demonstrated a strong independence of character and judgement since his appointment to the Board on 1 February 2013, and continues to do so. He acts as the Chair of the Company's Audit & Risk Management Committee, and demonstrates a clear and independent view of the Company's financial affairs. Furthermore, he is not aligned with any of the Company's significant shareholders, and has demonstrated a willingness to question and challenge the Company's Directors, including those representatives of the significant shareholders, in an objective fashion. The Board firmly believes that Stuart Crow will not allow his holding of options to influence his independence and the opinions he will provide to the Board and the Audit & Risk Committee, which he chairs.

The Managing Director is essentially engaged on a full-time basis by the Company. As part of the interview and appointment process, Non-Executive Directors are required to confirm that they have sufficient time available to dedicate to the performance of their duties and to discharge their responsibilities to the Company.

The terms of appointment for each of the Company's Directors is set out under a Letter of Appointment, which contains, amongst other things, the requirement for Directors to attend:

- all Director's Board and Strategy Meetings;
- all shareholder's Meetings;
- any special Board or other meeting that may be convened (including committee meetings of which the Director is a member); together with
- time required to liaise with fellow Directors.

During the period 1 July 2020 to 30 June 2021, there were 9 Board Meetings. Directors' attendance at Board and Committee meetings which they were eligible to attend during this period is as outlined on page 31 of this Annual Report.

#### *Dealing with Potential Conflicts of Interest*

Where a particular transaction or matter to be resolved by the Board may involve a potential conflict of interest of one or more of the Directors, those parties recuse themselves from deliberation and voting on the matter. In some instances, the disinterested Directors may consent to the attendance of the interested Director(s), and their participation in any discussion of the matter to be resolved, in order to have all views considered ahead of the matter being separately resolved by the disinterested Directors.

### **Principle 6 - Appropriate Mix of Skills and Experience at Board Level**

#### Board Skills Matrix

Maintaining a balance of experience and skills is an important factor in the Company's Board composition. The Board is currently comprised of seasoned industry professionals (as detailed on Pages 5-7 of this Annual Report) with combined qualifications, skills and experience as outlined below.

#### Summary Board Skills Matrix

The Company considers the current Board of Directors to provide the following matrix of skills:

- Publicly-listed, junior mining industry corporate experience;
- Mineral exploration and resource definition and development expertise;
- Capital raising expertise and experience;
- Corporate strategy development expertise;
- Financial management and financial accounting experience;
- Contract management experience;
- Exploration and mining joint venture and farm-in experience;
- Human resource management experience;
- OH&S management experience;
- Corporate M&A experience;
- Investor communication and presentation expertise;
- Ore mining and production expertise; and
- Commodity marketing and global trading expertise.

The Board of IronRidge is mindful of the need to review its skills and capabilities as the Company continues to expand and grow its operations, and will consider adding further relevant skills to the Board in due course via training and / or the appointment of additional Directors.

#### Maintenance of Directors' Skillset

The Company encourages and recommends each of its Directors to attend relevant external seminars, conferences and educational programs for expanding their knowledge base and professional skills. Where practical, Directors are also encouraged to attend international resource conferences where the Company has a presence or is presenting. In this way Directors are available to meet with any shareholders, potential investors, business partners, governmental officials, other industry participants and follow any relevant regulatory, technological and / or commercial developments.

### Company Secretary

The Company Secretary is available as a resource to all Directors, but particularly the Chairman, and is responsible for all matters to do with the proper functioning of the Board. Each Director is entitled to access the advice and services of the Company Secretary as required.

The Company Secretary is a Chartered Accountant and the Chief Financial Officer of IronRidge Resources Limited with over 25 years' experience across a wide range of industries.

### **Principle 7 - Evaluation of Board Performance**

The Board will continue to regularly review and monitor its composition and performance having regard to the evolving complexity of the Company's activities and operations, and make changes as appropriate. The Company is in the process of establishing the criteria against which its performance and effectiveness will be measured and how frequently evaluations of the Board and the Board Committees will take place. These matters will be reported on in the future.

### **Principle 8 - Corporate Culture Based on Ethical Values and Behaviours**

The Company was listed on the AIM market operated by the London Stock Exchange in February of 2015. At that time, the Company had a Share Dealing Code and an Anti-Bribery Corruption Policy. Since that time the Company has updated its Share Dealing Code to be compliant with the European Union's Market Abuse Regulations introduced in 2016 and adopted a Corporate Social Responsibility Policy (as outlined above under Principle 3). These documents are set out in full in the Corporate Governance Section of the Company's website.

In parallel with the adoption of the QCA Corporate Governance Principles, the Company has instituted a Code of Conduct applicable to all employees and Board members, as outlined in the Corporate Governance Section of the Company's website.

During 2018, the Board established a Social and Ethics Committee to ensure the adoption and maintenance of good Corporate Governance practices by the Company, ensure the Company's observance of international human rights, monitor and guide the Company's environment, health and safety record, and its promotion of equal opportunity and anti-corruption practices. The role and objectives of the Committee are outlined in further detail in the Corporate Governance section of the Company's website.

In December 2019, the Company adopted a Whistleblower Policy, providing staff, contractors and other stakeholders to report matters of concern (including anonymously) via a formal process.

### **Principle 9 - Maintenance of Governance Structures and Processes**

The Chairman of the Company is ultimately responsible for the approach taken to the adoption, review and maintenance of Corporate Governance standards by the Board, management and personnel. The Chairman is assisted by the Managing Director and the CFO in the maintenance and management of Corporate Governance and risk management standards from an operational perspective throughout the Company, and is also assisted from a policy and documentation perspective by the Company Secretary.

The Company also has a comprehensive Corporate Governance framework and documentation, with full details available on the Company's website. In addition to a comprehensive Corporate Governance Statement, the Company's website contains the following documents and policies:

- Corporate Code of Conduct;
- Matters Reserved for the Board of Directors;
- MAR Compliant Share Dealing Code;
- Anti-Bribery and Corruption Policy;
- Assessing the Independence of Directors Policy;
- Social Media Policy;
- Whistleblower Policy;
- Audit & Risk Management Committee Charter;
- Remuneration & Nominations Committee Charter;
- Social & Ethics Committee Charter;
- Executive Committee Charter.

**Principle 10 - Communications with Shareholders and Other Stakeholders**

IronRidge regularly engages with its existing shareholders and potential new investors through attendance at resource conventions and similar industry functions. Furthermore, the Company frequently undertakes non-deal roadshows to engage with institutional shareholders, brokers, analysts and potential investors. Feedback garnered from these processes is discussed at Executive and Board level to ensure investor expectations are consistently understood. The Company also engages in investor events and webinars, providing the opportunity to engage with and answer the questions of private investors.

The Company publishes numerous internal and external contact points at the end of each of its market releases to facilitate contact from the retail market. Conference and investor presentations, including videos where applicable, are made available on the Company's website and via its newsletter service. The Company operates a Twitter account and has a free newsletter subscription page available to all interested parties on its website.

The Company's website contains information available to all shareholders, potential investors and interested stakeholders, including Key Securityholder Information, the Company's Constitutional documents, a range of its Corporate Policies and Meeting Materials for the Company's last five (5) Annual General Meetings. The results of each shareholder meeting are released to the market following the conduct of the meeting, and include in tabular form, all of the proxy votes received in relation to each resolution put to the meeting.

The Company has a Social Media Policy, which is available on the Company's website in the Corporate Governance area.

**Committee Reports**Audit Committee

During the 2020 /21 year the Audit Committee undertook the following activities:

- met with the Company's external audit firm BDO Audit Pty Ltd to discuss the audit of the Company's 30 June 2021 Financial Statements and the issues arising therefrom;
- reviewed the Balance Sheet carrying value of the Company's exploration and evaluation assets;
- reviewed the Company's accounting policies and treatment of project acquisition costs and share-based payments;
- reviewed related party transactions and disclosures;
- reviewed the Review of Operations, Remuneration Report and Significant Events After Reporting Date as disclosed in the Company's Annual Report and Half-yearly Financial Report;
- reviewed all other disclosures within the Company's Annual Report and Half-yearly Financial Report.

The audit committee members are currently Kieran Daly (Chairman), Neil Herbert and Stuart Crow.

Remuneration & Nominations Committee

During the last 12 months the Remuneration Committee met to review Executive Management performance, remuneration arrangements, and to consider the realignment of the managerial incentive scheme. The committee consists of Stuart Crow (Chairman), Neil Herbert and Kieran Daly.

Social & Ethics Committee

The Committee is established to assist the Board with the oversight of social and ethical matters and in ensuring that the Group is, and remains, a committed socially responsible corporate citizen. The commitment to sustainable development involves ensuring that the Company conducts business in a manner that meets existing needs without knowingly compromising the ability of future generations to meet their needs. The Committee's primary role is to supplement, support, advise and provide guidance on the effectiveness or otherwise of management's efforts in respect of social and ethics, transformation and sustainable development-related matters.

During the last 12 months, the Committee's responsibilities have been dealt with by the Company's Executive Committee (Neil Herbert, Vincent Mascolo, Len Kolff and Amanda Harsas) and any issues are discussed and reported to the full Board of Directors

**Auditor's Independence Declaration**

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**DECLARATION OF INDEPENDENCE BY R M SWABY TO THE DIRECTORS OF IRONRIDGE RESOURCES LIMITED**

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

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of IronRidge Resources Limited and the entities it controlled during the year.

A handwritten signature in black ink, appearing to read 'R M Swaby', written in a cursive style.

**R M Swaby**  
Director

**BDO Audit Pty Ltd**

Brisbane

30 September 2021

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO Australia Ltd ABN 77 050 110 275, an Australian company limited by guarantee. BDO Audit Pty Ltd and BDO Australia Ltd are members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.



## INTEREST IN TENEMENTS

As at the date of this report, the Group has an interest in the following tenements.

Tenement Number	Tenement Name	Principal Holder	Grant Date / Application Date	Expiry Date	Term
<b>Granted Tenements</b>					
<b>Australia</b>					
EPM 16260	Cadarga Two <sup>1</sup>	Eastern Exploration Pty Ltd	12.06.21	11.06.23	2 years
EPM 16261	Cadarga One <sup>1</sup>	Eastern Exploration Pty Ltd	28.05.21	27.05.23	2 years
<b>Ghana</b>					
PL3/67	Apam East	Obotan (JV MODA Minerals Limited)	27.06.19	26.06.22	3 years
PL3/92	Apam West	Obotan (JV MODA Minerals Limited)	21.08.19	20.08.22	3 years
RL 3/55	Mankessim	Barari (JV Charger Minerals Pty Ltd)	23.03.21	22.03.24	3 years
PL3/102	Saltpond	Joy Transporters Ltd (100% IRR)	21.08.19	20.08.22	3 years
PL3/109	Mankessim South	Green Metals Resources Ltd (100% IRR)	19.02.20	18.02.23	3 years
	Senya Braku	Green Metals Resources Ltd (100% IRR)	10.05.16	Application	
	Winneba North	Merlink Resources Ltd (JV MODA Minerals Ltd)	19.08.16	Application	
	Winneba South	Merlink Resources Ltd (JV MODA Minerals Ltd)	19.08.16	Application	
	Mankwadzi	Obotan Minerals Company Ltd (JV MODA Minerals Ltd)	19.03.18	Application	
	Cape Coast	Joy Transporters Ltd (100% IRR)	28.09.16	Application	
<b>Ivory Coast</b>					
Decret 2014-103, PR417	Bianouan	Matilda Minerals SARL (100% IRR)	12.03.20	11.03.23	3 years
Decret 2014-149, PR416	Bodite	Scope Resources SARL (100% IRR)	26.03.20	25.03.23	3 years
Decret 2014-397, AP109	Adzope*	Enchi Proci SA (JV UHITSA Minerals SARL)	16.07.17	15.07.18	1 year
Decret 2018-396, PR807	Vavoua North	Booster Minerals (100% IRR)	11.04.18	10.04.22	4 years
Decret 2017-791, PR806	Marahui	Boxworx Minerals SARL (JV EGR SARL)	16.11.17	15.11.21	4 years
Decret 2018-101, PR809	Vavoua South	Marlin Minerals SARL (100% IRR)	12.03.18	11.03.22	4 years
Decret 2016-135, PR589	Kineta North*	Gail Exploration CI SARL (JV PITA Minerals SARL)	09.03.16	08.03.20	4 years
Decret 2019-186 PR830	Zaranou	GeoServices/Atlas Resources (JV Harrier Minerals SAL)	06.03.19	05.03.23	4 years
Decret 2014 - 632, PR803	Gboghue	CAPRI Metals SARL (100% IRR)	25.06.20	24.06.24	4 years
	Rubino	Khaleesi Resources SARL (100% IRR)	20.10.16	Application	
	Agboville	Khaleesi Resources SARL (100% IRR)	20.10.16	Application	
	Kineta South	DIVO Minerals SARL (JV EGR SARL)	28.04.17	Application	
	Bouna East	Hard Yard Metals SARL (JV KME SARL)	28.04.17	Application	
<b>Chad</b>					
Arrete 161-PR-PM-MPM-SG-DGTM-2020	Echbara	Tekton Minerals Pte Ltd	06.10.20	05.10.24	4 years
Arrete 163-PR-PM-MPM-SG-DGTM-2020	Dorothe	Tekton Minerals Pte Ltd	06.10.20	05.10.24	4 years
Arrete 162-PR-PM-MPM-SG-DGTM-2020	Am Ouchar	Tekton Minerals Pte Ltd	06.10.20	05.10.24	4 years
Arrete 034-PR-PM-MMDICPSP-SG-DGG-DRGCM-19	Nabagay	Tekton Minerals Pte Ltd	23.03.18	22.03.22	4 years

1. The Australian tenures will be relinquished in the financial year ended 30 June 2022 and has been written down to zero value at 30 June 2021.

\* Renewal applications have been submitted to the various mining departments of the relevant Governments and the Group has no reason to believe the renewals will not be granted.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**  
 For the year ended 30 June 2021

	Notes	2021 \$	2020 \$
<b>Interest and other income</b>	2	56,056	43,989
Administration and consulting expenses		(2,195,501)	(2,770,782)
Depreciation		(12,024)	(7,211)
Employee benefits expenses		(648,579)	(592,728)
Exploration written off		(1,000,280)	(131,386)
Legal expenses		(197,096)	(162,071)
Interest expense		(23,872)	(1,531)
Unrealised foreign exchange gains (losses)		443,145	(38,852)
Share based payments	16	(1,000,090)	(2,740,431)
<b>Loss before income tax</b>	3	<b>(4,578,241)</b>	<b>(6,401,003)</b>
Income tax expense	4	(319,300)	(208,127)
<b>Loss for the year</b>		<b>(4,897,541)</b>	<b>(6,609,130)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		(1,359,173)	(44,557)
<i>Items that will not be reclassified to profit or loss</i>			
Change in fair value of financial assets	11	431,164	-
Income tax relating to change in fair value of financial assets	4	(129,349)	-
<b>Total comprehensive loss for the year attributable to the owners of IronRidge Resources Limited</b>		<b>(5,954,899)</b>	<b>(6,653,687)</b>

<b>Loss per share</b>		<b>Cents / share</b>	<b>Cents / share</b>
Basic loss per share	8	(1.1)	(2.0)
Diluted loss per share	8	(1.1)	(2.0)

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

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

	Notes	2021 \$	2020 \$
<b>Current assets</b>			
Cash and cash equivalents	9	19,135,463	7,331,643
Trade and other receivables	10	70,081	399,250
Other current assets		265,028	213,916
<b>Total current assets</b>		<b>19,470,572</b>	<b>7,944,809</b>
<b>Non-current assets</b>			
Other financial assets	11	936,500	186,666
Property, plant and equipment	12	335,254	348,791
Exploration and evaluation assets	13	51,449,462	34,017,466
<b>Total non-current assets</b>		<b>52,721,216</b>	<b>34,552,923</b>
<b>Total assets</b>		<b>72,191,788</b>	<b>42,497,732</b>
<b>Current liabilities</b>			
Trade and other payables	14	3,953,793	2,152,690
<b>Total current liabilities</b>		<b>3,953,793</b>	<b>2,152,690</b>
<b>Total liabilities</b>		<b>3,953,793</b>	<b>2,152,690</b>
<b>Net assets</b>		<b>68,237,995</b>	<b>40,345,042</b>
<b>Equity</b>			
Issued capital	15	102,939,352	70,188,081
Reserves		12,733,303	12,694,080
Accumulated losses	17	(47,434,660)	(42,537,119)
<b>Total equity attributable to owners of IronRidge Resources Limited</b>		<b>68,237,995</b>	<b>40,345,042</b>

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

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For the year ended 30 June 2021

	Issued Capital	Accumulated Losses	Share based payments reserve	Foreign currency translation reserve	Financial assets revaluation reserve	Total Equity
	\$	\$	\$	\$		\$
<b>Balance at 30 June 2019</b>	<b>57,052,711</b>	<b>(35,927,989)</b>	<b>9,839,847</b>	<b>109,954</b>	-	<b>31,074,523</b>
Loss for the year	-	(6,609,130)	-	-	-	(6,609,130)
Other comprehensive loss	-	-	-	(44,557)	-	(44,557)
Total comprehensive loss for the year	-	(6,609,130)	-	(44,557)	-	(6,653,687)
<b>Transactions with owners as owners</b>						
Shares issued during the year	13,620,998	-	-	-	-	13,620,998
Share issue costs	(485,628)	-	48,405	-	-	(437,223)
Share based payments	-	-	2,740,431	-	-	2,740,431
<b>Balance at 30 June 2020</b>	<b>70,188,081</b>	<b>(42,537,119)</b>	<b>12,628,683</b>	<b>65,397</b>	-	<b>40,345,042</b>
Loss for the year	-	(4,897,541)	-	-	-	(4,897,541)
Other comprehensive loss	-	-	-	(1,359,173)	301,815	(1,057,358)
Total comprehensive loss for the year	-	(4,897,541)	-	(1,359,173)	301,815	(5,954,899)
<b>Transactions with owners as owners</b>						
Shares issued during the year	33,798,117	-	-	-	-	33,798,117
Share issue costs	(1,046,846)	-	-	-	-	(1,046,846)
Share based payments	-	-	1,096,581	-	-	1,096,581
<b>Balance at 30 June 2021</b>	<b>102,939,352</b>	<b>(47,434,660)</b>	<b>13,725,264</b>	<b>(1,293,776)</b>	<b>301,815</b>	<b>68,237,995</b>

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

**CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 30 June 2021

		2021	2020
	Notes	\$	\$
<b>Cash flows from operating activities</b>			
Payments to suppliers and employees (including GST)		(2,833,379)	(2,849,676)
Interest received		-	45
Interest paid		(23,873)	(1,531)
Government grants		56,056	43,944
<b>Net cash flows from operating activities</b>	19	<b>(2,801,196)</b>	<b>(2,807,218)</b>
<b>Cash flows from investing activities</b>			
Refunds from security deposits		3,000	2,500
Investment in listed shares		(100,000)	-
Purchase of property, plant and equipment		(207,649)	(3,572)
Payments for exploration and evaluation assets		(14,343,969)	(7,700,290)
<b>Net cash flows from investing activities</b>		<b>(14,648,618)</b>	<b>(7,701,362)</b>
<b>Cash flows from financing activities</b>			
Proceeds from the issue of shares		28,859,855	11,069,916
Transactions costs on the issue of shares		(98,425)	(83,665)
<b>Net cash flows from financing activities</b>		<b>28,761,430</b>	<b>10,986,251</b>
Net increase / (decrease) in cash and cash equivalents		11,311,616	477,671
Cash and cash equivalents at the beginning of the year		7,331,643	6,714,222
Net foreign exchange impact		492,204	139,750
<b>Cash and cash equivalents at the end of the year</b>	9	<b>19,135,463</b>	<b>7,331,643</b>

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

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2021

### Note 1. Summary of Significant Accounting Policies

#### Corporate Information

The consolidated financial report of IronRidge Resources Limited for the year ended 30 June 2021 was authorised for issue in accordance with a resolution of the Directors on 30 September 2021.

IronRidge Resources Limited is a public company limited by shares incorporated and domiciled in Australia. IronRidge Resources Limited is the ultimate parent. The Group's registered office is located at Level 33, Australia Square, 264 George Street, Sydney, NSW 2000.

IronRidge Resources Limited is a multi-commodity mineral exploration and development company with assets in Africa and Australia. In Africa, the Company is exploring for gold and lithium in Côte d'Ivoire, lithium in Ghana and gold in Chad.

#### Basis of Preparation

This financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*. The Group is considered a for-profit entity for the purpose of Australian Accounting Standards.

The financial report covers the Group comprising of IronRidge Resources Limited and its subsidiaries and is presented in Australian dollars.

#### *Compliance with IFRS*

Australian Accounting Standards include Australian Equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial statements and notes of IronRidge Resources Limited comply with International Financial Reporting Standards (IFRS).

#### *Going concern*

The financial statements have been prepared on a going concern basis which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the ordinary course of business. The Group has not generated revenues from operations.

The Directors believe that the going concern basis of preparation is appropriate as the Directors believe there is sufficient cash available for the Group to continue operating until it can raise sufficient further capital to fund its ongoing activities. The Group has a proven ability to raise the necessary funding or settle debts via the issuance of shares, as evidenced by the raising of \$33,798,117 during the 2021 financial year.

#### *Reporting basis and conventions*

The financial report has been prepared on an accruals basis and is based on historical costs except for listed investments which have been measured at market value at the end of each reporting period.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial report.

#### Accounting Policies

##### (a) New Accounting Standards and Interpretations

The accounting policies adopted are consistent with those of the previous financial year. The group has adopted all of the new or amended Accounting Standards and interpretations issued by the Australian Accounting Standards (AASB) that are mandatory for the current reporting period. The adoption of these new accounting standards did not have a significant impact to the financial statements.

##### (b) Basis of Consolidation

The consolidated financial statements comprise the financial statements of IronRidge Resources Limited and its subsidiaries as at and for the period ended 30 June each year (the "Group").

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(b) Basis of Consolidation (continued)**Subsidiaries

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.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. In preparing the consolidated financial statements, all intercompany balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is obtained by the Group and cease to be consolidated from the date on which control is transferred out of the Group.

Investments in subsidiaries held by IronRidge Resources Limited are accounted for at cost in the separate financial statements of the parent entity less any impairment charges. Dividends received from subsidiaries are recorded as a component of other revenues by the parent entity, and do not impact the recorded cost of the investment. Upon receipt of dividend payments from subsidiaries, the parent will assess whether any indicators of impairment of the carrying value of the investment in the subsidiary exist. Where such indicators exist, to the extent that the carrying value of the investment exceeds its recoverable amount, an impairment loss is recognised.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves recognising at acquisition date, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree. The identifiable assets acquired and the liabilities assumed are measured at their acquisition date fair values.

The difference between the above items and the fair value of consideration (including the fair value of any pre-existing investment in the acquiree) is goodwill or discount on acquisition.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash generating unit retained.

Non-controlling interests are allocated their share of net profit after tax in the statement of profit or loss and other comprehensive income and presented within equity in the consolidated statement of financial position, separately from the equity of the owners of the parent.

Losses are attributed to the non-controlling interest even if that results in a deficit balance.

A change in ownership interest of a subsidiary that does not result in a loss of control, is accounted for as an equity transaction.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(c) Business Combinations**

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity issued by the acquirer, and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value through profit and loss.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognised either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it is not remeasured.

**(d) Operating Segments**

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. This may include start-up operations which are yet to earn revenues.

Operating segments that meet the quantitative criteria as prescribed by AASB 8, Operating Segments are reported separately. However, an operating segment that does not meet the quantitative criteria is still reported separately where information about the segment would be useful to users of the financial statements.

Information about other operating segments that are below the quantitative criteria are combined and disclosed in a separate category for "all other segments".

**(e) Cash and Cash Equivalents**

For the statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the statement of financial position.

**(f) Trade and Other Receivables**

Receivables generally have 30-60 day terms, are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less an allowance for impairment.

The Group has not recognised any expense in profit or loss in respect of the expected credit losses for the year ended 30 June 2021 (2020: nil). Based on the historical recovery and forward-looking information of receivables, the Group considers that no allowance for expected credit losses is appropriate.



**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(g) Financial Instruments***Recognition and Initial Measurement*

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognised in the Group statement of financial position when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are only offset and the net amount reported in the consolidated statement of financial position and profit or loss when there is a currently enforceable legal right to offset the recognised amounts and the Group intends to settle on a net basis or realise the asset and liability simultaneously.

Financial instruments are generally measured at initial recognition fair value and adjusted for transactions costs where the instrument is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

*Financial assets**Financial assets at amortised cost*

Financial assets are measured at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principle amount outstanding.

Financial assets at amortised costs are subsequently measured using the effective interest (EIR) method and are subject to an impairment assessment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

*Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)*

Upon initial recognition the Group can elect to classify irrevocably its equity investments as equity instruments designated a fair value through OCI when they meet the definition of equity under AASB 132 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss and other comprehensive income when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

**(h) Property, Plant & Equipment**

Property, plant & equipment are stated at historical cost less accumulated depreciation and any accumulated impairment losses.

The cost of property, plant & equipment constructed within the Group includes the cost of materials, direct labour, borrowing costs and an appropriate portion of fixed and variable costs. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the profit or loss during the financial year in which they are incurred.

*Depreciation*

The depreciable amount of all property, plant & equipment is depreciated over their useful life to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of assets are:

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 June 2021

### Note 1. Summary of Significant Accounting Policies (continued)

#### Accounting Policies (continued)

##### Depreciation (continued)

<i>Class of Property, plant &amp; equipment</i>	<i>Depreciation</i>
Plant & Equipment	10% - 30% Straight line
Office Equipment	33.3% Straight line
Motor Vehicles	25% Straight line

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the statement of profit or loss and other comprehensive income.

##### Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal.

#### (i) Exploration and Evaluation Assets

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. Such expenditures comprise net direct costs and an appropriate portion of related overhead expenditure but do not include overheads or administration expenditure not having a specific nexus with a particular area of interest. These assets are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage which permits reasonable assessment of the existence of economically recoverable reserves and active or significant operations in relation to the area are continuing.

The exploration and evaluation expenditures incurred in respect of earn-in arrangements have been capitalised in accordance with AASB 6. In summary:

- The farmor will not record any expenditure (whether this would otherwise have been capitalised or expensed immediately) that is settled by the farmee
- The farmor does not recognise a gain or loss on the basis of the partial disposal of any E&E asset that has already been capitalised. Instead, any proceeds received that are not attributable to future expenditure are simply credited against the carrying amount of any existing E&E asset
- To the extent that the proceeds received from the farmee exceed the carrying amount of any E&E asset that has already been capitalised by the farmour, this excess is recognized as a gain in profit or loss.

A regular review has been undertaken on each area of interest to determine the appropriateness of continuing to carry forward assets in relation to that area of interest.

#### (i) Exploration and Evaluation Assets (continued)

A provision is raised against exploration and evaluation expenditure where the Directors are of the opinion that the carried forward net cost may not be recoverable or the right of tenure in the area lapses. The increase in the provision is charged against the results for the year. Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

Costs of site restoration are provided over the life of the area 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.

Any changes in the estimates for the costs are accounted on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that restoration will be completed within one year of abandoning the site.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(j) Impairment of Non-Financial Assets**

At each reporting date, the Group reviews the carrying values of its tangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**(k) Trade and Other Payables**

Trade and other payables are carried at amortised cost and due to their short-term nature, they are not discounted. They represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and are usually paid within 30-60 days of recognition.

**(l) Provisions and Employee Benefits**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss and other comprehensive income net of any reimbursement.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date. The discount rate used to determine the present value reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision resulting from the passage of time is recognised in finance costs.

*Employee benefits**(i) Wages, salaries and annual leave*

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Expenses for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable.

*(ii) Long service leave*

The liability for long service leave is recognised and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wages and salary levels, experience of employee departures, and periods of service. Expected future payments are discounted using market yields at the reporting date on Australian corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

**(m) Leases**

The Group considers whether the contract is or contains a lease. For those contracts that fall within the exemptions of AASB 16 and are classified as short term, these are charged as expenses on a straight-line basis over the period of the lease. For all other leases, the Group recognises a right-of-use asset and a lease liability on the Statement of Financial Position. For the year ended 30 June 2021, the Group was not party to any leases that are not classified as short term.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(n) Share Capital**

Ordinary shares are classified as equity at the time that they are issued. Costs directly attributable to the issue of new shares or options are shown as a deduction from the equity proceeds, net of any income tax benefit.

**(o) Share-Based Payments**

The Group may provide benefits to Directors, employees or consultants in the form of share-based payment transactions, whereby services may be undertaken in exchange for shares or options over shares ("equity-settled transactions").

The fair value of options granted to Directors, employees and consultants is recognised as an expense with a corresponding increase in equity (share based payments reserve). The fair value is measured at grant date and recognised over the period during which the recipients become unconditionally entitled to the options. Fair value is determined using a Black-Scholes or Monte Carlo option pricing model. An expense is still recognised for options that do not ultimately vest because a market condition was not met.

Where the terms of options are modified, the expense continues to be recognised from grant date to vesting date as if the terms had never been changed. In addition, at the date of the modification, a further expense is recognised for any increase in fair value of the transaction as a result of the change.

Where options are cancelled, they are treated as if vesting occurred on cancellation and any unrecognised expenses are taken immediately to the profit or loss. If new options are substituted for the cancelled options and designated as a replacement, the combined impact of the cancellation and replacement options are treated as if they were a modification.

**(p) Revenue***Interest*

Interest revenue is recognized as interest accrues using the effective interest rate 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. All revenue is stated net of the amount of goods and services tax (GST).

*Government grants*

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

**(q) Income Tax**

The income tax expense for the period is the tax payable on the current period's taxable income rate for each jurisdiction adjusted by changes in deferred tax assets liabilities attributable to temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the reporting date.

Deferred tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates expected to apply to the period when the asset is realised or liability is settled. Deferred tax is recognised in the statement of profit or loss and other comprehensive income except where it relates to items that may be recognised directly in equity, in which case the deferred tax is adjusted directly against equity. Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(q) Income Tax (continued)**

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

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

**(r) GST**

Revenues, expenses and assets are recognised net of GST except where GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

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

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

**(s) Earnings per Share**

Basic earnings per share is calculated as net profit (loss) attributable to members of the parent, adjusted to exclude any costs of servicing equity other than ordinary shares, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after tax effect of interest and other financing costs associated with dilutive potential ordinary shares; and
- The weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

**(t) Foreign Currencies**

Items included in the financial statements of each of the Group entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Australian dollars, which is the Company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Exchange differences arising from the translation of financial statements of foreign subsidiaries are taken to the foreign currency translation reserve at the reporting date.

**(u) Comparatives**

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

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 1. Summary of Significant Accounting Policies (continued)****Accounting Policies (continued)****(v) Fair value measurement**

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principle market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interest. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed each reporting date and transfers between levels are determined based on a reassessment of the lowest level input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

**(w) Critical Accounting Estimates and Judgments**

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

*Key estimates – impairment of non-financial assets*

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Where applicable, value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

*Key judgments – exploration & evaluation assets*

The Group performs regular reviews on each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. These reviews are based on detailed surveys and analysis of drilling results performed to reporting date.

The Directors have assessed that for the exploration and evaluation assets recognised at 30 June 2021, the facts and circumstances do not suggest that the carrying amount of an asset may exceed its recoverable amount.

Exploration and evaluation assets written off for year ended 30 June 2021 was \$1,000,280 (2020:\$131,386) relates to tenement's that are surrendered or intended to be surrendered and opportunities that were previously capitalised but did not go ahead.

Exploration and evaluation assets at 30 June 2021 were \$51,449,462 (2020: \$34,017,466).

*Key judgments – share based payment transactions*

The Group 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 the Black-Scholes model or Monte Carlo 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 would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact the profit or loss and equity. The key inputs used in the Black-Scholes model or Monte Carlo model are disclosed in Note 16.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

	2021	2020
	\$	\$
<b>Note 2. Income</b>		
- Interest received	-	45
- Government grant -Covid 19 cash flow boost	56,056	43,944
<b>Total Income</b>	<b>56,056</b>	<b>43,989</b>
(a) Interest income from:		
- At call deposits held with financial institutions	-	45
<b>Total Interest Revenue</b>	<b>-</b>	<b>45</b>
<b>Note 3. Profit / (Loss)</b>		
Included in the profit / (loss) are the following specific expenses:		
Depreciation		
-Office equipment	5,606	794
-Plant & equipment	6,417	6,417
Defined contributions superannuation expense	29,242	13,320
Unrealised foreign exchange (gains) losses	(443,145)	38,852
Executive Directors fees	525,000	525,000
Non-Executive Director fees	534,725	390,000
Project generation costs	3,756	-
Administration services (refer Note 20(d))	192,000	288,000

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

	2021	2020
	\$	\$
<b>Note 4. Income Tax</b>		
<b>Components of tax expense recognised directly in equity</b>		
Net deferred tax credited directly to equity	(448,649)	(208,127)
Net deferred tax - debited directly to financial assets revaluation reserve	129,349	-
	<b>(319,300)</b>	<b>(208,127)</b>
<b>The prima facie tax on profit / (loss) before income tax is reconciled to the income tax expense as follows:</b>		
Prima facie tax on profit / (loss) before income tax at 30% (2020: 30%)	(1,373,473)	(1,920,301)
Add tax effect of:		
Permanent differences	98,333	109,651
Current tax loss not recognised	1,294,413	1,196,648
Share based payments	300,027	822,129
<b>Income tax expense</b>	<b>319,300</b>	<b>208,127</b>
<b>Deferred Tax Asset (at 30%)</b>		
Recognised temporary differences	582,531	272,057
Recognised unused tax losses	1,651,859	1,988,110
Payables and provisions	103,955	155,818
<b>Total deferred tax assets recognised</b>	<b>2,338,345</b>	<b>2,415,985</b>
<b>Deferred Tax Liability</b>		
Assessable temporary differences	(417,993)	(260,985)
Financial Assets at Fair Value through Other Comprehensive Income	(70,972)	
Exploration and evaluation assets	(1,849,380)	(2,155,000)
<b>Total deferred tax liabilities recognised</b>	<b>(2,338,345)</b>	<b>(2,415,985)</b>
<b>Net deferred tax recognised</b>	-	-
<b>Unrecognised deferred tax assets comprised of:</b>		
Deferred tax assets: Net unrecognised tax losses	6,026,526	4,732,112
Deferred tax assets: Gross unrecognised tax losses	20,088,419	15,773,708

In order to recoup carried forward losses in future periods, either the Continuity of Ownership Test (COT) or Same Business Test must be passed. The majority of losses are carried forward at 30 June 2021 under COT.

Deferred tax assets which have not been recognised as an asset, will only be obtained if:

- (i) the Company derives future assessable income of a nature and of an amount sufficient to enable the losses to be realised;
- (ii) the Company continues to comply with the conditions for deductibility imposed by the law; and
- (iii) no changes in tax legislation adversely affect the Company in realising the losses.



**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
 For the year ended 30 June 2021

**Note 5. Key Management Personnel**
**Key Management Personnel Compensation**

The total remuneration of Key Management Personnel for the Group for the year was as follows:

	2021	2020
	\$	\$
Short term employee benefits	1,725,305	1,513,928
Post-employment benefits	36,917	19,585
Share based payments	888,233	2,312,629
<b>Total</b>	<b>2,650,455</b>	<b>3,846,142</b>

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's Key Management Personnel.

**Note 6. Dividends and Franking Credits**

There were no dividends paid or recommended during the year or since the end of the year. There are no franking credits available to shareholders of the Company.

**Note 7. Auditors Remuneration**

Amounts received or due and receivable by BDO Audit Pty Ltd

An audit or review of the financial report of the entity or any other entity in the consolidated group

	2021	2020
	\$	\$
	39,000	62,500
	<b>39,000</b>	<b>62,500</b>

**Note 8. Loss per Share (EPS)**

The options and performance rights are considered non-dilutive as the Company is loss making. Options and performance rights may become dilutive in the future.

**(a) Loss**

Loss used to calculate basic and diluted EPS

(4,897,541)	(6,609,130)
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**(b) Weighted average number of shares and options**

Weighted average number of ordinary shares outstanding during the year, used in calculating basic loss per share

Weighted average number of dilutive options and performance rights outstanding during the year

Weighted average number of ordinary shares and potential ordinary shares outstanding during the year, used in calculating diluted loss per share

	Number of Shares	Number of Shares
	436,104,705	331,638,955
	-	-
	436,104,705	331,638,955

## NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 June 2021

### Note 9. Cash and Cash Equivalents

Cash at bank

2021	2020
\$	\$
19,135,463	7,331,643
<b>19,135,463</b>	<b>7,331,643</b>

### Note 10. Trade and Other Receivables

GST receivable

Other receivables

2021	2020
\$	\$
46,300	45,069
23,781	354,181
<b>70,081</b>	<b>399,250</b>

Receivables are non-interest bearing and are generally on 30-60 day terms. No allowance for credit loss has been recorded for the current and previous financial year.

Due to the short term nature of these receivables, their carrying value is assumed to approximate fair value. The maximum exposure to credit risk is the carrying value of receivables. Collateral is not held as security.

The receivables are not exposed to foreign exchange risk.

### Note 11. Other Financial Assets –Non-current

Security deposits

Investment in shares at fair value through Other Comprehensive Income

Investment in shares at fair value through Other Comprehensive Income

-Opening Balance at 1 July

-Additions

Fair Value adjustment through other comprehensive income

2021	2020
\$	\$
10,000	57,666
926,500	129,000
<b>936,500</b>	<b>186,666</b>
129,000	129,000
366,336	-
431,164	-
<b>926,500</b>	<b>129,000</b>

Investment in shares at net fair value through other comprehensive income comprise an investment in the ordinary issued capital of Aus Tin Mining Ltd \$4,000 (2020: \$4,000) and Australasian Gold Ltd \$797,500 (2020: nil), both listed on the Australian Securities Exchange and an investment in the ordinary issued capital of Auburn Resources Ltd \$125,000 (2020: \$125,000), an unlisted public company incorporated in Australia.

Auburn Resources Ltd valuation is based on their share capital placement in July 2021 at 12.5c a share. The group holds 1,000,000 shares in Auburn Resources Ltd.

The investment in shares are equity instruments under AASB 9 which are not held for trading. The Group made an irrevocable election on initial recognition to designate these equity instruments at fair value through other comprehensive income.

Gains or losses will be recognised in OCI and never reclassified from equity to profit or loss.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
 For the year ended 30 June 2021

	2021 \$	2020 \$
<b>Note 12. Property, Plant and Equipment</b>		
Plant & Equipment – at cost	570,164	584,666
Accumulated depreciation	(554,105)	(529,339)
Written down value	16,059	55,327
Office equipment – at cost	55,599	7,761
Accumulated depreciation	(14,815)	(4,983)
Written down value	40,784	2,778
Motor Vehicle – at cost	927,060	796,983
Accumulated depreciation	(648,649)	(506,297)
Written down value	278,411	290,686

**Reconciliation of carrying amounts at the beginning and of the year**

	Motor Vehicle \$	Plant & Equipment \$	Office Equipment \$	Total \$
<b>Year ended 30 June 2021</b>				
At 1 July 2020 net of accumulated depreciation	290,687	55,326	2,778	348,791
Effect of foreign exchange on opening balances	(12,202)	(1,048)	-	(13,250)
Additions	159,811	-	47,838	207,649
Disposals	-	-	-	-
Depreciation charged to exploration and evaluation	(159,885)	(31,802)	(4,226)	(195,913)
Depreciation charge for the year	-	(6,417)	(5,606)	(12,023)
At 30 June 2021 net of accumulated depreciation	278,411	16,059	40,784	335,254

**Year ended 30 June 2020**

At 1 July 2019 net of accumulated depreciation	479,613	208,435	-	688,048
Effect of foreign exchange on opening balances	(720)	3,989	-	3,269
Additions	-	-	3,572	3,572
Disposals	-	-	-	-
Depreciation charged to exploration and evaluation	(188,206)	(150,681)	-	(338,887)
Depreciation charge for the year	-	(6,417)	(794)	(7,211)
At 30 June 2020 net of accumulated depreciation	290,687	55,326	2,778	348,791

	2021 \$	2020 \$
<b>Note 13. Exploration and Evaluation Assets</b>		
Exploration and evaluation assets	51,449,462	34,017,466
<b>Movements in carrying amounts</b>		
Balance at the beginning of the year	34,017,466	24,669,137
Effect of foreign exchange on opening balance	(1,214,063)	(175,540)
Additions	18,956,991	9,655,255
Acquisition of Joy Transporters Limited (refer to Note 15)	955,684	-
Disposals	(266,336)	-
Written-off during the year	(1,000,280)	(131,386)
Balance at the end of the year	51,449,462	34,017,466

The recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation or alternatively, sale of the respective areas of interest.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 June 2021

	2021	2020
	\$	\$
<b>Note 14. Trade and Other Payables</b>		
Trade payables	2,256,617	666,795
Sundry payables and accrued expenses	1,500,704	1,266,782
Employee benefits	196,472	219,113
	<b>3,953,793</b>	<b>2,152,690</b>

Trade payables are non-interest bearing and are generally on 30-60 day terms.

Due to the short term nature of these payables, their carrying value is assumed to approximate fair value.

	2021	2020
	\$	\$
<b>Note 15. Issued Capital</b>		
<b>(a) Issued and paid up capital</b>		
516,114,246 (2020: 404,513,660) ordinary shares fully paid	105,415,011	71,616,893
Share issue costs	(2,475,659)	(1,428,812)
	<b>102,939,352</b>	<b>70,188,081</b>

Ordinary shares participate in dividends and the proceeds on winding up the Company in proportion to the number of shares held. At shareholder meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**For the year ended 30 June 2021**

<b>(b) Reconciliation of issued and paid-up capital</b>	<b>Number of Shares</b>	<b>\$</b>
<b>At 30 June 2019</b>	<b>311,107,170</b>	<b>57,995,895</b>
On 3 October 2019, 1,186,806 £0.14 (equivalent to \$0.26) ordinary shares were issued to a contractor in partial consideration for services rendered	1,186,806	304,706
On 7 November 2019, 20,000,000 £0.10 (equivalent to \$0.19) ordinary shares were issued pursuant to a private placement	20,000,000	3,742,515
On 14 November 2019, 1,094,432 £0.1329 (equivalent to \$0.25) ordinary shares were issued to a contractor in partial consideration for services rendered	1,094,432	276,026
On 14 November 2019, 638,333 £0.13 (equivalent to \$0.25) ordinary shares were issued to a contractor in partial consideration for services rendered	638,333	157,480
On 16 December 2019, 150,000 £0.10 (equivalent to \$0.19) ordinary shares were issued by way of employee remuneration	150,000	29,072
On 20 January 2020, 854,643 £0.084 (equivalent to \$0.16) ordinary shares were issued to a contractor in partial consideration for services rendered	854,643	135,641
On 2 April 2020, 561,511 £0.0909 (equivalent to \$0.17) ordinary shares were issued to a contractor in partial consideration for services rendered	561,511	95,763
On 25 May 2020, 50,007,143 £0.07 (equivalent to \$0.13) ordinary shares were issued pursuant to a private placement	50,007,143	6,493,114
On 26 June 2020, 17,850,429 £0.07 (equivalent to \$0.13) ordinary shares were issued pursuant to a private placement	17,850,429	2,245,561
On 26 June 2020, 1,063,193 £0.0735 (equivalent to \$0.13) ordinary shares were issued to a contractor in partial consideration for services rendered	1,063,193	141,120
<b>At 30 June 2020</b>	<b>404,513,660</b>	<b>71,616,893</b>
On 4th August 2020, 572,656 £0.22 (equivalent to \$0.40) ordinary shares were issued for the Acquisition of CAPRI Metals SARL	572,656	227,266
On 4 August 2020, 571,309 £0.09 (equivalent to \$0.16) ordinary shares were issued to a contractor in partial consideration for services rendered	571,309	89,716
On 26 August 2020, 984,431 £0.13 (equivalent to \$0.24) ordinary shares were issued to a contractor in partial consideration for services rendered	984,431	233,453
On 28 October 2020, 169,231 £0.15 (equivalent to \$0.27) ordinary shares were issued to a contractor in partial consideration for services rendered	169,231	45,753
On 28 October 2020, 1,256,441 £0.14 (equivalent to \$0.26) ordinary shares were issued to a contractor in partial consideration for services rendered	1,256,441	320,526
On 28 October 2020, 600,000 options exercised on 25 January 2019 was paid. These were previously exercised through a interest free non-recourse loan		109,340
On 16 December 2020, 1,618,336 £0.15 (equivalent to \$0.27) ordinary shares were issued to a contractor in partial consideration for services rendered	1,618,336	429,302
On 17 December 2020, 1,550,388 £0.18 (equivalent to \$0.32) ordinary shares were issued for the acquisition of Bodite and Bianouan Gold Licenses	1,550,388	497,191
On 4th February 2021, 2,360,035 £0.23 (equivalent to \$0.40) ordinary shares were issued for the Acquisition of Joy Transporters Limited	2,360,035	955,686
On 4 February 2021, 1,024,307 £0.13 (equivalent to \$0.24) ordinary shares were issued to a contractor in partial consideration for services rendered	1,024,306	243,006
On 4 February 2021, 1,758,613 £0.11 (equivalent to \$0.20) ordinary shares were issued to a contractor in partial consideration for services rendered	1,758,613	347,624
On 4 May 2021, 466,156 £0.20 (equivalent to \$0.36) ordinary shares were issued on the exercise of fundraising warrants	466,156	167,156
On 12 May 2021, 1,185,733 £0.19 (equivalent to \$0.35) ordinary shares were issued to a contractor in partial consideration for services rendered	1,185,733	412,029
On 12 May 2021, 204,179 £0.20 (equivalent to \$0.36) ordinary shares were issued to a contractor in partial consideration for services rendered	204,179	73,670
August to March 2021, 33,928,772 £0.12 (equivalent to \$0.22) ordinary shares were issued on the exercise of fundraising Warrants	33,928,772	7,282,894
February to May 2021, 3,950,000 £0.12 (equivalent to \$0.22) ordinary shares were issued on the exercise of employee options	3,950,000	852,499
May to June 2021, 60,000,000 £0.20 (equivalent to \$0.36) ordinary shares were issued by way of a private placement	60,000,000	21,511,007
<b>At 30 June 2021</b>	<b>516,114,246</b>	<b>105,415,011</b>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the year ended 30 June 2021

**Note 15. Issued Capital (continued)**
**(c) Options and warrants**

As at 30 June 2021, there were 45,046,214 (2020: 93,573,500) unissued ordinary shares of IronRidge Resources Limited under option and warrant and nil (2020: 600,000) options exercised under the company funded loan plan (treated as an in substance option) held as follows:

- 4,000,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.60. The options vested immediately and expire 3 September 2021.
- 5,000,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.90. The options vested immediately and expire 3 September 2021.
- 5,000,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.60. The options vested immediately and expire 29 November 2021.
- 6,000,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.90. The options vested immediately and expire 29 November 2021.
- 1,351,500 unlisted warrants to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.30. The warrants vested immediately and expire 04 May 2022.
- 18,750,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd as an exercise price of £0.12. The options vested immediately and expire 24 June 2022.
- 1,444,714 unlisted warrants to take up one ordinary share in IronRidge Resources Ltd at an exercise price of £0.12. The warrants vested immediately and expire 24 June 2022.
- 3,500,000 unlisted options to take up one ordinary share in IronRidge Resources Ltd as an exercise price of £0.30. The options vested immediately and expire 08 April 2023.

**(d) Capital Risk Management**

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also aims to maintain a capital structure to ensure the lowest costs of capital available to the Group.

The Group's capital comprises equity as shown in the statement of financial position. The Group is not exposed to externally imposed capital requirements.

**Note 16. Share Based Payments**

The expense recognised for share based payments during the year is shown in the table below:

	2021	2020
	\$	\$
Expense arising from equity settled share-based payment transactions:		
Share options	391,496	1,351,432
Performance rights	606,831	1,385,587
Modification to share based payments	1,763	3,412
Share issue costs (equity)	96,491	48,405
	<b>1,096,581</b>	<b>2,788,836</b>

**Modification to share based payments**

On 25 January 2019, 600,000 options were exercised via a 12-month interest free non-recourse company funded loan. For accounting purposes this exercise was treated as a modification to the options originally issued. Effectively the exercise period of the options had been extended by 12-months as the loan is non-recourse meaning that if the shares are of less value than the exercise price on 25 January 2020 the shares can be handed back to the Company. The loan was extended by a further 9 months maturing 21 October 2020. A black-scholes valuation was undertaken to extend the exercise period from the original grant date and the resultant additional expense has been recognised in the current year share based payments.

**NOTES TO THE FINANCIAL STATEMENTS (continued)****For the year ended 30 June 2021****Note 16. Share Based Payments (continued)***Employee share option plan (ESOP)*

Share options are granted to employees. The employee share option plan is designed to align participants' interests with those of shareholders by increasing the value of the Company's shares.

When a participant ceases employment after the vesting of their share options, the share options are forfeited after 90 days unless cessation of employment is due to termination for cause, whereupon they are forfeited immediately or death. The Company prohibits KMP from entering into arrangements to protect the value of unvested ESOP awards.

Each option can be exercised from vesting date to expiry date for one share with the exercise price payable in cash.

*Options and warrants granted*

On 8 April 2021, 3,500,000 IronRidge Resources Ltd share options were granted to a employees under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.30 per share. The options vested immediately and are due to expire on 8 April 2023.

On 4 May 2021, 1,351,500 IronRidge Resources Ltd grant warrants were granted to the Company's various advisers that assisted with the fundraising shares. The warrants are to take up one ordinary share in IronRidge Resources at £0.30 per share. The warrants vested immediately and are due to expire 4 May 2022.

On 24 June 2020, 1,444,714 IronRidge Resources Ltd broker warrants were granted as part payment of the brokerage fees. The warrants are to take up one ordinary share in IronRidge Resources at £0.12 per share. The warrants vested immediately and are due to expire 24 June 2022. If the Company's ordinary shares trade at a volume weighted average price at or above 16p per share for a period of five consecutive trading days, The Company may exercise an option to call on Warrant holders to exercise their Options by giving written notice.

On 24 June 2020, 23,950,000 IronRidge Resources Ltd share options were granted to Directors and employees under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.12 per share. The options vested immediately and 18,750,000 options are due to expire on 24 June 2022 as 3,950,000, of these options were exercised and 1,250,000 were cancelled during the 2021 financial year. If the Company's ordinary shares trade at a volume weighted average price at or above 16p per share for a period of five consecutive trading days, The Company may exercise an option to call on Option holders to exercise their Options by giving written notice.

On 29 November 2018, 6,000,000 IronRidge Resources Ltd share options were granted to a Director under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.90 per share. The options vested immediately and are due to expire on 29 November 2021.

On 29 November 2018, 5,000,000 IronRidge Resources Ltd share options were granted to a Director under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.60 per share. The options vested immediately and are due to expire on 29 November 2021.

On 29 November 2018, 4,000,000 IronRidge Resources Ltd share options were granted to a Director under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.40 per share. The options vested immediately and expired on 29 November 2020.

On 3 September 2018, 5,000,000 IronRidge Resources Ltd share options were granted to an employee under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.90 per share. The options vested immediately and are due to expire on 3 September 2021.

On 3 September 2018, 4,000,000 IronRidge Resources Ltd share options were granted to an employee under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.60 per share. The options vested immediately and are due to expire on 3 September 2021.

On 3 September 2018, 5,750,000 IronRidge Resources Ltd share options were granted to employees under the Employee Share Option Plan. The options are to take up one ordinary share in IronRidge Resources at £0.40 per share. The options vested immediately and expired on 3 September 2020.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**For the year ended 30 June 2021**

**Note 16. Share Based Payments (continued)**

The following table illustrates the number (no.) and weighted average exercise prices (WAEP) of, and movements in, share based payment share options granted during the year:

	2021	2021	2020	2020
	No.	WAEP	No.	WAEP
Outstanding at the beginning of the year	60,244,714	£0.42	41,350,000	£0.61
Granted during the year	4,851,500	£0.29	49,344,714	£0.18
Forfeited/cancelled during the year	(1,250,000)	£0.12	(23,950,000)	£0.25
Exercised during the year	(4,550,000)	£0.12	-	-
Expired during the year	(14,250,000)	£0.46	(6,500,000)	£0.46
Outstanding at the end of the year	45,046,214	£0.43	60,244,714	£0.42
Exercisable at the end of the year	45,046,214	£0.43	60,244,714	£0.42

The weighted average remaining contractual life of the options was 0.74 years (2020: 1.33 years).

	IronRidge Resources Ltd ESOP	
	2021	2020
Weighted average exercise price	£0.29	£0.18
Weighted average life of the option	1.72 years	2 years
Underlying share price	£0.198 - £0.215	£0.0915 - £0.0975
Expected share price volatility	71.660% - 84.75%	54.911% - 70.093%
Risk free interest rate	0% - 0.04%	0.007% - 0.70%
Number of options issued	4,851,500	49,344,714
Fair value (black-scholes) per option	£0.0396-£0.062	£0.011 - £0.0185
Total value of options issued (GBP)	£271,308.00	£755,694
Total value of options issued (AUD equivalent)	\$487,987	\$1,399,837

Expected share price volatility was estimated based on historical share price volatility.



## NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 June 2021

### Note 16. Share Based Payments (continued)

#### Performance rights

There were no performance rights granted during the year ended 30 June 2021 (2020: \$0). The performance rights entitle the holder to receive the corresponding number of ordinary shares in IronRidge Resources based on share price performance hurdles. The performance rights vest on achievement of each Maturity price milestone and convert to fully paid ordinary shares. The Maturity price is based on a 30 trading day VWAP metric for each tranche of the performance rights. The holder of the performance rights must remain an employee of IronRidge Resources or its subsidiaries at vesting date for the performance rights to convert into ordinary shares.

The following table illustrates the number and movements in share based payment performance rights granted during the year:

	2021 Number	2020 Number
Outstanding at the beginning of the year	12,150,000	12,150,000
Granted during the year		-
Forfeited during the year		-
Vested and converted during the year		-
Outstanding at the end of the year	<b>12,150,000</b>	<b>12,150,000</b>

The following table illustrates the total value of performance rights issued during the year ended 30 June 2019:

	IronRidge Resources Ltd Performance Rights			
Number of performance rights	225,000	225,000	225,000	225,000
Maturity price	£0.30	£0.40	£0.50	£0.60
Issue date	3/09/2018	3/09/2018	3/09/2018	3/09/2018
Expiry date	3/09/2021	3/09/2021	3/09/2021	3/09/2021
Fair value	£0.213	£0.200	£0.190	£0.180
Total value of performance rights issued (GBP)	£47,835	£45,091	£42,683	£40,396
Total value of performance rights issued (AUD equivalent)	\$86,097	\$81,158	\$76,824	\$72,707

	IronRidge Resources Ltd Performance Rights			
Number of performance rights	225,000	225,000	225,000	225,000
Maturity price	£0.70	£0.80	£0.90	£1.00
Issue date	3/09/2018	3/09/2018	3/09/2018	3/09/2018
Expiry date	3/09/2021	3/09/2021	3/09/2021	3/09/2021
Fair value	£0.170	£0.160	£0.150	£0.150
Total value of performance rights issued (GBP)	£38,219	£36,360	£34,622	£33,147
Total value of performance rights issued (AUD equivalent)	\$68,787	\$65,443	\$62,317	\$59,662

	IronRidge Resources Ltd Performance Rights			
Number of performance rights	500,000	750,000	1,000,000	450,000
Maturity price	£1.25	£1.50	£2.00	£0.30
Issue date	3/09/2018	3/09/2018	3/09/2018	29/11/2018
Expiry date	3/09/2021	3/09/2021	3/09/2021	29/11/2021
Fair value	£0.130	£0.120	£0.100	£0.212
Total value of performance rights issued (GBP)	£65,935	£89,245	£99,598	£95,499
Total value of performance rights issued (AUD equivalent)	\$118,672	\$160,629	\$179,263	\$166,770

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**For the year ended 30 June 2021**

**Note 16. Share Based Payments (continued)**

	IronRidge Resources Ltd Performance Rights			
Number of performance rights	450,000	450,000	450,000	450,000
Maturity price	£0.40	£0.50	£0.60	£0.70
Issue date	29-Nov-18	29-Nov-18	29-Nov-18	29-Nov-18
Expiry date	29-Nov-21	29-Nov-21	29-Nov-21	29-Nov-21
Fair value	£0.200	£0.189	£0.180	£0.170
Total value of performance rights issued (GBP)	£90,079	£85,192	£80,954	£76,495
Total value of performance rights issued (AUD equivalent)	\$157,307	\$148,772	\$141,370	\$133,583

	IronRidge Resources Ltd Performance Rights			
Number of performance rights	450,000	450,000	450,000	1,000,000
Maturity price	£0.80	£0.90	£1.00	£1.25
Issue date	29-Nov-18	29-Nov-18	29-Nov-18	29-Nov-18
Expiry date	29-Nov-21	29-Nov-21	29-Nov-21	29-Nov-21
Fair value	£0.161	£0.154	£0.147	£0.132
Total value of performance rights issued (GBP)	£72,502	£69,377	£66,015	£131,935
Total value of performance rights issued (AUD equivalent)	\$126,610	\$121,153	\$115,282	\$230,398

	IronRidge Resources Ltd Performance Rights	
Number of performance rights	1,500,000	2,000,000
Maturity price	£1.50	£2.00
Issue date	29-Nov-18	29-Nov-18
Expiry date	29-Nov-21	29-Nov-21
Fair value	£0.118	£0.099
Total value of performance rights issued (GBP)	£177,524	£197,672
Total value of performance rights issued (AUD equivalent)	\$310,008	\$345,192

The following table reconciles the movements in share based payments expense recognised in the consolidated statement of profit or loss and other comprehensive income.

	2021	2020	To be recognised in future periods
	\$	\$	\$
2019 Performance rights	606,831	1,385,587	
2019 Employee option modification	1,763	3,412	-
2020 Employee options	-	705,595	-
2020 Director options	-	645,837	-
2021 Employee options	391,496	-	-
<b>Total share based payments expense</b>	<b>1,000,090</b>	<b>2,740,431</b>	<b>-</b>

## NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 June 2021

### Note 17. Accumulated Losses

Accumulated losses at the beginning of the year  
Losses after income tax expense  
Accumulated losses attributable to members of IronRidge Resources Limited at the end of the year

	2021	2020
	\$	\$
Accumulated losses at the beginning of the year	(42,537,119)	(35,927,989)
Losses after income tax expense	(4,897,541)	(6,609,130)
Accumulated losses attributable to members of IronRidge Resources Limited at the end of the year	<b>(47,434,660)</b>	<b>(42,537,119)</b>

### Note 18. Information relating to IronRidge Resources Limited ("the parent entity")

Current assets  
Total assets  
Current liabilities  
Total liabilities

	2021	2020
	\$	\$
Current assets	18,873,507	7,431,358
Total assets	70,210,736	42,307,417
Current liabilities	2,072,435	1,962,375
Total liabilities	2,072,435	1,962,375
<b>Net Assets</b>	<b>68,138,301</b>	<b>40,345,042</b>

Issued capital  
Share based payment reserve  
Financial assets revaluation reserve  
Accumulated losses

Issued capital	102,939,351	70,188,081
Share based payment reserve	13,725,264	12,628,683
Financial assets revaluation reserve	301,815	-
Accumulated losses	(48,828,129)	(42,471,722)

Loss of the parent entity  
Total comprehensive loss of the parent entity

Loss of the parent entity	(6,356,408)	(7,653,139)
Total comprehensive loss of the parent entity	(6,054,593)	(7,653,139)

The parent does not have any guarantees in relation to the debts of its subsidiaries, contingent liabilities or contractual obligations to purchase fixed assets at 30 June 2021 (2020: nil).

### Note 19. Cash Flow Reconciliation

Loss after income tax  
Non-cash operating items  
- Exploration written off  
- Loss on sale of tenements  
- Depreciation  
- Share based payments  
- Unrealised foreign exchange losses (gains)

	2021	2020
	\$	\$

Loss after income tax	(4,897,541)	(6,609,130)
Non-cash operating items		
- Exploration written off	1,000,280	131,386
- Loss on sale of tenements	-	-
- Depreciation	12,024	7,211
- Share based payments	1,000,090	2,740,431
- Unrealised foreign exchange losses (gains)	(573,045)	38,852

Changes in operating assets and liabilities\*  
(Increase) decrease in trade and other receivables  
(Increase) decrease in other current assets  
Increase (decrease) in trade and other payables\*  
Increase (decrease) in Deferred Tax Liability  
(Increase)/ decrease in Deferred Tax Asset  
Net cash flows used in operating activities

Changes in operating assets and liabilities*		
(Increase) decrease in trade and other receivables	8,179	35,179
(Increase) decrease in other current assets	(6,447)	(182,139)
Increase (decrease) in trade and other payables*	335,964	822,865
Increase (decrease) in Deferred Tax Liability	262,147	(124,518)
(Increase)/ decrease in Deferred Tax Asset	57,153	332,645
Net cash flows used in operating activities	<b>(2,801,196)</b>	<b>(2,807,218)</b>

\* Net of amounts relating to exploration and evaluation assets.

### Non cash investing and financing activities

Shares issued to suppliers in lieu of cash, capitalised to exploration and evaluation assets  
Share issued to suppliers for services in lieu of cash  
Share issued to employees as bonus  
Shares issued for capital raising costs in lieu of cash  
Shares issued to acquire Joy Transporters Ltd, capitalised to exploration and evaluation assets  
Acquisition of Australasian Gold Ltd shares from transfer of interest in Tenement EPM 19419

Shares issued to suppliers in lieu of cash, capitalised to exploration and evaluation assets	2,934,929	1,400,697
Share issued to suppliers for services in lieu of cash	82,727	290,288
Share issued to employees as bonus	-	29,072
Shares issued for capital raising costs in lieu of cash	1,235,575	561,686
Shares issued to acquire Joy Transporters Ltd, capitalised to exploration and evaluation assets	955,684	-
Acquisition of Australasian Gold Ltd shares from transfer of interest in Tenement EPM 19419	266,336	-

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### For the year ended 30 June 2021

#### Note 20. Related Party Disclosures

##### (a) Subsidiaries

The consolidated financial statements include the financial statements of IronRidge Resources Limited and the subsidiaries listed in the following table:

Name	Country of incorporation	Equity interest (%)	
		2021	2020
Belinga Holdings Pty Ltd	Australia	100	100
Booster Minerals Pty Ltd	Australia	100	100
Boxworx Minerals Pty Ltd	Australia	100	100
CAPRI Metals Pty Ltd	Australia	100	100
Charger Minerals Pty Ltd	Australia	100	100
DIVO Metals Pty Ltd	Australia	100	100
Eastern Exploration Pty Ltd	Australia	100	100
Gabon Exploration Pty Ltd	Australia	100	100
Hard Yard Metals Pty Ltd	Australia	100	100
Harrier Minerals Pty Ltd	Australia	100	100
Khaleesi Resources Pty Ltd	Australia	100	100
Lithium of Africa Pty Ltd	Australia	100	100
Malamute Minerals Pty Ltd	Australia	100	100
Marlin Minerals Pty Ltd	Australia	100	100
Matilda Minerals Pty Ltd	Australia	100	100
Milingui Pty Ltd	Australia	100	100
MODA Minerals Pty Ltd	Australia	100	100
PITA Minerals Pty Ltd	Australia	100	100
Rhodesian Resources Pty Ltd	Australia	100	100
Scope Resources Pty Ltd	Australia	100	100
Stark Metals Pty Ltd	Australia	100	100
UHITSA Minerals Pty Ltd	Australia	100	100
IronRidge Botswana Pty Ltd	Botswana	100	100
Booster Minerals SARL	Cote d'Ivoire	100	100
Boxworx Minerals SARL	Cote d'Ivoire	100	100
CAPRI Metals SARL	Cote d'Ivoire	100	100
DIVO Metals SARL	Cote d'Ivoire	100	100
Hard Yard Metals SARL	Cote d'Ivoire	100	100
Harrier Minerals SARL	Cote d'Ivoire	100	100
Khaleesi Resources SARL	Cote d'Ivoire	100	100
Malamute Minerals SARL	Cote d'Ivoire	100	100
Marlin Minerals SARL	Cote d'Ivoire	100	100
Matilda Minerals SARL	Cote d'Ivoire	100	100
PITA Minerals SARL	Cote d'Ivoire	100	100
Rhodesian Resources SARL	Cote d'Ivoire	100	100
Scope Resources SARL	Cote d'Ivoire	100	100
Stark Metals SARL	Cote d'Ivoire	100	100
UHITSA Minerals SARL	Cote d'Ivoire	100	100
IronRidge Gabon SA	Gabon	100	100
Barari Developments Ltd	Ghana	80	70
Charger Minerals Pty Limited	Ghana	100	100
Green Metals Resources Limited	Ghana	100	100
Joy Transporters Ltd	Ghana	100	0
MODA Minerals Limited	Ghana	100	100
Charger Minerals Singapore Pte Ltd	Singapore	100	100
Lithium of Africa Singapore Pte Ltd	Singapore	100	100
Tekton Minerals Pte Ltd	Singapore	100	100
IronRidge Singapore Pte Ltd	Singapore	100	100
Moda Minerals Singapore Pte Ltd	Singapore	100	100

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 June 2021

### Note 20. Related Party Disclosures (continued)

#### (b) Ultimate parent

IronRidge Resources Limited is the ultimate parent, which is incorporated in Australia. There is no ultimate controlling party.

#### (c) Key management personnel

Details relating to key management personnel, including remuneration paid, are included in note 5.

#### (d) Transactions with related parties

The following table provides the total amount of transactions that were entered into with related parties for the relevant financial year:

Related party		Sales to related parties	Purchases from related parties	Other transactions with related parties
DGR Global Limited (i)	2021	-	192,000	-
	2020	-	288,000	-
Assore Limited (ii)	2021	-	-	120,000
	2020	-	-	120,000
Sumitomo Corporation (iii)	2021	-	-	60,000
	2020	-	-	60,000

(i) The Company had a commercial arrangement until 28<sup>th</sup> February 2021 with a major shareholder, DGR Global Limited for the provision of various services, whereby DGR Global Limited provided resources and services including the provision of its administration and exploration staff, its premises (for the purposes of conducting the Company's business operations), use of existing office furniture, equipment and certain stationery, together with general telephone, reception and other office facilities ("Services"). In consideration for the provision of the Services, the Group paid DGR Global Limited a monthly administration fee. For the year ended 30 June 2021, \$192,000 was paid or payable to DGR Global Limited (2020: \$288,000) for the provision of the Services. The total amount outstanding at year end for these services and other expense reimbursements was \$191,200 excl GST (2020: \$48,000).

The outstanding balances at each relevant year end are unsecured, interest free and settlement occurs in cash. All outstanding amounts payable comprise current liabilities.

(ii) The Company has a commercial arrangement with a major shareholder, Assore Limited for the services of two Non-Executive Directors. In consideration for the provision of the Services, the Group paid Assore Limited a monthly fee. For the year ended 30 June 2021, \$120,000 was paid or payable to Assore Limited (2020: \$120,000) for the provision of the Services. These fees have been included in the directors remuneration report under the individuals representing Assore Limited. The total amount outstanding at year end for these services was \$765,714 (2020: \$645,714).

The outstanding balances at each relevant year end are unsecured and interest free. All outstanding amounts payable comprise current liabilities.

(iii) The Company has a commercial arrangement with a major shareholder, Sumitomo Corporation for the services of one Non-Executive Director. In consideration for the provision of the Services, the Group paid Sumitomo Corporation a monthly fee. For the year ended 30 June 2021, \$60,000 was paid or payable to Sumitomo Corporation (2020: \$60,000) for the provision of the Services. These costs have been included in the directors remuneration report under the individual representing Sumitomo Corporation. The total amount outstanding at year end for these services was \$15,000 (2020: \$15,000).

The outstanding balances at each relevant year end are unsecured, interest free and settlement occurs in cash. All outstanding amounts payable comprise current liabilities.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### For the year ended 30 June 2021

#### Note 21. Capital Commitments

##### Future Exploration Commitments

The Group has certain obligations to expend minimum amounts on exploration in tenement areas. These obligations may be varied from time to time and are expected to be fulfilled in the normal course of operations of the Group. The commitments are as follows:

	2021	2020
	\$	\$
Less than 12 months	8,085,956	6,496,423
Between 12 months and 5 years	7,367,663	4,689,637
	<b>15,453,619</b>	<b>11,186,060</b>

To keep tenements in good standing, work programs should meet certain minimum expenditure requirements. If the minimum expenditure requirements are not met, the Group has the option to negotiate new terms or relinquish the tenements. The Group also has the ability to meet expenditure requirements by joint venture or farm-in agreements.

#### Note 22. Financial Risk Management

##### (a) General objectives, policies and processes

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous years unless otherwise stated in this note.

The Group's financial instruments consist mainly of deposits with banks, receivables and payables.

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Group's risk management policies and objectives are therefore designed to minimise the potential impacts of these risks on the results of the Group where such impacts may be material.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. Further details regarding these policies are set out below:

##### (b) Credit Risk

Credit risk is the risk that the other party to a financial instrument will fail to discharge their obligation resulting in the Group incurring a financial loss. This usually occurs when debtors fail to settle their obligations owing to the Group. The Group's objective is to minimise the risk of loss from credit risk exposure.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at 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.

Credit risk is reviewed regularly by the Board. It arises from exposure to receivables as well as through deposits with financial institutions.

The Group does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments entered into by the Group and at reporting date.

Bank deposits are Westpac Banking Corporation Limited (credit rating: A+), Ecobank Cote d'Ivoire (credit rating: B-) and B.I.C.I. Du Gabon (credit rating: B+).

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**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the year ended 30 June 2021

**Note 22. Financial Risk Management (continued)****(c) Liquidity Risk**

Liquidity risk is the risk that the Group may encounter difficulties raising funds to meet financial obligations as they fall due. The objective of managing liquidity risk is to ensure, as far as possible, that the Group will always have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions.

Liquidity risk is reviewed regularly by the Board.

The Group manages liquidity risk by monitoring forecast cash flows and liquidity ratios such as working capital. The Group did not have any financing facilities available at reporting date.

**(d) Market Risk**

Market risk arises from the use of interest bearing, tradable and foreign currency financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk). The Group does not have any material exposure to market risk other than interest rate risk and foreign currency risk.

*Interest rate risk*

Interest rate risk arises principally from cash and cash equivalents. The objective of interest rate risk management is to manage and control interest rate risk exposures within acceptable parameters while optimising the return.

*Foreign currency risk*

Foreign currency risk is that the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's bank deposits held in British Sterling Pound and the United States Dollar.

The Group manages its foreign currency risk by matching as best as possible its foreign exploration spends with the foreign currency it holds.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

For the year ended 30 June 2021

**Note 22. Financial Risk Management (continued)**

Interest rate risk is managed with a mixture of fixed and floating rate financial instruments. For further details on interest rate risk refer to the tables below:

	Floating interest rate	Fixed interest rate	Non-interest bearing	Total carrying amount	Weighted average effective interest rate
	2021	2021	2021	2021	2021
	\$	\$	\$	\$	%
<b>(i) Financial assets</b>					
Cash and cash equivalents	19,135,463	-	-	19,135,463	0.00%
Trade and other receivables	-	-	70,081	70,081	-
Other financial assets	-	-	936,500	936,500	-
<b>Total financial assets</b>	<b>19,135,463</b>	<b>-</b>	<b>1,006,581</b>	<b>20,142,044</b>	

<b>(ii) Financial liabilities</b>					
Trade and other payables	-	-	3,953,793	3,953,793	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>3,953,793</b>	<b>3,953,793</b>	<b>-</b>

	Floating interest rate	Fixed interest rate	Non-interest bearing	Total carrying amount	Weighted average effective interest rate
	2020	2020	2020	2020	2020
	\$	\$	\$	\$	%
<b>(i) Financial assets</b>					
Cash and cash equivalents	7,331,643	-	-	7,331,643	0.01%
Trade and other receivables	-	-	399,250	399,250	-
Other financial assets	-	-	186,666	186,666	-
<b>Total financial assets</b>	<b>7,331,643</b>	<b>-</b>	<b>585,916</b>	<b>7,917,559</b>	

<b>(ii) Financial liabilities</b>					
Trade and other payables	-	-	2,152,690	2,152,690	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>2,152,690</b>	<b>2,152,690</b>	<b>-</b>

The table below demonstrates the sensitivity to a reasonably possible change in the United States dollar and the British pound sterling against the Australian dollar.

	Change in US dollar rate	Effect on profit before tax
		\$
2021	+10%	91,966
	-5%	-45,893
2020	+10%	23,777
	-5%	-11,888

	Change in British sterling pound rate	Effect on profit before tax
		\$
2021	+5%	878,126
	-5%	-876,126
2020	+5%	323,803
	-5%	-323,803



**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**For the year ended 30 June 2021**

**Note 23. Operating Segments**

The Group has identified its operating segment based on the internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The Group is managed primarily on a geographic basis, that is, the location of the respective areas of interest (tenements) in Australia and Africa. Operating segments are determined on the basis of financial information reported to the Board for the Group as a whole. The Group does not yet have any products or services from which it derives an income.

Accordingly, management currently identifies the Group as having only one reportable segment, being exploration for base and precious metals. The financial results from this segment are equivalent to the financial statements of the Group. There have been no changes in the operating segments during the year.

*Geographical information*

	<b>Geographical – non-current assets</b>	
	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
Australia	1,194,389	1,419,068
Ivory Coast	20,223,263	9,330,858
Ghana	16,207,375	9,757,440
Chad	15,096,189	14,045,557
	<b>52,721,216</b>	<b>34,552,923</b>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

For the year ended 30 June 2021

**Note 24. Contingent Assets and Liabilities**

There are no contingent assets and liabilities at 30 June 2021 (2020: nil).

**Note 25. Subsequent Events**

On 1 July 2021 the Group announced it had entered into a conditional binding and definitive agreements with Piedmont Lithium Inc. to fully fund and fast track development of the Ewoyaa Lithium Project in Ghana for US\$102m. Funding will be by a subscription in IronRidge shares for £10.8m (c. US\$15m) at 20 pence per share, regional exploration and advancing the project to definitive feasibility study US\$17m and to production with full capex spend of US\$70m. Piedmont and IronRidge entered into a binding offtake agreement for 50% of the Cape Coast Lithium Portfolio's life of mine spodumene concentrate.

On 19 July 2021, 750,000 fully paid ordinary shares were issued following the exercise of options at £0.12.

On 17 August 2021, the Company passed a resolution at an Extraordinary General Meeting to issue and allot 54,000,000 Subscription Shares. The subscription shares will be fully paid ordinary shares and issued to Piedmont Lithium Ghana Holdings Inc. at £0.20 per Share, raising £10,800,000. The Subscription Shares will be escrowed for a period, which is the earlier of:

- 12 months from the issue of the Subscription Shares; and
- Completion of expenditure of the Initial Interest Exploration and Minimum Amount (as defined in the binding and definitive agreements).

On 17<sup>th</sup> August 2021, 12,150,000 Performance Rights were granted, and 27,000,000 unlisted Options were issued to Directors and other key management personnel. The existing 12,150,000 Performance rights and 20,000,000 unlisted options were cancelled.

On 31 August 2021 the conditions precedent to the execution of the binding agreement with Piedmont Lithium Inc. were satisfied to fully fund and fast track the Company's Ewoyaa Lithium Project through to production for US\$102m. The Group allotted and issued a total of 54,000,000 new ordinary shares to Piedmont at the Issue Price of 20p per Subscription Share (£10.8m; c. US\$15m) and Piedmont committed a further £0.72m (c. US\$1m) via placing of a further 2,880,000 shares at 25p. On admission of the Subscription and Placing Shares this increased Piedmont's ownership to 9.91% of the Group.

On 2 September 2021, the Group reported on additional broad and high-grade lithium pegmatite drill intersections at new targets adjacent to the Ewoyaa Lithium Project where the Company has defined a JORC compliant mineral resource estimate of 14.5Mt at 1.31% Li<sub>2</sub>O in the inferred and indicated category, including 4.5Mt at 1.39% Li<sub>2</sub>O in the indicated category in Ghana, West Africa. RC resource extension drilling now completed for a total 25,612m in 205 holes; assay results reported for an additional 6,921m of the current programme.

On 14 September 2021, the Group reported final high-grade lithium pegmatite drill intersections at new targets adjacent to the Ewoyaa Lithium Project. All assay results now reported for the resource expansion drilling programme with the remaining 5,443m of drilling reported.

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**DIRECTORS' DECLARATION**

In accordance with a resolution of the Directors of IronRidge Resources Limited, I state that:

1. In the opinion of the Directors:
  - (a) The financial statements and notes of IronRidge Resources Limited for the financial year ended 30 June 2021 are in accordance with the *Corporations Act 2001*, including:
    - (i) Giving a true and fair view of its financial position as at 30 June 2021 and performance; and
    - (ii) Complying with the Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*.
  - (b) The financial statements and notes also comply with International Financial Reporting Standards as disclosed in Note 1;
  - (c) There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
  - (d) The remuneration disclosures contained in the Remuneration Report comply with s300A of the *Corporations Act 2001*.
2. This declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2021.

On behalf of the board



Vincent Mascolo  
Managing Director

Sydney  
Date: 30 September 2021

## INDEPENDENT AUDITOR'S REPORT

To the members of IronRidge Resources Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of IronRidge Resources 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 report, 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 ended on that date; 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 *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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

## Key audit matters

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

### Recoverability of exploration and evaluation assets

<i>Key audit matter</i>	<i>How the matter was addressed in our audit</i>
<p>Refer to note 13 in the annual report.</p> <p>The Group carries exploration and evaluation assets as at 30 June 2021 in accordance with the Group’s accounting policy for exploration and evaluation assets.</p> <p>The recoverability of exploration and evaluation assets is a key audit matter due to the significance of the total balance and the level of procedures undertaken to evaluate management’s application of the requirements of AASB 6 Exploration for and Evaluation of Mineral Resources (‘AASB 6’) in light of any indicators of impairment that may be present.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> <li>• Obtaining evidence that the Group has valid rights to explore in the areas represented by the capitalised exploration and evaluation expenditure by obtaining supporting documentation such as license agreements and also considering whether the Group maintains the tenements in good standing</li> <li>• Making enquiries of management with respect to the status of ongoing exploration programs in the respective areas of interest and assessing the Group’s cash flow budget for the level of budgeted spend on exploration projects and held discussions with management of the Group as to their intentions and strategy.</li> <li>• Enquiring of management, reviewing AIM announcements and reviewing directors’ minutes to ensure that the Group had not decided to discontinue activities in any applicable areas of interest and to assess whether there are any other facts or circumstances that existed to indicate impairment testing was required.</li> </ul>

## Share Based Payment

<i>Key audit matter</i>	<i>How the matter was addressed in our audit</i>
<p>As disclosed in note 16, the Group has recognised a share based payment expense in the Statement of Profit and Loss and Other Comprehensive Income for the year ended 30 June 2021 due to the issue of a number of equity instruments.</p> <p>Share based payments is a key audit matter as the accounting can be complex and requires judgement and the use of assumptions regarding their recognition and measurement.</p> <p>Furthermore, as part of the capital raised during the year, management issued warrants to the Adviser. There is a risk that these warrants may not be accounted for in line with AASB 2 <i>Share Based Payments</i>, resulting in a material misstatement.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> <li>• Obtaining an understanding of the warrants issued during the year through discussion with management and review of agreements, board minutes and AIM announcements</li> <li>• Reviewing valuation of the warrants provided by a management expert</li> <li>• Reviewing the recognition of the share based payment transactions in line with the requirements of AASB 2 <i>Share Based Payments</i>.</li> </ul>

### Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2021, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and 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](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 included pages 18 to 30 of the directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of IronRidge Resources 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.

**BDO Audit Pty Ltd**



**R M Swaby**  
Director

Brisbane, 30 September 2021

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO Australia Ltd ABN 77 050 110 275, an Australian company limited by guarantee. BDO Audit Pty Ltd and BDO Australia Ltd are members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.