

Neometals

2020 ANNUAL REPORT



Our Business

Neometals innovatively develops **opportunities in minerals and advanced materials** essential for a sustainable future with a focus on the **energy storage megatrend**.



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Chairman and Managing Director's Address

Dear Shareholders,

Financial year 2020 has been challenging for reasons the global community could not anticipate. The COVID-19 pandemic has created significant commercial headwinds for all companies. Neometals however has taken actions to significantly reduce the impact of this disruption and your Company has made material progress during the year.

Neometals has held a unique risk mitigation approach for some time. The prudence of this approach, now more than ever, is clearly evident. The strategy sees Neometals targeting globally relevant sectors early, building value in diversified opportunities and reducing risk with R&D and downstream integration before bringing on strong partners to expedite successful commercialisation.

The Company's focus, together with a strong desire to be ahead of the curve on emergent opportunities, has seen a pivot towards responsible materials recovery and recycling projects away from upstream mining. These efforts are evidenced by the Company's recycling presence in Europe where electric vehicle investment leads the World, and the European Commission is making unprecedented moves to ensure domestic critical mineral resilience and a decarbonised circular economy.

The Neometals drive to maximise the use of finite resources complements our upstream minerals and materials projects and will be outlined in our inaugural sustainability report. Importantly, environment, sustainability and governance (ESG) considerations have always been part of the Neometals modus operandi. We recognise that ESG strategies allow companies to better address risk, build resilience and provide transparency.

Despite the travel and logistics challenges posed by the pandemic, Neometals has made significant project progress during the year with all 4 core projects now subject to partnering arrangements and all funded through evaluation to financial investment decisions.

Specific corporate highlights included:

- 2cps partially franked dividend
 bringing total shareholder cash returns to c. \$55 million over the past 5 years;
- Growth of the Neometals team to 20 professionals; and
- Prudent capital allocation to retain \$81.3 million cash and investments after dividends and growth expenditure to fund projects and attract project partners.

Project related highlights included:

Recycling and Resource Recovery:

- Lithium-ion Battery Recycling successful completion of recycling pilot with all proof-of-scale objectives met and technical risk significantly reduced. Binding agreement to establish a 50:50 JV (Primobius GmbH) with leading German engineers SMS group to commercialise Neometals proprietary lithium battery recycling process; and
- Vanadium Recovery collaboration agreement signed to evaluate the formation of a 50:50 joint venture to recover vanadium from processing stockpiled residues from leading Scandinavian steel maker SSAB with Critical Metals Ltd. Scoping study outcomes confirm first quartile cash operating cost position.

Downstream Advanced Materials:

 Lithium Refinery Project – MoU advanced via commencement of jointly funded feasibility study with leading Indian power trader, Manikaran Power.

Upstream Minerals:

- Barrambie Titanium and Vanadium Project entered into an agreement to co-evaluate and potentially develop commercial operations with IMUMR,
 China's leading research institute for vanadiferous titanomagnetite deposits. Evaluation activities included pilot-scale production of gravity and magnetic concentrates, pyrometallurgical (smelting) test work in China and a hydrometallurgical pilot program in Australia. The value in use of the Barrambie ore is now well understood and the project is well positioned to enter into discussions with potential offtakers;
- Mt Edwards Exploration activities have improved the quality and quantity of its inventory of nickel sulphide resources. Evaluation activities have commenced on a number of deposits to identify a potential multi-deposit mineplan that could be developed over a 3-5 year time horizon, which aligns well with the strong market conditions for nickel forecast by leading analysts.

Neometals has a clear strategy and purpose. The Company innovatively develops opportunities in minerals and advanced materials essential for a sustainable future. Over the year, your Company's Board and management have worked hard, with success, to fulfil that purpose.

With multiple exposures to the global megatrend that is battery energy storage and electric vehicles, Neometals is well positioned to generate shareholder value through its socially and environmentally responsible development strategies.

Your Board is excited about the future, and together with the management team, remain committed to realising the Company's success and delivering returns to the Company's supportive shareholder base.

Steven Cole

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MANAGING DIRECTOR

23 October 2020

Lithium-ion battery [LIB]

2019-2020 Financial Highlights

\$81.3M

~A6.3M in investments

2 cent dividend

paid during the year

A\$55M in dividends

over last five financial years

NO DEBT

2019-20 Operational Highlights

Neometals' Projects

Vanadium Recovery

Lulea O Sweden

LIB Recycling

HilchenbachGermany

Lithium Refinery

India

Titanium & Vanadium

Barrambie O Nickel & Lithium

Mt Edwards

Australia



Lithium-ion Battery ('LIB') Recycling Project

Completion of the Neometals LIB recycling pilot with all proof-of-scale objectives met and technical risk significantly reduced.

Extensive due diligence on pilot outcomes successfully completed.



Vanadium Recovery Project

Completion of Scoping Study which indicated potential for lowest quartile cash cost operation to recover vanadium chemicals from SSAB steel making by-products; and Completed metallurgical drilling program on stockpiles at Lulea and commenced metallurgical test work phase of the Pre-Feasibility Study in Perth.



Lithium Refinery Project

Commenced a jointly funded Feasibility study for proposed Indian lithium refinery JV. Work included plant vendor test-work, engineering layouts, site location study and completion of process design package;

Indian Government advancing its 'Made in India' initiative to foster domestic production of lithium-ion batteries.



Barrambie Titanium and Vanadium Project

One of the world's highest-grade hard-rock titanium-vanadium deposits, working towards a development decision for a staged operation in mid-2021.





The directors of Neometals Ltd ('Company' and 'Neometals') present the annual financial report for the Company and its controlled entities ('Consolidated Entity' and 'Group').

Neometals innovatively develops opportunities in minerals and advanced materials essential for a sustainable future. With a focus on the energy storage megatrend, the strategy focuses on de-risking and developing long-life projects with strong partners and integrating down the value chain to increase margins and return value to shareholders.

Neometals has four core projects with strong partners that span the battery value chain:



Recycling and Resource Recovery

- Lithium-ion Battery Recycling a proprietary process for recovering cobalt and other valuable materials from spent and scrap lithium batteries. Pilot plant testing completed with plans well advanced to conduct demonstration scale trials with 50:50 JV partner SMS group. Working towards a development decision in 2021; and
- Vanadium Recovery a 27-month option to evaluate establishing a 50:50 joint venture to recover vanadium from processing by-products ('Slag') from leading Scandinavian steel maker SSAB. Underpinned by a ten-year Slag supply agreement, a decision to develop sustainable European production of high-purity vanadium pentoxide is targeted for December 2022.



Downstream Advanced Materials

 Lithium Refinery Project – evaluating the development of India's first lithium refinery to supply the battery cathode industry with potential 50:50 JV partner Manikaran Power. Underpinned by a binding life-of-mine annual offtake option for 57,000 tonnes per annum of Mt Marion 6% spodumene concentrate. Working towards a development decision in 2023.



Upstream Industrial Minerals

• Barrambie Titanium and Vanadium Project - one of the world's highest-grade hard-rock titanium-vanadium deposits, working towards a development decision for a staged operation in mid-2021.



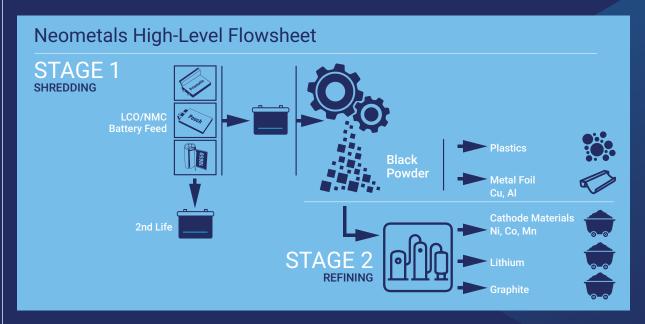
CORE PROJECTS

LITHIUM BATTERY RECYCLING PROJECT

(50:50 Joint Venture with SMS group)

Neometals has developed a sustainable process flowsheet targeting the recovery of battery materials contained in production scrap and end-of-life lithium-ion batteries (LIBs) that might otherwise be disposed of in land fill or processed in high-emission pyrometallurgical recovery circuits. Neometals' process flowsheet targets the recovery of valuable materials from consumer electronic batteries (devices with lithium cobalt oxide (LCO) cathodes), and nickel rich EV and stationary storage battery chemistries (lithium nickel-manganese cobalt (NMC) cathodes). The flowsheet is designed to recover cobalt, nickel, lithium, copper, iron, aluminium and manganese into saleable products with demonstration scale trials targeted at showcase facilities in Europe commencing in 2021.

A 2019 scoping study, based on previous bench scale test-work, highlighted robust economics. Data from the recently concluded pilot trial will feed next stage engineering and feasibility studies.



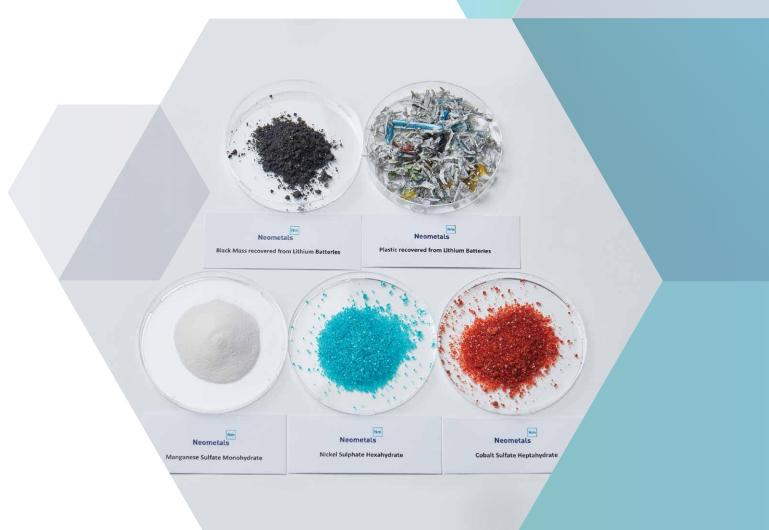
The recycling flowsheet comprises two stages:

- Shredding and beneficiation to remove metal casings, electrode foils and plastics ('Feed Preparation'); and
- Leaching, purification and precipitation to deliver chemical products via the hydrometallurgical processing facility ('Hydrometallurgical Processing').

Figure 2 - High level flowsheet showing the materials generated from Feed Preparation and Hydrometallurgical <u>Processing stages.</u>

Pilot Plant





Pilot Plant

During the year, Neometals announced successful completion of its lithium-ion battery recycling pilot in Canada ('Pilot'). The Pilot validated earlier bench scale assumptions with high recoveries of a targeted suite of cathode active elements that were refined into high purity chemicals for re-use in the battery supply chain.

The Pilot, undertaken by SGS Canada Inc., represents part of the pre-development activities for a proposed commercial LIB recycling venture to recover LIB materials from electric vehicle and consumer electronics batteries. Neometals successfully shredded and processed 2.3 tonnes of spent commercial LIBs during the 'Feed Preparation' stage of the Pilot. A total of 980 kg of shredded and upgraded cathode and anode material ('Black Mass') was fed into the subsequent

'Hydrometallurgical Processing' stage from which cathode materials have been recovered and refined into high-purity chemical products.

Successful completion of the Pilot, which commenced in February 2019, represented a significant commercial milestone for the Neometals recycling technology. Objectives were met and surpassed, no fatal technical flaws arose, and the Company now has the data to commence feasibility-level studies ahead of demonstration trials in Europe ('Demonstration Trial'). With the Pilot significantly reducing the technical risk of commercialising its proprietary process, Neometals can proceed confidently towards the SMS group commercialisation JV and advance feed supply and product offtake activities (see JV with SMS section on next page for further information).

JV with SMS

To accelerate commercial development of the recycling project, Neometals announced during the December 2019 quarter that it had entered a binding memorandum of understanding ("MOU") with leading global processing plant manufacturer SMS group ("SMS"), following which SMS successfully concluded its due diligence to evaluate the results of the Neometals Pilot. The parties finalised the definitive transaction documents for the formation

of a 50:50 joint venture ('JV'), to design and construct a demonstration plant at an SMS site in Germany. The formal agreements were executed subsequent to year end on 31 July 2020.

A Class 3 Engineering Cost Study will be completed concurrently and a final JV investment decision ('FID') will follow feasibility evaluation to consider construction of the first commercial-scale operation.



CORE PROJECTS

VANADIUM RECOVERY PROJECT

(Option towards 50:50 Joint Venture)

Recycling Agreement

During the year, Neometals announced execution of a collaboration agreement with unlisted Scandinavian-focused explorer, Critical Metals Ltd ('Critical'), to jointly evaluate the feasibility of recovering high-purity vanadium products from high-grade vanadium-bearing steel by-product ('Slag') in Scandinavia (for full details refer to ASX announcement entitled 'High-Grade Vanadium Recycling Agreement' released on 6 April 2020). The collaboration contemplates Neometals funding and managing the evaluation activities, up to consideration of an investment decision. A positive investment decision will lead to a 50:50 incorporated joint venture ('JV'). Neometals is Critical's largest shareholder and holds 15.4% of its issued capital.

Critical has executed a conditional agreement ('Slag Supply Agreement') with SSAB EMEA AB and SSAB Europe Oy, subsidiaries of SSAB ('SSAB'), a steel producer that operates steel mills in Scandinavia.

Slag is a by-product of SSAB's steel making operations. The Slag Supply Agreement provides a secure basis for the evaluation of an operation capable of processing 200,000 tonnes of Slag per annum without the need to build a mine and concentrator like existing primary producers.

Neometals has extensive experience in the metallurgical processing of vanadium bearing concentrates from its Barrambie Titanium-Vanadium project and has, through a wholly owned subsidiary Avanti Materials Ltd ('Avanti'), developed a proprietary hydrometallurgical flowsheet suitable for recovering Vanadium from the Slag. The flowsheet utilises conventional equipment and is subject to provisional patent applications, tailored to recover high-purity vanadium chemicals from Slag. Extensive due-



diligence test-work completed by Neometals' chosen metallurgical contractor in Perth on multiple SSAB Slag samples has confirmed excellent recoveries from leaching under mild conditions at atmospheric pressure.

Neometals' hydrometallurgical process has significant operational, cost and risk advantages over the traditional pyro/hydro-metallurgical (salt-roast) process route.

The collaboration agreement is significant as it creates an option to secure critical materials without mining and processing risk and the opportunity to produce high-grade vanadium products with lowest quartile costs owing to the grade of vanadium sitting above surface in stockpiles.

One of Neometals' key strategies relates to identification and disciplined evaluation of mineral and materials projects that have direct exposure to the energy storage

and electric vehicle mega-trend. As it relates to energy storage, vanadium solutions are the storage medium in the Vanadium Redox Flow batteries ('VRFBs') which are a leading stationary storage technology. Approximately 75% of global vanadium supply is produced in China and Russia, and there exists a significant opportunity to supply the European and American markets from recycling SSAB's Scandinavian feedstocks.

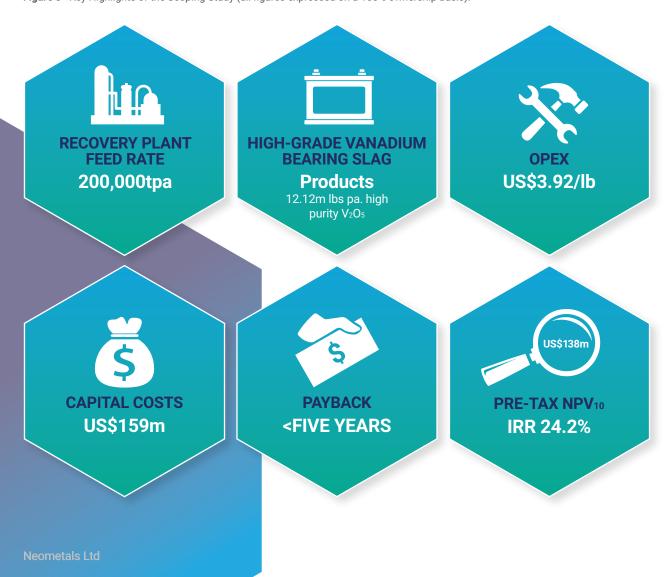
Evaluation

During the year Neometals completed a scoping study which highlights a strong case for future development of a processing operation to recover vanadium chemicals from steel making by-products. The scoping indicated potential lowest quartile cash costs. Accordingly

Neometals has proceeded to the next stage of evaluation studies, comprising completion of continuous mini-pilot scale metallurgical test-work to provide process data for a Class 4 American Association of Cost Engineering ('AACE') engineering cost study culminating in a Preliminary Feasibility Study ('PFS'). Neometals has completed the metallurgical drilling program on the SSAB Lulea stockpiles.

Critical will advance site selection studies, approvals and manage the SSAB relationship.

Figure 3 - Key Highlights of the Scoping Study (all figures expressed on a 100% ownership basis).



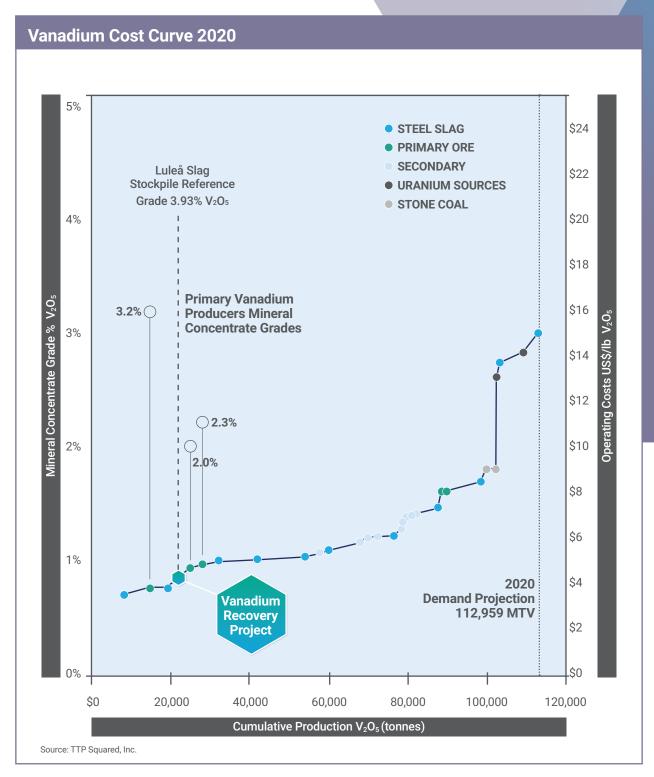


Figure 4 – Scoping Study Operating Cost Estimate over 2020 Vanadium Operating Cost Curve.

CORE PROJECTS

LITHIUM REFINERY PROJECT (LR)

(Neometals Ltd 100%)

The key purpose of the lithium refinery project ('LR') is to realise value from the Company's Mt Marion spodumene concentrate offtake option ('Offtake Option'). The annual Offtake Option from Mt Marion provides a fixed volume of up to 57,000tpa of 6% spodumene concentrate for conversion into battery grade lithium hydroxide (LiOH) for supply to LIB cathode and cell makers. The LR has been designed with a flexible capacity of nominally 20,000tpa of LiOH.

The LR represents a strategic option for downstream lithium chemical production when the lithium market returns to a position of strength. Development timelines have been designed to align with projected supply deficits forecast from \sim 2025 onwards.

MOU with Manikaran Power

Late 2019, the Company entered into a MOU with Manikaran Power Limited ('Manikaran'). Pursuant to this MOU, Neometals and Manikaran have agreed to contribute their respective skills, resources and knowhow to co-fund evaluation studies of the development of a LR in India and to share the costs of the evaluation equally. Upon completion of evaluation studies, and subject to agreement on terms, a final investment decision ('FID') will be considered for a 50:50 joint venture ('JV') to progress and develop the LR in India. A positive FID and formal JV commitment would see Neometals contributing to the venture its 'life-of-mine' Offtake Option volume. Additional spodumene feed would be secured, as required, from external sources to meet the LR's needs depending on nameplate capacity. It is proposed Manikaran will take the lead role in procuring project financing for not less than 50% of the capital expenditure required, securing regulatory approvals and Indian government subsidies (as available), securing a suitable site for the LR and necessary utility and reagent supplies.



During the year activities associated with the Manikaran MOU included:

- Evaluation of potential project sites (including a visit by senior management to India) which culminated in the potential site being narrowed down to three lots within the Mundra port in the State of Gujurat;
- Commencement of an AACE Class 3 based Feasibility Study awarded to Primero;
- Testing of Mt Marion concentrates with potential plant vendors;
- Completion of the process design work package for hydromet component of plant by Veolia;
- Advancement of process design criteria in preparation for input from pyrometallurgy and hydrometallurgy technology vendors, SCT and Veolia respectively;
- Commercial discussions ongoing with potential providers of third party spodumene feed for the LR.



Adani - Mundra Port



Figure 5 – Proposed Project Location adjacent to Mundra Port, the largest port in India.

CORE PROJECTS

BARRAMBIE VANADIUM / TITANIUM PROJECT

(Neometals 100%)

The Barrambie Vanadium and Titanium Project in Western Australia ('Barrambie') is one of the largest vanadiferous-titanomagnetite ('VTM') resources globally (280.1Mt at 9.18% TiO_2 and 0.44% V_2O_5)*, containing the world's second highest-grade hard rock titanium resource (53.6Mt at 21.17% TiO_2 and 0.63% V_2O_5)* and high-grade vanadium resource (64.9Mt at 0.82% V_2O_5 and 16.9% TiO_2) subsets (referred to as the Eastern and Central Bands respectively) based on the latest Neometals 2018 Mineral Resource Estimate (*for full details refer to ASX announcement entitled "Updated Barrambie Mineral Resource Estimate" released on 17 April 2018 and Table 1 on following page).



Table 1 - Barrambie Mineral Resource Estimate, April 2018.

Global Resource as at 17 April 2018 ¹									
	Tonnes (M)	TiO ₂ (%)	V2O5 (%)						
Indicated	187.1	9.61	0.46						
Inferred	93.0	8.31	0.40						
Total	280.1	9.18	0.44						
High-Grade V₂O₅ Resource (at 0.5% V₂O₅ cut-off) ²									
	Tonnes (M)	TiO ₂ (%)	V2O5 (%)						
Indicated	49.0	16.93	0.82						
Inferred	15.9	16.81	0.81						
Total	64.9	16.90	0.82						
	High-Grade TiO₂ Resou	ırce (14% TiO ₂ cut-off) ²							
	Tonnes (M)	TiO ₂ (%)	V2O5 (%)						
Indicated	39.3	21.18	0.65						
Inferred	14.3	21.15	0.58						
Total	53.6	21.17	0.63						

Refer to Neometals ASX release dated 17 April 2018 titled "Updated Barrambie Mineral Resource Estimate" available at https://www.neometals.com.au/18-04-17-barrambie-mineral-resource-release/

Barrambie is located approximately 80km North-west of Sandstone in Western Australia (see Figure 1) and has a granted mining lease covering its mineral resource.

IMUMR MOU

In October 2019, Neometals entered a memorandum of understanding ('MOU') with Chinese research organisation, IMUMR, to jointly advance development of Barrambie (for full details refer to ASX announcement entitled "Development agreement for Barrambie Project" released on 4 October 2019). MOU activities are underway with concentrate (mixed, Ilmenite and Iron/Vanadium) being evaluated ahead of a potential processing demonstration plant. The MOU outlines a potential pathway towards a 50:50 joint venture to advance Barrambie's commercial exploitation.

The MOU establishes a pathway to enhance and realise value through the development of Barrambie with a potential partner to considerably reduce Neometals funding requirements and project risk. It should also be

recognised that IMUMR has a Chinese national mandate that includes development of upstream supply chains for industries of strategic relevance to China. IMUMR will have the right, subject to Neometals approval, to assign its interests under the MOU to a commercial Chinese chemical processing partner.

Test-work

Metallurgical test-work activities progressed well during the quarter and have been scoped to align with evaluation steps in the Neometals MOU with IMUMR towards a commercial mining and processing venture. The test-work can be considered in two parts:

- Beneficiation to produce high quality concentrates which are suitable feedstocks for conventional downstream processing into titanium and vanadium products (metals and chemicals); and
- Design and trialling of a hydrometallurgical downstream processing flowsheet to make highpurity titanium and vanadium chemical products.

⁽¹⁾ Based on Cut-off grades of ≥0% TiO₂ or ≥2% V₂O₅

⁽²⁾ The high-grade titanium and vanadium figures are a sub-set of the total Mineral Resource. These figures are not additive and are reporting the same block mode volume but using different cut-off grades

Beneficiation and Downstream Processing

During the year, magnetic and gravity-based pilot beneficiation campaigns were successfully completed in Perth. In addition to the samples of iron/vanadium and ilmenite concentrates that were sent to China for customer evaluation, Neometals now has approximately 11 tonnes of additional Barrambie Eastern Band (titanium rich) concentrate available for blending and delivery to meet IMUMR MOU commitments.

In addition to preparation of concentrates from the pilot trial, Neometals completed downstream test-work (hydrometallurgy) on Eastern band concentrates to:

- extract and recover the vanadium values; and
- produce feed for pilot processing of titanium chemicals in Perth.

Neometals has demonstrated the ability to make a highpurity intermediate chemical that is commonly produced by prospective titanium pigment customers. Industrial minerals need to be benchmarked for value in use to attract off-takers and industry partners. Of commercial relevance, the hydrometallurgical titanium chemical results will support investigations by potential partners who will look to add value to titanium and vanadium/iron bearing concentrates prepared in Australia.

Neometals is encouraged by positive feedback from IMUMR and other industry groups on ilmenite concentrate. Industry feedback is pending on the iron/ vanadium concentrates prepared by Neometals and that industry feedback will guide next steps for further analysis and/or flowsheet demonstration.

Class 5 Scoping and Engineering Studies

An AACE Class 5 Engineering Cost Study on Neometals favoured path to extract value from both titanium and vanadium is now complete. With ore, concentrate and chemical product quality in a position to be measured by third parties via evaluation samples, the study outcomes will provide the remaining information to IMUMR and other potential industry partners from which to make preliminary assessments of Barrambie product value-in-use and economic viability within their various

vanadium chemical markets, Neometals will narrow its focus to the evaluation of concentrate operation as a first stage.



EXPLORATION PROJECT

MT EDWARDS LITHIUM & NICKEL PROJECT

(Neometals 100%)

During the year, Neometals continued to build value at have defined high-grade massive nickel mineralisation outcomes at Mt Edwards are driving development of a pipeline of short lead time nickel sulphide deposits results to date have provided strong encouragement regarding alternatives to realise value at Mt Edwards.

of contained nickel estimated across eleven nickel Mineral Resource' released on 26 May 2020).



	Indic	ated	Infe	rred	Total	Mineral Reso	ırces
Deposit	Tonne (kt)	Nickel (%)	Tonne (kt)	Nickel (%)	Tonne (kt)	Nickel (%)	Nickel Tonnes
Widgie 3 (2)			625	1.5	625	1.5	9,160
Gillett (5)			1,306	1.7	1,306	1.7	22,500
Widgie Townsite (2)	2,193	1.9			2,193	1.9	40,720
Munda ⁽³⁾			320	2.2	320	2.2	7,140
Mt Edwards 26N (2)			575	1.4	575	1.4	8,210
132N ⁽¹⁾	110	3.5	10	1.8	120	3.4	4,070
Cooke (1)			150	1.3	150	1.3	1,950
Armstrong (4)	526	2.1	107	2.0	633	2.1	13,200
McEwen (1)			1,070	1.3	1,070	1.3	13,380
McEwen Hangingwall (1)			1,060	1.4	1,060	1.4	14,840
Zabel (1)			330	1.8	330	1.8	5,780
TOTAL	2,829	2.0	5,553	1.5	8,382	1.7	141,000

- orting criteria: Mineral Resources quoted using a 1% Ni block cut-off grade. Small discrepancies may occur due to rounding.

 refer announcement on the ASX: NMT 19 April 2018 titled Mt Edwards JORC Code Mineral Resource 48,200 Nickel Tonnes
 refer announcement on the ASX: NMT 25 June 2018 titled Mt Edwards Project Mineral Resource Over 120,000 Nickel Tonnes
 refer announcement on the ASX: NMT 13 November 2019 titled Additional Nickel Mineral Resource at Mt Edwards
 refer announcement on the ASX: NMT 16 April 2020 titled 60% Increase in Armstrong Mineral Resource
 refer announcement on the ASX: NMT 26 May 2020 titled Increase in Mt Edwards Nickel Mineral Resource

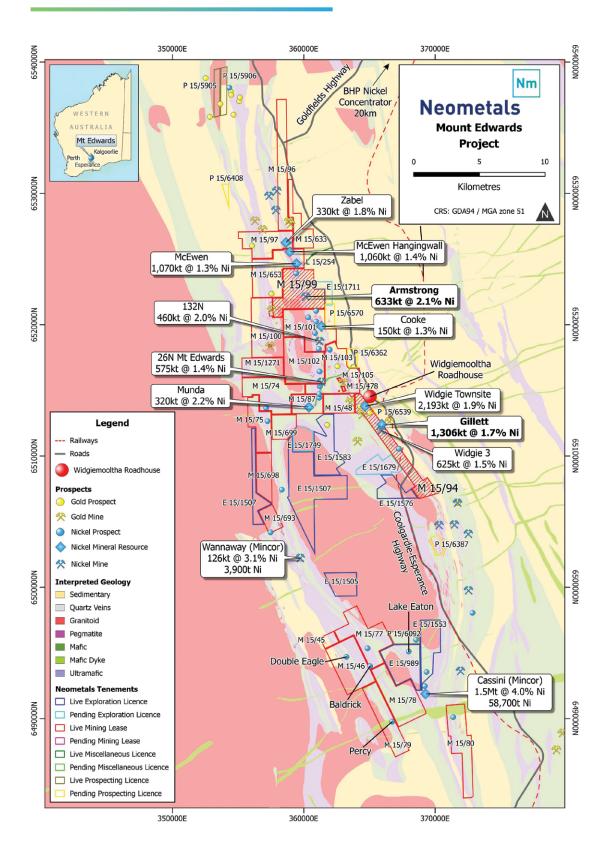


Figure 6 - Mt Edwards Project tenure over geology. The location of the Armstrong and Gillett Mineral resources, and their relative Mining Leases (M15/99 and M15/94) are shown along with the project's other Mineral Resources.

Neometals hold 100% nickel rights for all live tenements shown above.

Near Term Work

Exploration

Neometals is excited to be heading back into the field with a targeted drilling program over the Lake Eaton prospect and tenure along strike from Mincor's Cassini deposit ('Cassini'). Diamond drilling is presently underway on the recently acquired Exploration License E15/1553 located less than two kilometres directly north and along strike from Cassini. A number of the conductor plates identified on the Cassini-Wannaway trend with completion of MLEM geophysical survey are planned to be drilled on the southern portion of the project over tenements M15/78, E15/989 and E15/1553.

Resource Extension/Development Studies

Given the success this quarter of increasing the resource at Gillett, planning work is underway for a work program that will include RC and diamond core drilling to further test the extents of mineralisation, and infill drilling to increase confidence sufficient to 'upgrade' the Mineral Resource 'classification'. In addition, diamond core drilling and sampling will be used to further improve the understanding of the mineralogy and metallurgical characteristics to pave the way for advanced mining studies.

Compliance Statement

The information in this review of operations that relates to Mineral Resource and Ore Reserve Estimates and updated DFS Results for the Barrambie Vanadium/Titanium Project and Mineral Resource Estimates for the Mt Edwards Project are extracted from the ASX Announcements listed in the table below, which are also available on the Company's website at www.neometals.com.au

26/05/2020	Mt Edwards Nickel - Increase in Mt Edwards Nickel Mineral Resource
16/04/2020	Mt Edwards Nickel - 60% Increase in Armstrong Mineral Resource
13/11/2019	Additional Nickel Mineral Resource at Mt Edwards
25/06/2018	Mt Edwards Nickel - Mineral Resource over 120,000 Nickel Tonnes
19/04/2018	Mt Edwards Nickel - Mineral Resource Estimate
17/04/2018	Updated Barrambie Mineral Resource Estimate

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and that all material assumptions and technical parameters underpinning the estimates in the market announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified form the original market announcements.



5 October 2020



	Tonnes (Mt)	TiO ₂ (%)	V ₂ O ₅ (%)
Indicated	187.1	9.61	0.46
Inferred	93.0	8.31	0.40
Total	280.1	9.18	0.44

Reporting criteria: \geq 10% TiO $_2$ or \geq 0.2% V $_2$ O $_9$; small discrepancies may occur due to rounding See ASX Release 17 April 2018 titled: Updated Barrambie Mineral Resource Estimate

There has been no change in the Mineral Resource estimate since last year's Annual Statement.

Barrambie Project Ore Reserve Estimate

The Ore Reserve is within the Mineral Resource estimate above.

	Ore Tonnes (Mt)	V ₂ O ₅ (%)	TiO ₂ (%)	Fe ₂ O ₃ (%)	Al ₂ O ₃ (%)	SiO ₂ (%)
Probable	39.9	0.78	15.1	46.4	12.5	17.6

Cut-off based on 0.6% V₂O₅ cut off (prior to dilution) and net value (revenue minus selling, processing, administration and incremental ore mining costs) >\$0/t on a diluted block by block basis from the parameters used in the pit optimisation.

See ASX Release 22 May 2019 titled: DFS Results for Barrambie Vanadium Production and commencement of Titanium Pilot Program

There has been no change in the Ore Reserve estimate since last year's Annual Statement.

Competent Persons Statement

The information in this Annual Statement for Barrambie that relates to Mineral Resources is based on, and fairly represents, the ASX announcement dated 17 April 2018 (Updated Barrambie Mineral Resource Estimate) which was prepared by a Competent Person (Mr John Graindorge).

The information in this Annual Statement for Barrambie that relates to Ore Reserves is based on, and fairly represents, the ASX announcement dated 22 May 2019 (DFS Results for Barrambie Vanadium Production and commencement of Titanium Pilot Program) which was prepared by Competent Persons (Mr Frank Blanchfield and Mr Gavin Beer).

The Mineral Resource and Ore Reserve statements has been approved by Mr Frank Blanchfield, who consents to the inclusion in the report of the matters based on this information in the form and context in which it appears. Mr Blanchfield is an employee of Snowden Mining Industry Consultants Pty Ltd and is a fellow of the Australasian Institute of Mining and Metallurgy.

The information in this announcement that relates to Ore Reserves (Metallurgy and Metallurgical Factors and Assumptions) is based on, and fairly represents, information and supporting documents, compiled by Gavin Beer who is a full-time employee of Neometals Ltd and is a Chartered Professional (Metallurgy) and Member of The Australasian Institute of Mining and Metallurgy. Gavin Beer 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 JORC Code (2012). Gavin Beer consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The estimated Ore Reserves underpinning the production targets in this announcement have been prepared by a competent person in accordance with the requirements of the JORC code (2012).

Annual Mineral Resource & Ore Reserve Statement (continued)

5 October 2020

Mt Edwards Nickel Project Mineral Resource Statement

Mineral Resource Classification	Indicated		Infe	rred	TOTAL Mineral Resources			
Deposit	Tonne (kt)	Nickel (%)	Tonne (kt)	Nickel (%)	Tonne (kt)	Nickel (%)	Nickel Tonnes	
Widgie 3 (1)			625	1.5	625	1.5	9,160	
Gillett (5)			1,306	1.7	1,306	1.7	22,500	
Widgie Townsite (2)	2,193	1.9			2,193	1.9	40,720	
Munda (3)			320	2.2	320	2.2	7,140	
Mt Edwards 26N (2)			575	1.4	575	1.4	8,210	
132N (6)	34	2.9	426	1.9	460	2.0	9,050	
Cooke (1)			150	1.3	150	1.3	1,950	
Armstrong (4)	526	2.1	107	2	633	2.1	13,200	
McEwen (1)			1,070	1.3	1,070	1.3	13,380	
McEwen Hangingwall (1)			1,060	1.4	1,060	1.4	14,840	
Zabel (1)			330	1.8	330	1.8	5,780	
TOTAL	2,829	2.0	5,553	1.5	8,382	1.7	146,000	

Mineral Resources quoted using a 1% Ni block cut-off grade, except Munda at 1.5% Ni. Small discrepancies may occur due to rounding

- (1) refer announcement on the ASX: NMT 19 April 2018 titled Mt Edwards JORC Code Mineral Resource 48,200 Nickel Tonnes
- (2) refer announcement on the ASX: NMT 25 June 2018 titled Mt Edwards Project Mineral Resource Over 120,000 Nickel Tonnes
- $^{(3)}$ refer announcement on the ASX: NMT 13 November 2019 titled Additional Nickel Mineral Resource at Mt Edwards
- (4) refer announcement on the ASX: NMT 16 April 2020 titled 60% Increase in Armstrong Mineral Resource (5) refer announcement on the ASX: NMT 26 May 2020 titled Increase in Mt Edwards Nickel Mineral Resource
- (6) refer announcement on the ASX: NMT 6 October 2020 titled 132N Nickel Mineral Resource and Exploration Update at Mt Edwards



Annual Mineral Resource & Ore Reserve Statement (continued)

5 October 2020

Mt Edwards Nickel Project - Change in Mineral Resource from 2019 to 2020

As per listing rule 5.21.4 a comparison Is made with last year's Mineral Resource statement as there have been material differences due to the acquisition of Munda and the re-estimation of Armstrong, Gillett and 132N Mineral Resources following additional drilling by Neometals.

An additional 22,660 Nickel Tonnes have been added to the Total Mineral Resource.

The table below summarises these material changes.

	Total Mineral Total Mineral Resources 2019 Resources 2020			Variation from 2019 to 2020						
Deposit	Tonne (kt)	Nickel (%)	Nickel Tonnes	Tonne (kt)	Nickel (%)	Nickel Tonnes	Tonne (kt)	Nickel (%)	Nickel Tonnes	comments
Widgie (3)	625	1.5	9,160	625	1.5	9,160	0	0	0	no change
Gillett (5)	955	1.8	17,050	1,306	1.7	22,500	351	1.6	5,450	re-estimation of Mineral Resource with additional drilling
Widgie Townsite	2,193	1.9	40,720	2,193	1.9	40,720	0	0.0	0	no change
Munda (3)				320	2.2	7,140	320	2.2	7,140	acquisition and estimation during 2019/20
Mt Edwards 26N	575	1.4	8,210	575	1.4	8,210	0	0.0	0	no change
132N ⁽⁶⁾	120	3.4	4,070	460	2.0	9,050	340	1.5	4,980	re-estimation of Mineral Resource with additional drilling
Cooke	150	1.3	1,950	150	1.3	1,950	0	0.0	0	no change
Armstrong (4)	320	2.5	8,180	633	2.1	13,200	313	1.6	5,020	re-estimation of Mineral Resource with additional drilling. Measured material is now classified as Indicated
McEwen	1,070	1.3	13,380	1,070	1.3	13,380	0	0.0	0	no change
McEwen Hangingwall	1,060	1.4	14,840	1,060	1.4	14,840	0	0.0	0	no change
Zabel	330	1.8	5,780	330	1.8	5,780	0	0.0	0	no change
TOTAL	7,398	1.7	123,340	8,722	1.7	146,000	1,324	1.7	22,660	

All Mineral Resources are reported at a 1% Ni cut-off grade, except for Munda which Is reported at 1.5% Ni.

Small discrepancies may occur due to rounding

 $^{^{(1)} \}hspace{0.5cm} \text{refer announcement on the ASX: NMT 19 April 2018 titled Mt Edwards JORC Code Mineral Resource 48,200 Nickel Tonnes} \\$

refer announcement on the ASX: NMT 25 June 2018 titled Mt Edwards Project Mineral Resource Over 120,000 Nickel Tonnes
 refer announcement on the ASX: NMT 13 November 2019 titled Additional Nickel Mineral Resource at Mt Edwards

⁽⁴⁾ refer announcement on the ASX: NMT 16 April 2020 titled 60% Increase in Armstrong Mineral Resource

⁽⁵⁾ refer announcement on the ASX: NMT 26 May 2020 titled Increase in Mt Edwards Nickel Mineral Resource

⁽⁶⁾ refer announcement on the ASX: NMT 6 October 2020 titled 132N Nickel Mineral Resource and Exploration Update at Mt Edwards

Annual Mineral Resource & Ore Reserve Statement (continued)

5 October 2020

The information in this Annual Statement for Mt Edwards that relates to Munda, Armstrong, Gillett and 132N Mineral Resources is based on, and fairly represents, information and supporting documentation compiled and prepared by Mr Richard Maddocks. Mr Maddocks is a consultant to Auralia Mining Consulting and is a Fellow of the Australasian Institute of Mining and Metallurgy (member no. 111714) with over 30 years of experience and is a sole trader and an independent contractor to Neometals Ltd. Mr Maddocks 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 JORC Code. Mr Maddocks consents to the inclusion in this report of the matters based on his information in the form and content in which it appears.

The information in this Annual Statement for Mt Edwards that relates to Widgie Townsite, Widgie 3 and McEwen, McEwen Hangingwall, and Zabel Mineral Resources is based on, and fairly represents, information and supporting documentation compiled and prepared by Mr Luke Marshall. Mr Marshall is a sole trader and independent contractor to Neometals Ltd.

The information in this Annual Statement for Mt Edwards that relates to the Mt Edwards 26N Mineral Resource is based on, and fairly represents, information and supporting documentation compiled and prepared by Mr Andrew Bewsher. Mr Bewsher is an employee of BM Geological Services who provides consulting services to Neometals Ltd.

Both Messrs Marshall and Mr Bewsher are Members of The Australasian Institute of Geoscientists have sufficient experience which is relevant to the styles of mineralisation and types of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the JORC Code.

Messrs Maddocks, Marshall and Bewsher have provided prior written consent as to the form and context in which the Mineral Resources and the supporting information are presented in this market announcement.

The company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and, in the case of estimates of Mineral Resources or Ore Reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified from the original market announcement.



Sustainability

Benefiting society and the environment for a sustainable future.

This section is a summary of Neometals' sustainability activities from FY20. For more detailed information on material topics, management approaches and data performance, please see the full FY20 Neometals' Sustainability Report available on the Neometals' website.



Environmental Care

- · Resource optimisation and rehabilitation
- · Emissions and waste control
- · Energy efficiency
- · Water management

FY20 Highlights / Achievements

Ethics and Accountability

Ethical Values

Added sustainability as new Neometals' core value

Transparent and Accountable Governance

Risk management framework aligns to ISO 31000 including sustainability risks

Stakeholder Respect and Engagement

New stakeholder engagement for Vanadium recovery project

Supply Chain Integrity

Strengthened strategic emphasis across transparent EV and ESS supply chains



Community Benefit

Shared Economic and Social Outcomes

A\$36.73M contribution to the Australian economy in FY20

Employment Opportunity

31.25%% growth in employee numbers FY20

Products for a Sustainable Future

Core projects directly and indirectly support decarbonisation of EV & ESS supply chains

Taxes and Royalties Contribution

Transparent tax reporting

Positive contribution

FY20



People

Human Rights and Dignity

Signatory of United Nations Global Compact

Health, Safety and Wellbeing

All staff completed first aid training

Diversity and Equal Opportunity

33% female employees 28% female board members

Training and Education

Ongoing professional development and training for each staff member



Environmental Care

Resource Optimisation and Rehabilitation

Resource-saving production methods and energy-efficient materials

Emissions and Waste Control

Measured GHG emissions for the first time

Energy Efficiency

All 17 R&D projects investing in innovative energy efficiency opportunities

Water Management

Zero water discharge design on the battery recycling plant





ahead of battery manufacture

The project will add transparency and assurance

to value chains that can be associated with high risk, low standard production methods that have negative environmental and community impacts.

Ethics and Accountability

Ethical Values

Unethical corporate behaviour is a key inhibitor of sustainable business and is linked to negative impacts including preventing social progress, environmental damage and abuse of human rights. This behaviour includes corruption, bribery, facilitation payments, fraud, extortion, collusion and money laundering.

Neometals assesses the risk of corruption when doing business and ensures alignment of ethical values in this area with business partners.

Neometals commits to integrity and responsible business practices with internal procedures supporting the company's anti-corruption commitment.

Neometals' Core Values

"Act ethically with honesty, transparency and openness in all that we do".

Stakeholder respect and engagement

Neometals strives to be a respected corporate citizen and to communicate and operate in a manner that encourages a lasting, beneficial and constructive relationships with all of its stakeholders. This is guided by the Board Policy concerning communications with shareholders, security holders and other stakeholders.

The Board seeks to ensure that the Group communicates openly with its relevant stakeholders in a timely and effective manner including via the Company's website.

Neometals also sees the benefits of engaging with stakeholders at preliminary stages of development.

An example opposite illustrates the steps being prepared on the Company's vanadium recovery project in Scandinavia. This level of preparation is now inherent in all projects and pervades corporate thinking.

Transparent and accountable governance

Neometals is committed to implementing high standards of corporate governance and risk management. In determining what those high standards should be, amongst other relevant governance guidelines and principles, Neometals ensures that its practices are consistent with the ASX Corporate Governance Principles and Recommendations 4th Edition - 2019.

Supported by the managers of sustainability-related functions, the Board oversees policies, management systems, performance, reporting and compliance related to risk, health, safety, environment, community and HR.

Neometals' risk management framework aligns to AS/NZS ISO 31000 and is regularly reviewed to ensure its effectiveness and continuing relevance to operations. Neometals discloses any material exposure it may have to economic, environmental, social or other sustainability risks.

Supply chain integrity

Neometals is a project development business with diversified projects that intersect across the electric vehicle and energy storage supply chains. Neometals' strategic focus revolves around de-risking and developing long life projects, concerning minerals and advanced materials, relevant to the global energy storage megatrend. Neometals targets doing this with strong partners and integrating along the value chain to deliver improved productivity and margins, greater sustainability and enhanced value return to stakeholders.

Neometals has integrated opportunities to participate in these supply chains, from upstream minerals extraction, midstream value-adding to generate advanced materials and end-of-product-life recycling. Despite each core project sharing some supply chain similarities, each is nuanced with a variety of specialist partners required.

Case Study: Stakeholder engagement in Sweden

Neometals' Vanadium recovery project team
has engaged with a range of stakeholders from service
providers, government agencies and landowners and have
been communicating updates via the ASX and Neometals
website. When exploring options for the potential site to
process waste material from SSAB's Lulea steel works, a
public consultation process was initiated to consider
the views of local stakeholders.

"Regimented procedure is actually welcomed by Neometals as it supports our desire to gather feedback, listen and optimise as required. We look forward to engaging with more and more stakeholders in Sweden as project feasibility considerations mature."

> Darren Townsend Neometals Chief Development Officer

Neometals' Board has ultimate responsibility for sustainability strategy, performance and management of sustainability risks and opportunities.



Employment opportunity

Neometals can only contribute to a sustainable future with the help of its valued employees. Neometals firmly believes that engaged employees are productive employees and recognises the essential role they play in achievement of strategic objectives. Neometals also seeks to attract and retain talent through its strong ESG-centric corporate purpose.

This means offering meaningful training and professional development, competitive remuneration and flexible working arrangements to promote worklife balance. Neometals has adopted a flexible staff review process with ongoing monitoring, feedback and communication throughout the year. 100% of employees receive regular performance and career development reviews. Neometals strives to ensure proactive, agile maintenance of a committed, engaged and productive workforce.

Community Benefit

Shared economic and social outcomes

Neometals' economic and financial contributions to society aim to benefit its stakeholders, society and the environment for a sustainable future. This is measured as much by the superior returns it delivers to its shareholders as by the positive legacies it leaves in its communities. Neometals makes significant contribution to local, regional and national economies directly through the payment of taxes and royalties to governments, as well as direct contribution to its workforce and suppliers.

Neometals continues to invest in partnerships in the communities in which it operates. This includes investments in R&D and charitable/community organisations. As projects are intended to be long-term developments, the Company will facilitate long-term, positive economic and social impact through trusting partnerships with local and national stakeholders.

Neometals supports a range of social initiatives with over \$250,000 of financial support in FY20.

Products for a sustainable future

Neometals' diversified portfolio encompasses minerals and materials across the value chain with a focus on electric vehicle and energy storage industries. Each of its opportunities is globally-relevant and directly and indirectly supports a sustainable future.

Neometals' recycling projects generate valuable materials without upstream mining and extraction risks, are a strategic source of green and ethical non-mine battery materials and align with the global drive to reduce greenhouse emissions and contribute to circular and closed-loop economies.

In addition to the \$68,000 in donations, including staff salary sacrifice, the Neometals team visited Foodbank to deepen its partnership and future support opportunities with the charity.



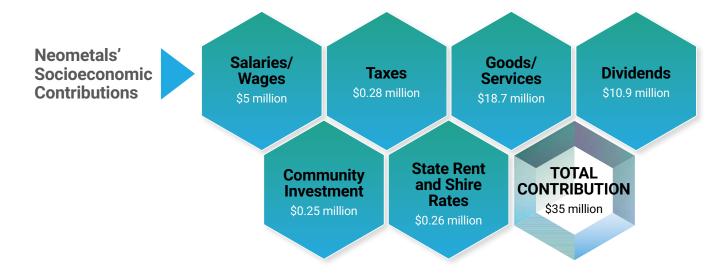
Taxes and royalties contribution

Taxes are important sources of government revenue and are also a key mechanism by which organisations contribute to the economies of the countries in which they operate.

Organisations have an obligation to comply with tax legislation, and a responsibility to their stakeholders to meet expectations of good tax practices. Tax avoidance can lead to reduced investment in public infrastructure and services

Neometals publicly reports tax contributions to increase transparency and promote trust and credibility in corporate tax practices and in tax systems. Public transparency enables stakeholders to make informed judgments about an organisation's tax positions. Tax transparency also informs public debate and supports the development of socially-desirable tax policy.

Over \$6.5m of tax contributions since FY15





Neometals' hydromet technology significantly reduces CO₂ emissions, generating low-carbon materials from used batteries.

People

Human rights and dignity

Neometals is guided by its Code of Conduct in ensuring Human Rights of its stakeholders. Despite the Company's modest size and early stage of project development, Neometals commits to:

- Identifying, preventing and mitigating negative human rights impacts through impact assessments of our operations.
- Implementing training that enables employees to address human rights in the course of their work.
- Integrating human rights criteria into screening processes and including human rights criteria in performance requirements when making contracts with other parties.

Neometals acknowledges that many indigenous peoples have historically suffered injustice. The Company consciously promotes and respects the customs and cultures of Australia's first nation people and commits to working collaboratively and respectfully to achieve mutually-beneficial outcomes.

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COVID-19 response

Neometals recognises that COVID 19 is rapidly evolving and seriously impacting global community. Whilst acknowledging the disruption to global societies and commerce, Neometals has managed operations and affairs with minor disruption and no material impacts to the business or employees have been felt.

The safety and wellbeing of staff, partners and community are paramount at this time and Neometals continues to actively monitor any updates and continues to follow the advice of Government health experts.

Case Study: UN Global Compact Neometals is pleased to confirm its participation in the Ten Principles of the United Nations Global Compact in the areas of human rights, labour, environment and anti-corruption.

Sustainability (continued)

Health, safety and well-being

Neometals believes that workforce injuries can be prevented and will use its resources to seek to ensure its people get home safely to their families. This means always providing safe, suitable and sanitary work facilities. Neometals also believes that its peoples mental wellbeing is equally as important as their physical wellbeing. In addition to its Workplace Health and Safety Policy, Neometals has put in place a comprehensive safety, health and wellbeing program:

- Aiming to prevent our employees suffering physical and mental harm on the job while promoting wellbeing and respecting privacy.
- Engaging employees in the development, implementation and performance evaluation of health and safety policies and related management systems.
- Ensuring hazard identification and risk assessment are central to all elements of health and safety systems and programs.

Diversity and equal opportunity

The Neometals Diversity Policy actively promotes diversity and equality among its workforce. This benefits the organisation by enabling access to a larger and more diverse workforce with a wider range of experience and perspectives. Neometals believes the benefits of diversity and equality also benefit its employees and flow through to society in general, promoting social stability and supporting further economic development.

Neometals' Diversity Policy and Code of Conduct prohibit discrimination against any person including employees, customers, suppliers or any other stakeholders, including its business partners, on any grounds. Neometals commits to providing protection from any type of workplace harassment, including physical, verbal, sexual or psychological harassment, abuse or threats.

Training and education

Neometals promotes continued education, training and upgrading employee skills. These are vital components that enables Neometals to achieve its strategic objectives. This includes transition assistance programs to facilitate continued employability, retirement or termination.

Neometals actively encourages and financially supports it staff taking on further learning. The Company knows that building staff capacity will only be productive for the business and is proud to have support four staff members in learning development this year.



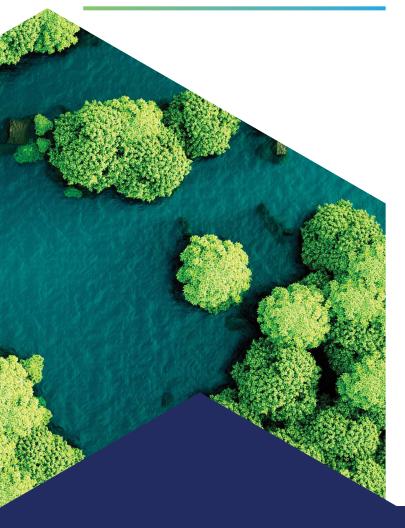
33%
Female employees
and 28% (2 of 7) female
board members

Over

6 hours

training for each employee in FY20

Sustainability (continued)



Environmental

Resource optimisation and rehabilitation

The planet's resources are limited. If we are to sustain the long-term future of society, we must extract the maximum value from limited resources as efficiently as possible. Neometals strives to consume as few raw materials as possible consistent with its strategic objectives including making use of spent or waste material.

Neometals aims to efficiently use input materials, which are converted to value-added products from which customer value and ultimately commercial value are generated. Neometals' projects aim to have a high sustainability profile in terms of raw material consumption, production, marketing, use, disposal and recycling. Through its recycled products, Neometals strives to reduce virgin resource consumption in downstream industries, such as batteries and EVs and to reduce the greenhouse gas (GHG) footprint of its customers.

First stage alignment with the Taskforce on Climate-related Financial Disclosures (TCFD)

Governance	The Board, with contributions from the senior leaders across the business, has oversight on climate-related risk.					
Strategy	Our business strategy is based on opportunities in a low-carbon future.					
Risk management	We will implement sound risk management practices to identify, assess and manage climate-related physical risks, transitional risks and opportunities.					
Metric and targets	This Report serves to set a baseline, enabling measuring and eventually target-setting to occur.					

Emissions and waste control

The conservation of natural resources and climate change are two of the biggest challenges now facing the global community. Despite Neometals not currently operating any emission-intensive projects, emissions are a material topic and the Company wishes to play its part in limiting global warming. Company emissions are generated from the use of electricity, heat and power for production processes and facilities, transportation and travel.

Neometals aims to tread lightly with respect to energy consumption. It is committed to combating climate change and reducing climate emissions through both global and local efforts, and aims to mitigate climate risk in two ways:

- Reducing the carbon footprint of its own production and projects.
- Reducing its customers' GHG emissions via Neometals' renewable and circular solutions, like its hydromet battery recycling process.

Full report viewable at: https://www.neometals.com.au/esg/

Sustainability (continued)

Case Study: Metallurgy innovation

"Neometals has designed a proprietary new, and eco-friendly, hydrometallurgical recovery and refining process that is based on the sustainability principles of maximum recovery, minimum energy consumption and minimum use of reagents and resources. A key part of the design and engineering strategy was to minimise fluid and air emissions. Most water used in the process is captured and re-circulated, while waste heat is capture and re-used where possible."

Gavin Beer Neometals General Manager, Processes & Metallurgy

Energy efficiency

Neometals aims to minimise energy consumption across its operations. By supplying materials for the EV and ESS sectors, it also focuses on helping reduce energy consumption in other sectors.

Company energy consumption in FY20 will serve as a benchmark going forward.

Neometals is contributing to global efforts to use energy more efficiently by promoting recycling and circular use of materials. The Group currently has 17 R&D projects underway, all of which are investing in innovation related to climate change risks and energy efficiency opportunities. Key projects are listed below:

Water Management

Efficient use of water is an important aspect of project management for all of the Company's projects. Water is a crucial input factor for Neometals' operating future, and water quality and scarcity could be important issues in water-stressed locations like Australia and India where droughts can occur. Increasing water scarcity in many countries is a long-term risk to growth and companies may be exposed to shortages, quality problems, price volatility and reputational issues.

The impact of Neometals' operations on water is currently limited as it has no production operations currently running. Therefore, use of water is limited to trial production processes and consumption in buildings.



Directors' Report

The directors of Neometals Ltd submit their report for the financial year ended 30 June 2020.

The names and particulars of the directors of the Company during or since the end of the financial year are as follows:

Current Directors

Mr Steven Cole

Non-executive Chairman

Steven Cole has over 40 years of professional, corporate and business experience through senior legal consultancy, as well as a range of executive management and non-executive appointments.

His extensive boardroom and board sub-committee experience includes ASX listed, statutory, proprietary and NFP organisations covering the industrial, financial, educational, professional services, agribusiness, health and resources sectors.

Steven's professional qualifications include:

- · Llb (hons) University of Western Australia
- · AICD Company Directors Diploma and Fellow
- · Wharton Business School University of Pennsylvania Corporate Governance Program 2010
- · Harvard Corporate Governance Program 2015

Appointed: 24 July 2008

Special responsibilities: Chairman of each of the Nomination and Remuneration Committees and Member of each of the Audit and Risk Committees.

Directorships of other listed companies: Non-executive Director Matrix Composites and Engineering Ltd

Mr David J. Reed OAM

Non-executive Director

David Reed is a Fellow of CPA Australia with over 45 years' experience in stock broking and corporate management. From 1985 to 1997 Mr. Reed was Chairman of stock-broking firm Eyres Reed Ltd until its sale to CIBC World Markets in 1997 at which time he became Chairman of CIBC Australia, a position he held until 2003. Mr. Reed has served as Chairman of several ASX listed mineral exploration companies and served as Chairman of Neometals Ltd since inception in 2001 to 27 November 2015 when he was succeeded by Steven Cole. Mr. Reed is a former Chairman of the Fundraising Committee for the Australian Prospectors and Miners Hall of Fame and secretary of the Amalgamated Prospectors and Leaseholders Association and was a co-founder of the Diggers and Dealers Forum in Kalgoorlie. Mr. Reed received an Order of Australia Medal in 2002 for his service to the community.

Appointed: 20 December 2001

Special responsibilities: Deputy Chairman and Member of the Nomination and Remuneration Committees

Directorships of other listed companies: Nil

Mr Christopher J. Reed

Managing Director & CEO

Christopher Reed is an accountant with over 25 years' experience in the resource industry including more than 15 years in corporate administration and management. Christopher served as Managing Director of Reed Resources Ltd (now Neometals Ltd) from September 2007 until May 2012 at which time he assumed the role Executive Director. Christopher resumed the role as Managing Director from 1 October 2013.

Mr. Reed holds a Bachelor of Commerce from the University of Notre Dame and a Graduate Certificate in Mineral Economics from the WA School of Mines. He is a member of the AusIMM.

Appointed: 20 December 2001 **Special responsibilities:** CEO

Current Directors (continued)

Dr Natalia Streltsova

Non-executive Director

Natalia Streltsova is a PhD qualified chemical engineer with over 25 years' experience in the minerals industry, including over ten years in senior technical and corporate roles with mining majors - WMC, BHP and Vale. Dr Streltsova has considerable international experience covering project development and acquisitions in South America, Africa and the Former Soviet Union. In the last 7 years, since finishing full-time executive roles, her focus has been on non-executive board memberships and consulting. She is a council member of Association of Mining and Exploration Companies and a graduate of the Australian Institute of Company Directors.

Appointed: 14 April 2016

Special responsibilities: Chair of the Risk Committee and Member of each of the Remuneration and Audit Committees.

Directorships of other listed companies: Western Areas Ltd & Ramelius Resources Limited

Mr Douglas Ritchie Non-executive Director

Doug has four decades experience working in the mining industry, including as a member of Rio Tinto's Executive Committee, and the Group Executive responsible for China, Doug's expertise across the industry is extensive.

He has previously been a Director of Jinchuan Group International Resources (HKSE), Rossing Uranium Limited, Coal & Allied Limited (ASX 50), and various other ASX listed companies. He was also formerly Chairman of the Coal Industry Advisory Board to the International Energy Agency, a Director of the World Coal Association and a Director of the Queensland Resources Council. Between 2013 and April 2016, Doug was Chairman of UniQuest, the main commercialisation vehicle of the University of Queensland.

Doug is a Fellow of the Australian Institute of Mining and Metallurgy and a Fellow of the Australian Institute of Company Directors.

Appointed: 14 April 2016

Special responsibilities: Chairman of the Audit Committee and Member of each of the Nomination and Risk Committees.

Directorships of other listed companies: Nil

Dr Jenny Purdie Non-executive Director

Dr Purdie's extensive career has seen her hold roles in engineering, senior technology, strategy and operations for leading international mining companies. Dr. Purdie is currently a senior executive of Jemena Management Holdings – Executive General Manager Gas Distribution - which follows her role as CEO of Adani Renewables Australia from 2017 to 2018. Dr. Purdie previously served as Executive Vice President - Enterprise Services at Aurizon, Global Practice Leader for Rio Tinto's Technology and Innovation team (leading a global network of in-house technologists and suppliers to deploy innovative technologies across Rio Tinto operations) and she filled engineering and management roles with Rio Tinto, Alcoa and Altona Petrochemical.

Dr Purdie has worked in a number of senior management and operational roles and has been deeply immersed in technology development. She has a PhD and Bachelor of Engineering (Chemical and Materials, Hons 1) from Auckland University and an Executive MBA from the University of Queensland. She is a committee member of Women in Mining and Resources Queensland, a fellow of the Institution of Chemical Engineers and a graduate of the Australian Institute of Company Directors.

Appointed: 27 September 2018

Special Responsibilities: Member of each of the Audit and Nomination Committees.

Directorships of other listed companies: Nil

Current Directors (continued)

Mr Les Guthrie

Non-executive Director

Mr Guthrie has over 40 years' experience in the project delivery space. He has held corporate executive and project management roles, across the UK, Australia, North America and Asia. It is a background steeped in the strategy, development and delivery of major capital programs spanning mining, infrastructure and oil and gas.

He is currently Managing Director of Bedford Road Associates, where he has provided advice and delivery support to clients in Mongolia, S.Korea, New Zealand as well as in Australia. He was recently invited to be the sole international guest speaker at a conference jointly hosted by Seoul National University and the Korean Ministry of Trade & Industry.

Prior to establishing Bedford Road Mr Guthrie was Vice President Projects for BHP Billiton. Previously he held roles as Group Head of Capital Projects and President LNG for BG Group in the UK, President of Aker Kvaerner Inc. in the US, and Managing Director of Aker Kvaerner Australia.

Mr Guthrie was a founding contributor to the John Grill Centre for Project Leadership at Sydney University and he is a member of the Australian Institute of Company Directors and serves on the boards of Australian Mines Ltd (ASX:AUZ) and DRA Global.

Appointed: 27 September 2018

Special responsibilities: Member of the Risk Committee and Remuneration Committee.

Directorships of other listed companies: Australian Mines Ltd (ASX:AUZ) and DRA Global

Company Secretary

Mr Jason Carone

Chief Financial Officer and Company Secretary

Mr Carone is a Chartered Accountant with over 20 years' experience in accounting and company administration in Australia and South East Asia.

Mr Carone holds a Bachelor of Commerce in Accounting and Business Law from Curtin University and is a member of the Chartered Accountants Australia & New Zealand, and Chartered Secretaries Australia.

Appointed: 4 March 2009

Review of Operations

The consolidated loss after income tax for the year attributable to members of Neometals Ltd was \$14.6 million (2019: Profit of \$76.1 million). A detailed review of the Company's operations during the financial year can be found on pages 6 to 21 of this Annual Financial Report.

Changes in State of Affairs

During the financial year, the Consolidated Entity's primary focus centered on advancing its advanced minerals projects. There have not been any other significant changes in the affairs of the Consolidated Entity from the previous year other than as disclosed in the Directors' Report.

Principal Activities

The Consolidated Entity's principal activities during the year centred on advancing its advanced minerals projects and developing its technology business unit.

Events after the Reporting Period

Further to the Company's announcement during the December 2019 quarter that it had entered a binding memorandum of understanding with leading global processing plant manufacturer SMS, SMS successfully concluded its due diligence in the last half of the financial year. Subsequently, on 31 July 2020 Neometals announced the execution of formal agreements governing the formation and operation of an incorporated 50:50 joint venture ("JV") with SMS, called Primobius GmbH ("Primobius"). Primobius aim is to commercialise Neometals' proprietary lithium-ion battery ("LiB") recycling technology (for further details see Neometals ASX announcement dated 31 July 2020).

No other matters or circumstances have arisen since the end of the financial year that have significantly affected, or may significantly affect the operations, results of operations or state of affairs of the Group in subsequent financial years.

COVID-19

Neometals recognises that COVID-19 is a rapidly evolving situation impacting us all. Whilst acknowledging the disruption to global commerce, Neometals finds itself well placed to continue to progress its projects and will continue to monitor any impacts the pandemic may have on its projects. The COVID-19 outbreak and disruption during the latter part of the financial year has not had an impact on Neometals financially. Financial assistance received by the Group included \$87,618 in payroll tax relief for the months of March through to June. At this point in time the Company is experiencing minor delays in project timelines as a result of the pandemic. These delays are not expected to be significant.

Future Developments

The Consolidated Entity intends to continue its focus on disciplined evaluation and development of its four core assets, Lithium-ion Battery Recycling, Vanadium Recovery, Lithium Refinery Project and the Barrambie Titanium and Vanadium Project. These core projects are characterised by a combination of proven and innovative process flow sheets, successful mining operations and large JORC – compliant Resources.

Environmental Regulations

As required by section 299(1)(f) of the Corporations Act the Company confirms that it has performed all of its environmental obligations in accordance with applicable environmental regulations.

Dividends

In respect of the financial year ended 30 June 2020, a special dividend of two cents per share, of which 7% was franked, was paid to the holders of fully paid ordinary shares on 3 April 2020.

Indemnification of Officers and Auditors

During the financial year the Company paid a premium in respect of a contract insuring the directors and officers of the Company and of any related body corporate against a liability incurred as a director or officer, to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The Company has not otherwise, during or since the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Group or of any related body corporate against a liability incurred as such an officer or auditor.

Unissued Shares under Option

There were no unissued ordinary shares of the company, Neometals Ltd, under option at the date of this report.

No shares of the Company were issued during or since the end of the financial year as a result of the exercise of an option over the unissued shares of the Company.

Please refer to the Remuneration Report on page 52 for details of Performance rights issued as part of KMP remuneration.

Directors' Security Holdings

The following table sets out each director's relevant interest in shares, debentures, and rights or options in shares or debentures of the Company or a related body corporate as at the date of this report:

	Fully Paid Ordinary Shares	Share Options	Performance Rights
Directors	Number	Number	Number
S. Cole	1,682,198	-	-
C. Reed	10,528,170	-	3,020,834
D. Reed	46,188,900	-	-
D. Ritchie	134,908	-	-
N. Streltsova	134,908	-	-
J. Purdie	215,187	-	-
L. Guthrie	133,280	-	-

Directors' Meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, eight Board meetings, three Nomination Committee meetings, two Risk Committee meetings and two Audit Committee meetings were held.

	Board of	Directors		nation nittee		eration nittee	Risk Committee		Audit Committee	
Directors	Held	Attended	Held (1)	Attended	Held ⁽¹⁾	Attended	Held ⁽²⁾	Attended	Held	Attended
S. Cole	8	7	3	3	2	2	n/a	n/a	2	1
C. Reed	8	8	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
D. Reed	8	8	3	3	2	2	2	2	n/a	n/a
D. Ritchie	8	8	n/a	n/a	2	2	2	2	2	2
N. Streltsova	8	8	3	3	n/a	n/a	2	2	2	2
J. Purdie	8	8	n/a	n/a	n/a	n/a	n/a	n/a	2	2
L. Guthrie	8	8	n/a	n/a	n/a	n/a	2	2	n/a	n/a

Meeting numbers in the 'Held' column are the number of meetings held whilst the relevant director was a member of the board or committee.

Proceedings on Behalf of the Company

No person has applied for leave of the court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings. The Company was not a party to any such proceedings during the year.

⁽¹⁾ Excludes several informal meetings of the members of the Nomination and Remuneration Committee to discuss matters including the establishment of executive KPIs for incentive based remuneration and the TSR comparator group, board evaluation and board succession planning.

⁽²⁾ Excludes several informal meetings of the members of the Risk Committee and management to discuss matters including the Company's strategic direction and resultant changes in risk exposure.

Corporate Governance Statement

The Company is committed to high standards of corporate governance designed to enable the Company to meet its performance objectives and better manage its risks.

The Company has adopted a comprehensive governance framework in the form of a formal corporate governance charter together with associated policies, protocols and related instruments (together 'Charter').

The Company's Charter is based on a template which has been professionally verified to be complementary to and in alignment with the ASX Corporate Governance Council Principles and Recommendations 4th Edition 2019 ('ASX CGC P&R') in all material respects. The Charter also substantially addresses the suggestions of good corporate governance mentioned in the 'Commentary' sections of the ASX CGC P&R.

The Charter was formally adopted by the board on 19 December 2019. Prior to that date the Company's corporate governance charter was substantially reflective of the ASX Corporate Governance Council Principles and Recommendations 3rd Edition.

The Board of Neometals is responsible for the corporate governance of the company and its subsidiaries. The Board has governance oversight of all matters relating to the strategic direction, corporate governance, policies, practices, management and operations of Neometals with the aim of delivering value to its Shareholders and respecting the legitimate interest of its other valued stakeholders, including employees, suppliers and joint venture partners.

Under ASX Listing Rule 4.10.3, Neometals is required to provide in its annual report details of where shareholders can obtain a copy of its corporate governance statement, disclosing the extent to which the Company has followed the ASX Corporate Governance Council Principles and Recommendations in the reporting period. Neometals has published its corporate governance statement on the Corporate section of its website:

www.neometals.com.au/reports/corporate-governance-statement.pdf



Remuneration Report (audited)

Key Management Personnel

The following persons were deemed to be Key Management Personnel ("KMP") during or since the end of the financial year for the purpose of Section 300A of the Corporations Act 2001 and unless otherwise stated were KMP for the entire reporting period.

Non-executive Directors

Steven Cole Non-executive Director/Chairman

David Reed Non-executive Director/Deputy Chairman

Natalia Streltsova

Non-executive Director

Non-executive Director

Non-executive Director

Non-executive Director

Non-executive Director

Non-executive Director

Executive Directors

Christopher Reed Managing Director and CEO

Other executives

• Jason Carone Chief Financial Officer and Company Secretary

Michael Tamlin Chief Operating Officer
 Darren Townsend Chief Development Officer

Remuneration Policy for Key Management Personnel

Non-executive Directors

The board's policy is to remunerate Non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Remuneration Committee on behalf of the board determines payments to the Non-executive Directors and reviews their remuneration annually, based on market practice, shareholder sentiment, board workload, company cashflow capacity and corporate performance generally. Independent external advice and/ or benchmark comparisons are sought when required. The maximum aggregate amount of fees that can be paid to Non-executive Directors is \$600,000 as approved by shareholders at the Annual General Meeting on 27 November 2015. Fees for Non-executive Directors are not linked to the performance of the economic entity. However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares in the Company and invited to salary sacrifice fees for performance rights pursuant to the company's Performance Rights Plan ('PRP').

General

The remuneration policy for employees is developed by the Remuneration Committee taking into account market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

The Company adopted a revised PRP for its staff, executive KMP and Non-executive Directors in November 2017 and shareholders reapproved the issue of securities under the plan in November 2017. The board believes that the PRP will assist the Consolidated Entity in remunerating and providing ongoing incentives to employees of the Group.

The rules of the PRP enable the Company to issue performance rights to eligible personnel subject to performance and vesting conditions determined by the Company. Each performance right entitles the holder, for nil cash consideration, to one fully paid ordinary share in the Company for every performance right offered, if the applicable performance and vesting conditions set for that holder are satisfied.

During the financial year a total of 3,408,604 (2019: 2,137,056) performance rights were offered to and accepted by KMP. Of this amount 2,824,251 performance rights are subject to relative and absolute Total Shareholder Return ('TSR') and other strategic hurdles, details of which can be found in the 'Service agreements - performance based remuneration' section below. Testing undertaken for the period ended 31 December 2019 and 30 June 2020 resulted in no performance rights subject to the TSR criteria vesting.

The Group's remuneration policy for executive KMP seeks to balance its desire to attract, retain and motivate high quality personnel with the need to ensure that remuneration incentivises them to pursue growth and success of the Company without taking undue risks and without it being excessive remuneration.

To align the interests of the executive with that of the company remuneration packages for executive KMPs contain the following key elements:

- a) Fixed Base Salary salary, superannuation and non-monetary benefits.
- b) Short-Term Incentives cash bonus incentives applied to a maximum percentage of Fixed Base Salary and structured against relative satisfaction (at the reasonable discretion of the board) of certain corporate and personally related key performance indicators of the executive.
- c) Long-Term Incentives the grant of performance rights in the Company, with value capped to a maximum percentage of Fixed Base Salary, vesting progressively while the executive remains employed, with the degree of vesting structured against the Company's relative and absolute TSR performance against a comparator group of companies as well as other strategic hurdles.

The Company's remuneration is specifically designed to encourage loyalty and longevity of employment as well as aligning the employee's interests with those of the Company and the creation of genuine long-term sustainable value for security holders.

All remuneration provided to KMP in the form of share based payments are valued pursuant to AASB 2 Share-based Payment at fair value on grant date and are expensed on a pro rata basis over the vesting period of the relevant security.

Relationship between the Remuneration Policy and Company Performance

The table below sets out summary information about the Consolidated Entity's earnings and movements in shareholder wealth for the five years to June 2020.

	30 June 2020	30 June 2019	30 June 2018	30 June 2017	30 June 2016
	\$	\$	\$ Restated	\$	\$
Revenue (i)	-	-	-	-	-
Net profit / (loss) before tax (ii)	(19,837,973)	(19,242,733)	4,009,985	4,745,744	83,832,380
Net profit / (loss) after tax (iii)	(14,553,693)	76,178,556	15,679,541	4,963,444	84,606,280
Share price at start of year	0.21	0.30	0.27	0.450	0.091
Share price at end of year	0.16	0.21	0.30	0.270	0.450
Market capitalisation at year end (undiluted)	87,122,706	114,234,596	163,059,742	147,447,206	251,590,166
Basic profit / (loss) per share	(2.67)	0.1400	0.0290	0.0085	0.1568
Diluted profit / (loss) per share	(2.67)	0.1401	0.0288	0.0084	0.1562
Dividends paid	10,890,338	10,879,485	5,435,325	11,260,217	11,181,785

⁽i) Although three financial years have returned a net profit before tax there has been no revenues from ordinary activities. The group has been profitable in those financial years from the sell down of the investment held in RIM in 2016 and 2019, and respective associate profits booked from the project in 2017 and 2018 and an impairment reversal in 2018 relating to the Barrambie project.

⁽ii) Exclusive of profits resulting from discontinued operations.

⁽iii) Inclusive of profits resulting from discontinued operations.

Key Management Personnel Remuneration

The KMP received the following amounts during the year as compensation for their services as directors and executives of the Company and/or the Group.

	Sho	rt-Term Em	ployee Benefit	s	Post- Employment Benefits		Based ments		
	Salary and Fees	Bonus FY 19'20	Non- Monetary ⁽¹⁾	Other	Super- annuation	Shares	Perfor- mance Rights	Total	Remuneration Linked to Performance
2020	\$	\$	\$	\$	\$	\$	\$	\$	%
Non-executive	Directors								
S. Cole	73,059	-	-	-	6,941	-	50,000	130,000	-
D. Reed	73,059	-	-	-	6,941	-	-	80,000	-
N. Streltsova	62,100	-	-	-	5,900	-	12,000	80,000	-
D. Ritchie	62,100	-	-	-	5,900	-	12,000	80,000	-
J. Purdie	54,795	-	-	-	5,205	-	20,000	80,000	-
L. Guthrie	63,927	-	-	-	6,073	-	10,000	80,000	-
	389,040	-	-	-	36,960	-	104,000	530,000	-
Executive Dire	ctors								
C. Reed	515,000	90,000	41,109	-	25,000	-	240,140	911,249	36
	515,000	90,000	41,109	-	25,000	-	240,140	911,249	-
Other Executiv	res								
M. Tamlin	349,400	61,776	50,776	-	25,000	-	93,060	580,012	27
J. Carone	305,000	41,250	11,795	-	25,000	-	77,388	460,433	26
D. Townsend	335,000	59,400	-		25,000		108,904	528,304	32
	989,400	162,426	62,571	-	75,000	-	279,352	1,568,749	-
Total	1,893,440	252,426	103,680	-	136,960	-	623,492	3,009,998	-

	Sho	Post- Employment Share Based Short-Term Employee Benefits Benefits payments							
	Salary and Fees	Bonus FY 18'19	Non- Monetary (1)	Other	Super- annuation	Shares	Options and Rights	Total	Remuneration Linked to Performance
2019	\$	\$	\$	\$	\$	\$	\$	\$	%
Non-executive	Directors								
S. Cole	73,059	-	-	-	6,941	-	50,000	130,000	-
D. Reed	73,059	-	-	-	6,941	-	-	80,000	-
N. Streltsova	62,100	-	-	-	5,900	-	12,000	80,000	-
D. Ritchie	62,100	-	-	-	5,900	-	12,000	80,000	-
J. Purdie	54,795	-	-	-	5,205	-	-	60,000	-
L. Guthrie	54,795	-	-	-	5,205	-	-	60,000	-
	379,908	-	-	-	36,092	-	74,000	490,000	-
Executive Dire	ctors								
C. Reed	515,000	90,000	50,351	-	25,000	-	189,970	870,321	32
	515,000	90,000	50,351	-	25,000	-	189,970	870,321	-
Other Executiv	es								
M. Tamlin	349,400	60,000	9,218	-	25,000	-	70,290	513,908	25
J. Carone	305,000	60,000	17,528	-	25,000	-	57,629	465,157	25
D. Townsend	335,000	40,000	-		25,000		86,957	486,957	26
	989,400	160,000	26,746	-	75,000	-	214,876	1,466,022	-
Total	1,884,308	250,000	77,097	-	136,092	-	478,846	2,826,343	-

⁽¹⁾ Relates to fringe benefits received by key management personnel

Service Agreements - Performance based Remuneration

The KMP of the Company, other than non-executive directors, are employed under service agreements. A summary of performance conditions for relevant KMP are detailed below:

Mr. J. Carone

Chief Financial Officer / Company Secretary

Term

No defined term

Termination

Three months' notice period and three months' termination payment

Incentive based remuneration

Short-Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus up to 25% of the KMP's annual salary package (\$330,000 inclusive of superannuation for 2019-20). The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/position and share price. The STI for 2019-20 was set at a maximum of \$82,500 of which 50% or \$41,250 was agreed to be paid by management.

Long-Term Incentive

Each financial year during the term of his service agreement the KMP is entitled to receive performance rights granted under the Company's Performance Rights Plan. The number of performance rights to which the KMP may be granted is based on the following calculation and vesting of the performance rights are subject to further criteria which are also set out below.

Calculation of potential entitlement to performance rights

$$P = \frac{33}{100} X \frac{S}{VWAP}$$

P is the potential performance rights entitlement. S is the KMP's annual salary package for the applicable period.

VWAP is the 30 day volume weighted average price of ordinary shares in Neometals Ltd for the period ended 30 June of the preceding financial year.

Mr. C. Reed **Managing Director**

Expiry date of 30 June 2022

Termination notice period 12 months by employee

Termination notice period

Six months by executive

Incentive based remuneration

Short-Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus of up to one third of the KMP's annual salary package (\$540,000 inclusive of superannuation for 2019-20). The STI for 2019-20 was set at a maximum of \$180,000 representing approximately 33% of the annual base salary package of which 50% or \$90,000 was acknowledged and agreed by the Board and Mr C Reed. The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/position and share price.

Long-Term IncentiveEach financial year during the term of his service agreement the KMP is entitled to receive performance rights granted under the Company's Performance Rights Plan. The maximum number of performance rights to which the KMP may be granted is based on the following calculation and vesting of the performance rights are subject to further criteria which are also set out below, as approved by shareholders.

Calculation of potential entitlement to performance rights

$$P = \frac{50}{100} \quad X \quad \frac{S}{VWAP}$$

P is the potential performance rights entitlement. S is the KMP's annual salary package for the applicable

VWAP is the 60 day volume weighted average price of ordinary shares in Neometals Ltd for the period ended 30 June of the preceding financial year.

Service Agreements - Performance Based Remuneration (continued)

Mr. M. Tamlin **Chief Operating Officer**

Term

No defined term

Termination

Six months

Incentive based remuneration

Short-Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus of up to 33% of the KMP's annual salary package (\$374,400 inclusive of superannuation for 2019-20). The STI for 2019-20 was set at a maximum of \$123,552 representing approximately 33% of the annual base salary package of which 50% or \$61,776 was acknowledged and agreed by the board and Mr M Tamlin. The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/position and share price.

Long-Term Incentive Each financial year during the term of his service agreement the KMP is entitled to receive performance rights granted under the Company's Performance Rights Plan. The maximum number of performance rights to which the KMP may be granted is based on the following calculation and vesting of the performance rights are subject to further criteria which are also set out below, as approved by shareholders.

Calculation of potential entitlement to performance rights

$$P = \frac{33}{100} X \frac{S}{VWAP}$$

P is the potential performance rights entitlement. S is the KMP's annual salary package for the applicable

VWAP is the 30 day volume weighted average price of ordinary shares in Neometals Ltd for the period ended 30 June of the preceding financial year.

Mr. D. Townsend **Chief Development Officer**

Term

No defined term

Termination

Six months

Incentive based remuneration

Short-Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus of up to 33% of the KMP's annual salary package (\$360,000 inclusive of superannuation for 2019-20). The STI for 2019-20 was set at a maximum of \$118,800 representing approximately 33% of the annual base salary package of which 50% or \$59,400 was acknowledged and agreed by the CEO and Mr D Townsend. The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/ position and share price.

Long-Term Incentive

Each financial year during the term of his service agreement the KMP is entitled to receive performance rights granted under the Company's Performance Rights Plan. The maximum number of performance rights to which the KMP may be granted is based on the following calculation and vesting of the performance rights are subject to further criteria which are also set out below, as approved by shareholders.

Calculation of potential entitlement to performance rights

$$P = \frac{33}{100} \times \frac{S}{VWAP}$$

Where

P is the potential performance rights entitlement. S is the KMP's annual salary package for the applicable

VWAP is the 30 day volume weighted average price of ordinary shares in Neometals Ltd for the period ended 30 June of the preceding financial year.

Criteria

The grant of Performance Rights is designed to reward long-term sustainable business performance measured over a three year period with an opportunity for the performance conditions to be re-measured six months later should they not vest at the first vesting date. The KMP's entitlement to the performance rights is dependent on three criteria:

(a) Tranche 1 - Relative TSR

The performance conditions of 40% of Performance Rights will be measured as at each vesting date by comparing the Company's total shareholder return (TSR) with that of a comparator group of resource companies over the relevant period.

The Performance Rights will vest depending on the Company's percentile ranking within the comparator group on the relevant Vesting Date as follows:

- · If the Company ranks below the 50th percentile, none of the Performance Rights will vest.
- If the Company ranks at the 50th percentile, 50% of the Performance Rights will vest.
- For each 1% ranking at or above the 51st percentile, an additional 2% of the Performance Rights will vest, with 100% vesting where the Company ranks at or above the 75th percentile.

(b) Tranche 2 - Absolute TSR

The performance conditions of 40% of Performance Rights will be measured as at each vesting date by calculating the Company's TSR calculated over the period commencing on the Comparator Start Date and ending on the relevant Vesting Date (Absolute TSR).

The Performance Rights will vest depending on the Company's Absolute TSR on the relevant Vesting Date as follows:

- · If the Company's Absolute TSR is less than 15%, none of the Performance Rights will vest.
- If the Company's Absolute TSR is 15%, 50% of the Performance Rights will vest.
- For each additional 1% TSR above 15% Absolute TSR, an additional 10% of the Performance Rights will vest, with 100% vesting where the Company's Absolute TSR is at or above 20%.

(c) Tranche 3 - Business plan

The performance conditions of 20% of Performance Rights will be measured as at each Vesting Date as follows:

10% will vest if the combined market capitalisation of Neometals and any entity demerged from the Neometals Group and separately listed on the ASX would meet the threshold for entry into the ASX/S&P 200 Index.

10% will vest if any two of the following are at least under construction via direct investment or joint venture involvement (as assessed by the Board):

- · a LiOH plant;
- · a Li-Battery recycling;
- · a Titanium / Vanadium mine or process.

Performance rights granted to the KMP have a vesting period of three years from grant date and will lapse on the KMP ceasing to be an employee of the Group prior to the vesting date.

The Company provides the KMP with performance based incentives in order to incentivise KMP to pursue strategies that are aligned with the overall business strategy and the interests of the shareholders. Where deemed appropriate the Company has set specific Key Performance Indicators as performance criteria for staff that have a direct role/responsibility in achieving a specific outcome. To ensure that KMP are also incentivised to pursue longer term strategies that increase shareholder wealth a portion of the KMP's remuneration is linked to a 'comparative TSR model' which links the level of the KMP remuneration to the Company's performance against a group of comparable ASX listed entities, using Total Shareholder Return as the basis of comparison. KMP are also issued with performance rights with service conditions as vesting criteria which assist the company retain staff as well as aligning the interests of the KMP with shareholders. The Company has deemed the issue of service based performance rights as an appropriate form of remuneration due to the uncertain nature of the Group's business, that is, mineral exploration, mining and developing new mineral processing technologies.

The comparator group adopted by the company for LTI granted in 2018 (vest 2020) is as follows:

- Galaxy Resources Limited (ASX: GXY)
- Global X Lithium ETF (NYSE Arca: LIT)
- TNG Ltd (ASX: TNG)
- S&P ASX Small Resources Index (ASXR: ASX)
- Nemaska Lithium Inc. (TSX: NMX)
- S&P ASX 300 (XKO: ASX)
- Iluka Resources Limited (ASX: ILU)
- Orocobre Limited (ORE.ASX)
- Argex Titanium Inc. (TSX: RGX)
- Pilbara Minerals Limited (ASX: PLS)
- · Umicore Belgium (BSE: UMI)

The comparator group adopted by the company for LTI granted in 2019 (vest 2021) is as follows:

- Galaxy Resources Limited (ASX: GXY)
- Global X Lithium ETF (NYSE Arca: LIT)
- TNG Ltd (ASX: TNG)
- S&P ASX Small Resources Index (ASXR: ASX)
- Nemaska Lithium Inc. (TSX: NMX)
- S&P ASX 300 (XKO: ASX)
- Iluka Resources Limited (ASX: ILU)
- Orocobre Limited (ORE.ASX)
- Argex Titanium Inc. (TSX: RGX)
- Pilbara Minerals Limited (ASX: PLS)
- · Umicore Belgium (BSE:UMI)
- · AVZ Minerals Limited (ASX:AVZ)

The comparator group adopted by the company for LTI granted in 2020 (vest 2022) is as follows:

- Galaxy Resources Limited (ASX: GXY)
- Global X Lithium ETF (NYSE Arca: LIT)
- TNG Ltd (ASX: TNG)
- S&P ASX Small Resources Index (ASXR: ASX)
- Nemaska Lithium Inc. (TSX: NMX)
- S&P ASX 300 (XKO: ASX)
- Iluka Resources Limited (ASX: ILU)
- Orocobre Limited (ORE.ASX)
- Argex Titanium Inc. (TSX: RGX)
- Pilbara Minerals Limited (ASX: PLS)
- Umicore Belgium (BSE:UMI)
- AVZ Minerals Limited (ASX:AVZ)

- The Company has selected the above group of companies as the comparator group for the following reasons:

 1. It represents a reasonable cross section of resource companies with reasonably comparable market capitalisation, resource base and stage of development to that of the Company
- The group is primarily focused on developing industrial minerals projects.

The Company's performance rights plan was approved by shareholders at the 2017 AGM.



Performance Rights Issued as Part of KMP Remuneration

Performance Rights Granted to Key Management Personnel

The following tables summarises information relevant to the current financial year in relation to the grant of performance rights to KMP as part of their remuneration. Performance rights are issued by Neometals Ltd.

	During the Financial Year									
Name	Grant Date	No. Granted	No. Vested	Fair Value at Grant Date ⁽³⁾	Earliest Exercise Date	Consideration Payable on Exercise				
KMP		•								
C. Reed (1)	02/09/2019	1,233,021	-	141,797	30/06/2022	-				
J. Carone (1)	02/09/2019	493,335	-	56,734	30/06/2022	-				
M. Tamlin (1)	02/09/2019	559,711	-	64,367	30/06/2022	-				
D. Townsend (1)	02/09/2019	538,184	-	61,891	30/06/2022	-				
N. Streltsova (2)	02/09/2019	68,512	68,512	12,000	30/06/2020	-				
D. Ritchie (2)	02/09/2019	68,512	68,512	12,000	30/06/2020	-				
S. Cole (2)	02/09/2019	285,467	285,467	50,000	30/06/2020	-				
J. Purdie (2)	02/09/2019	114,187	114,187	20,000	30/06/2020	-				
L. Guthrie (2)	24/10/2019	47,675	47,675	10,000	30/06/2020	-				
Total		3,408,604	584,353	428,789		-				

⁽¹⁾ The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals relative and absolute TSR compared to the comparative group of companies over a three year period and Business Plan strategic objectives.

Details of performance rights held by KMP and of shares issued during the financial year as a result of the vesting of performance rights:

	Balance at 01/07/19	Grant Date	Granted	Fair Value of Rights at Grant Date	Vested During the Financial Year	Forfeited/ Lapsed During the Financial Year	Balance at 30/06/2020	Ordinary Shares Issued on Exercise of Rights
2020	No.		No.	\$	No.	No.	No.	No.
KMP								
C. Reed (1)	1,787,813	02/09/2019	1,233,021	141,797	-	-	3,020,834	-
J. Carone (1)	677,168	02/09/2019	493,335	56,734	-	-	1,170,503	-
M. Tamlin (1)	827,345	02/09/2019	559,711	64,367	-	-	1,387,056	-
D. Townsend (1)	812,602	02/09/2019	538,184	61,891	-	-	1,350,786	-
N. Streltsova (2)	39,348	02/09/2019	68,512	12,000	68,512	-	68,512	39,348
D. Ritchie (2)	39,348	02/09/2019	68,512	12,000	68,512	-	68,512	39,348
S. Cole (2)	163,948	02/09/2019	285,467	50,000	285,467	-	285,467	163,948
J. Purdie (2)	-	02/09/2019	114,187	20,000	114,187	-	114,187	-
L. Guthrie (2)	-	24/10/2019	47,675	10,000	47,675	-	47,675	-
Total	4,347,572		3,408,604	428,789	584,353	-	7,513,532	242,644

⁽¹⁾ The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals relative and absolute TSR compared to the comparative group of companies over a three year period and Business Plan strategic objectives.

⁽²⁾ These Non-executive Directors have forgone Directors Fees for performance rights pursuant to the company's PRP.

⁽³⁾ These values have been calculated using the monte carlo valuation method.

⁽²⁾ Under the Performance Rights Plan, Non-executive Directors were invited to forgo part of their fees for their services in exchange for performance rights.

Performance Rights Issued as Part of KMP Remuneration (continued)

Performance Rights Granted to Key Management Personnel (continued)

	Balance at 01/07/18	Grant Date	Granted	Fair Value of Rights at Grant Date	Vested During the Financial Year	Forfeited/ Lapsed During the Financial Year	Balance at 30/06/2019	Ordinary Shares Issued on Exercise of Rights
2019	No.		No.	\$	No.	No.	No.	No.
KMP								
C. Reed (1)	1,573,735	10/08/2018	835,339	209,252	-	621,261	1,787,813	-
J. Carone (1)	586,075	10/08/2018	307,156	76,943	-	216,063	677,168	-
M. Tamlin (1)	703,290	10/08/2018	383,330	96,024	-	259,275	827,345	-
D. Townsend (1)	444,015	10/08/2018	368,587	92,331	-	-	812,602	-
N. Streltsova (2)	-	10/08/2018	39,348	12,000	39,348	-	39,348	-
D. Ritchie (2)	-	10/08/2018	39,348	12,000	39,348	-	39,348	-
S. Cole (2)	-	10/08/2018	163,948	50,000	163,948	-	163,948	-
Total	3,307,115		2,137,056	548,550	242,644	1,096,599	4,347,572	-

⁽¹⁾ The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals relative and absolute TSR compared to the comparative group of companies over a three year period and Business Plan strategic objectives.

The performance rights granted entitle the grantee to one fully paid ordinary share in Neometals Ltd for nil cash consideration on satisfaction of the vesting criteria.

Use of Remuneration Consultants

During the year no remuneration consultants were used in relation to the company's Performance Rights Plan.

This is the end of the audited remuneration report.

Auditor's Independence Declaration

The auditor's independence declaration is included on page 58 of the Annual Financial Report.

Signed in accordance with a resolution of directors made pursuant to s.298(2) of the Corporations Act 2001.

On behalf of the directors of Neometals Ltd.

Mr. Christopher Reed

Managing Director

West Perth, WA

Cheed.

23 September 2020

⁽²⁾ Under the Performance Rights Plan, Non-executive Directors were invited to sacrifice part of their fees for their services in exchange for performance rights.

Independent Auditor's Report

Deloitte.

Deloitte Touche Tohmatsu ABN 74 490 121 060

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Independent Auditor's Report to the Members of Neometals Ltd

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Neometals (the "Company") and its subsidiaries (the "Group") which comprises the consolidated statement of financial position as at 30 June 2020, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and the directors' declaration.

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

- giving a true and fair view of the Group's financial position as at 30 June 2020 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & 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.

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Independent Auditor's Report (continued)

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Key Audit Matters

Expenditure

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for 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.

Exploration and Evaluation Assets and

As at 30 June 2020 the carrying value of exploration and evaluation assets totalled \$44,058,921 as disclosed in Note 13. The Group's accounting policy in respect of exploration and evaluation expenditure is disclosed in Note 2.

Key Audit Matter

Significant judgement is required:

- in determining whether facts and circumstances indicate that the exploration and evaluation assets should be tested for impairment in accordance with the relevant accounting standard; and
- in determining the treatment of exploration and evaluation expenditure:
 - whether the particular areas of interest meet the recognition conditions for an asset; and
 - which elements of exploration and evaluation expenditures qualify for capitalisation for each area of interest.

How the scope of our audit responded to the Key Audit Matter

Our procedures associated with exploration and evaluation expenditure incurred during the year included, but were not limited to:

- obtaining an understanding of the relevant controls associated with the capitalisation or expensing of exploration and evaluation expenditure; and
- testing the appropriateness and value of costs capitalised during the period, including whether they were consistent with the Group's accounting policy.

Our procedures associated with assessing the carrying value of exploration and evaluation assets included, but were not limited to:

- assessing the relevant controls associated with the identification of indicators of impairment;
- evaluating management's impairment indicator assessment, including whether any of the following events exist at the reporting date which may indicate that exploration and evaluation assets may not be recoverable:
 - obtaining a schedule of the areas of interest held by the Group and confirming whether the rights to tenure of those areas of interest remained current at balance date;
 - remained current at balance date; inquiring of management as to the status of ongoing exploration programmes in the respective areas of interest; and
 - assessing whether any facts or circumstances existed to suggest impairment testing was required.
- We also assessed the appropriateness of the disclosures in Notes 2(i) and 13 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the Directors' Report and Review of Operations, which we obtained prior to the date of this auditor's report, and also includes the following information which will be included in the Group's annual report (but does not include the financial report and our auditor's report thereon): letter from the Chairman, and additional stock exchange information, which is expected to be made available to us after that

Independent Auditor's Report (continued)

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Our opinion on the financial report does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the letter from the Chairman, and additional stock exchange information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action.

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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for the purpose of expressing
 an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Independent Auditor's Report (continued)

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- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the
 entities or business activities within the Group to express an opinion on the financial report.
 We are responsible for the direction, supervision and performance of the Group's audit. We
 remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 44 to 53 of the Directors' Report for the year ended 30 June 2020.

In our opinion, the Remuneration Report of Neometals Ltd, for the year ended 30 June 2020, 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.

DELOITTE TOUCHE TOHMATSU

eloitte Touche Tohmatsu

Ian Skelton Partner

Chartered Accountants

Perth, 23 September 2020

Auditor's Independence Declaration (continued)



Deloitte Touche Tohmatsu ABN 74 490 121 060

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The Board of Directors Neometals Ltd Level 1, 1292 Hay Street West Perth WA 6005

23 September 2020

Dear Board Members

Neometals Ltd

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Neometals Ltd.

As lead audit partner for the audit of the financial report of Neometals Ltd for the year ended 30 June 2020, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely

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Deloitte Touche Tohmatsu

Ian Skelton Partner

Chartered Accountants

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Directors' Declaration

The directors declare that:

- (a) in the directors' opinion, there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable;
- (b) the attached financial statements are in compliance with International Financial Reporting Standards as stated in note 2 to the financial statements;
- (c) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity; and
- (d) the directors have been given the declarations required by s.295A of the Corporations Act 2001.

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

On behalf of the directors of Neometals Ltd,

Mr. Christopher ReedManaging Director

Cheed.

West Perth, WA

23 September 2020

Consolidated statement of profit or loss and other comprehensive income

For the year ended 30 June 2020

	Note	2020 \$	2019 \$
Continuing operations			
Other income	5	431,554	512,147
Interest income		1,630,841	1,140,353
Employee expenses	5	(6,623,940)	(5,524,273)
Occupancy expenses		(501,823)	(879,782)
Administration expenses		(3,461,528)	(4,654,003)
Finance costs	5	(63,185)	(60,649)
Other expenses	5	(6,262,439)	(3,675,525)
Marketing expenses		(304,080)	(405,217)
Foreign exchange loss		(86,438)	(334)
Impairment expense	5	(4,596,935)	(5,226,805)
Share of loss of associate	23	-	(468,645)
Loss before income tax		(19,837,973)	(19,242,733)
Income tax benefit/(expense)	7	5,284,280	(3,263,494)
Loss for the year from continuing operations		(14,553,693)	(22,506,227)
Discontinued operations			
(Loss)/profit for the year from discontinuing operations	6	-	98,684,783
(Loss)/profit for the year from continuing and discontinuing operations		(14,553,693)	76,178,556
Other comprehensive income		-	-
Total comprehensive (loss)/income for the year		(14,553,693)	76,178,556
Earnings per share			
From continuing and discontinued operations:			
Basic (cents per share)	19	(2.67)	14.00
Diluted (cents per share)	19	(2.67)	14.01

The 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 2020

	Note	2020 \$	2019 \$
Current assets			
Cash and cash equivalents	28 (a)	77,043,016	109,462,006
Trade and other receivables	11	385,213	627,599
Other financial assets	12	1,192,757	782,927
Total current assets		78,620,986	110,872,532
Non-current assets			
Exploration and evaluation expenditure	13	44,058,921	36,983,106
Intangibles		793,053	662,888
Investments in joint venture	22	1	1
Investment in associate	23	3,531,048	7,062,095
Other financial assets	12	5,396,000	4,787,118
Right of Use asset	21	1,044,969	-
Other assets		-	345,016
Property, plant and equipment	14	2,011,931	1,774,520
Total non-current assets		56,835,923	51,614,744
Total assets		135,456,909	162,487,276
Current liabilities			
Trade and other payables	15	2,182,786	2,089,652
Provisions	16	1,170,935	1,154,882
Lease liability	21	500,878	-
Total current liabilities		3,854,599	3,244,534
Non-current liabilities			
Provisions	16	1,326,359	1,378,062
Lease liability	21	721,854	-
Deferred tax liability	7	-	3,786,582
Total non-current liabilities		2,048,213	5,164,644
Total liabilities		5,902,812	8,409,178
Net assets		129,554,097	154,078,098
Equity			
Issued capital	17	154,437,267	154,264,634
Reserves	18	8,368,130	7,620,733
Accumulated losses	10	(33,251,300)	(7,807,269)
Total equity		129,554,097	154,078,098
rotal oquity		127,007,077	104,070,070

This 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 2020

	Issued Capital	Investment Revaluation Reserve	Other Equity Reserve	Share Based Payments Reserve	Accumu- lated Losses	Total
	\$	\$	\$	\$	\$	\$
Balance at 01/07/18	154,101,518	1,019,637	300,349	5,774,546	(73,106,340)	88,089,710
Profit for the period	-	-	-	-	76,178,556	76,178,556
Total comprehensive income for the period	-	-	-	-	76,178,556	76,178,556
Recognition of share-based payments (see note 18)	-	-	-	691,201	-	691,201
Recognition of shares issued under performance rights plan	165,000	-	-	(165,000)	-	-
Issue of dividends	-	-	-	-	(10,879,485)	(10,879,485)
Share issue costs, net of tax	(1,884)	-	-	-	-	(1,884)
Balance at 30/06/19	154,264,634	1,019,637	300,349	6,300,747	(7,807,269)	154,078,098
Loss for the period	-	-	-	-	(14,553,693)	(14,553,693)
Total comprehensive income for the period	-	-	-	-	(14,553,693)	(14,553,693)
Recognition of share-based payments (see note 18)	-	-	-	924,147	-	924,147
Recognition of shares issued under performance rights plan	176,750	-	-	(176,750)	-	-
Issue of dividends	-	-	-	-	(10,890,338)	(10,890,338)
Share issue costs, net of tax	(4,117)	-	-	-	-	(4,117)
Balance at 30/06/20	154,437,267	1,019,637	300,349	7,048,144	(33,251,300)	129,554,097

This 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 2020

	Note	2020 \$	2019 \$
Cash flows from operating activities			
Research and development refund		1,497,829	523,088
Payments to suppliers and employees		(14,812,599)	(15,126,952)
Net cash used in operating activities	28 (c)	(13,314,770)	(14,603,864)
Cash flows from investing activities			
Payments for property, plant & equipment		(1,023,959)	(896,520)
Payments for intellectual property		(312,192)	(217,896)
Payments for exploration and evaluation costs		(6,796,133)	(4,959,848)
Payments for tenements acquired		(550,000)	-
Interest received		1,879,620	1,049,099
Investment in equity instruments acquired, net of disposals		(697,367)	(154,348)
Loans repaid from associate		-	4,104,458
Dividends received from RIM - Mt Marion Project		-	6,210,000
Sale of Mt Marion Project	6	-	103,800,000
Net cash generated by / (used in) investing activities		(7,500,031)	108,934,945
Cash flows from financing activities			
Share issue costs		(4,117)	(1,884)
Amounts deposited for security deposits		-	(200,000)
Dividends paid	10	(10,890,338)	(10,879,485)
Lease payments		(645,884)	-
Interest and other finance costs paid		(63,185)	(60,649)
Net cash used in financing activities		(11,603,524)	(11,142,018)
Net increase/(decrease) in cash and cash equivalents		(32,418,325)	83,189,063
Cash and cash equivalents at the beginning of the financial year		109,462,006	26,342,414
Effect of exchange rates on cash balances		(665)	(69,471)
Cash and cash equivalents at the end of the financial year	28 (a)	77,043,016	109,462,006

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

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1. General Information

Neometals Ltd is a limited public company incorporated in Australia and listed on the Australian Securities Exchange. The principal activities of the Consolidated Entity are mineral exploration. Neometals Ltd is the ultimate parent.

Registered Office and Principal Place of Business

Level 1, 1292 Hay St, West Perth WA 6005

2. Significant Accounting Policies

Statement of Compliance

The financial report is a general purpose financial report which has been prepared in accordance with the *Corporations Act 2001*, Accounting Standards and Interpretations, and complies with other requirements of the law. The financial statements comprise the consolidated financial statements of the Consolidated Entity, comprising Neometals Ltd and its controlled entities. For the purpose of preparing the financial statements the consolidated entity is a for-profit entity.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Company and the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors of Neometals Ltd on 23 September 2020.

Basis of Preparation

The financial report has been prepared on a going concern basis. The accounting policies adopted are consistent with those adopted and disclosed in the Consolidated Entity's 2019 Annual Financial Report for the financial year ended 30 June 2019, except for the impact of the Standards and Interpretations described below. These accounting policies are consistent with Australian Accounting Standards and with IRFS.

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Boards ('AASB') that are relevant to its operations and effective for the current reporting period beginning 1 July 2019.

The financial report has been prepared on the basis of historical cost except for the revaluation of certain non-financial assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

Going Concern

The Directors believe that Neometals Ltd will continue as a going concern, and as a result the financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

As at 30 June 2020, Neometals Ltd had cash and cash equivalents of \$77,043,016 and net current assets of \$74,766,387 compared to 30 June 2019, when it had cash and cash equivalents of \$109,462,006 and net current assets of \$107,627,998. For the year ended on 30 June 2020, Neometals Ltd recorded a loss of \$14,553,693 and experienced net operating cash outflows of \$13,314,770. For the period ended 30 June 2019, Neometals Ltd recorded a profit of \$76,178,556 and experienced net operating cash outflows of \$14,603,864.

The Directors believe that, based on current conditions and performance assumptions, that Neometals Ltd is sufficiently funded to meet its anticipated near-term funding needs, including required expenditure related to operations over the next 12 months.

Standards and Interpretations adopted in the Current Year

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2019.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the Group include:

- AASB 16 Leases
- AASB 2018-1 Amendments to Australian Accounting Standards Annual Improvements 2015–2017 Cycle
- AASB 2018-3 Amendments to Australian Accounting Standards Reduced Disclosure Requirements
- Interpretation 23 Uncertainty over Income Tax Treatments and AASB 2017-4 Amendments to Australian Accounting Standards – Uncertainty over Income Tax Treatments

2. Significant Accounting Policies (continued)

AASB 16 Leases

In the current year, the Group has applied AASB 16 Leases, which is effective for annual periods that begin on or after 1 January 2019. The date of initial application of AASB 16 for the Group is 1 July 2019.

AASB 16 introduces new or amended requirements with respect to lease accounting. It introduces significant changes to lessee accounting by removing the distinction between operating and finance lease and requiring the recognition of a right-of-use asset and a lease liability at commencement for all leases, except for short-term leases and leases of low value assets. In contrast to lessee accounting, the requirements for lessor accounting have remained largely unchanged. The impact of the adoption of AASB 16 on the Group's consolidated financial statements is described below.

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate. The Group has applied an incremental borrowing rate of 3.5%.

Lease payments included in the measurement of the lease liability comprise fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The Group has implemented the modified retrospective approach B, which has resulted in the Group's assets and liabilities increasing by \$1,631,224 as at 1 July 2019. There has been no impact on the comparative information or opening retained earnings as a result of the adoption.

Standards and Interpretations Issued But Not Yet Effective

At the date of authorisation of the financial statements, the following Australian Accounting Standards and Interpretations have been issued or amended but are not yet effective and have not been adopted by the Group for the year ended 30 June 2020.

Standard	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 17 Insurance Contracts	1 January 2021	30 June 2021
AASB 2014-10 'Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture and AASB 2015-10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128'	1 January 2022	30 June 2023

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Company for the annual reporting period ended 30 June 2020. The Company is assessing the impact of the new standards, however does not expect to have a material impact on the Company in the current of future reporting periods and on foreseeable future transactions.

Critical Accounting Judgments and Key Sources of Estimation Uncertainty

In the application of the Group's accounting policies, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

2. Significant Accounting Policies (continued)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Refer to note 3 for a discussion of critical judgments in applying the entity's accounting policies, and key sources of estimation uncertainty.

Significant Accounting Policies

The following significant accounting policies have been adopted in the preparation and presentation of the financial report:

(a) Cash and Cash Equivalents

Cash comprises cash on hand and term deposits with a 30 day cancellation policy. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(b) Employee Benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave, long service leave, and sick leave when it is probable that settlement will be required and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Liabilities recognised in respect of long-term employee benefits are measured as the present value of the estimated future cash outflows to be made by the Group in respect of services provided by employees up to reporting date.

(c) Foreign Currency Translation

Functional and Presentation Currency

Items included in the financial statements of each of the group's 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 dollar (\$), which is Neometals Ltd's functional and presentation currency.

Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other income or other expenses.

(d) Financial Instruments Issued by the Company

Debt and Equity Instruments

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

Financial Assets

Financial instruments are initially measured at fair value plus transaction costs except where the instrument is classified 'at fair value through profit or loss' in which case transaction costs are expensed immediately.

Financial instruments are subsequently measured at fair value, amortised cost using the effective interest rate method or at cost. Fair value represents 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. Quoted prices in an active market are used to determine fair value where possible. The group does not designate any interest in subsidiaries, associates or joint venture entities as being subject to the requirements of accounting standards specifically applicable to financial instruments.

Amortised cost instruments are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

By default, all other debt investments and equity investments are measured subsequently at fair value through profit or loss (FVTPL).

2. Significant Accounting Policies (continued)

The Group classifies its financial assets into the following categories: those to be measured subsequently at fair value (either through other comprehensive income 'FVOCI' or through the income statement 'FVTPL') and those to be held at amortised cost. The classification depends on the Group's business model for managing its financial assets and the contractual terms of the cash flows.

Impairment of Financial Assets

The Group recognises a loss allowance for expected credit losses on investments in debt and equity instruments that are measured at amortised cost, FVTPL or at FVTOCI. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Group recognises lifetime ECL (expected credit loss) when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for these financial assets.

Financial Liabilities

Financial liabilities are classified as either financial liabilities 'at fair value through profit or loss' or other financial liabilities.

Financial Liabilities at Fair Value Through Profit or Loss

Financial liabilities are classified as at fair value through profit or loss where the financial liability is either held for trading or it is designated as at fair value through profit or loss.

A financial liability is held for trading if:

- · It has been incurred principally for the purpose of repurchasing in the near future; or
- It is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- · It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading is designated as at fair value through profit or loss upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and AASB 9 'Financial Instruments' permits the entire combined contract (asset or liability) to be designated as at fair value through profit or loss.

Financial liabilities at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Other Financial Liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

Transaction Costs on the Issue of Equity Instruments

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

2. Significant Accounting Policies (continued)

Interest and Dividends

Interest and dividends are classified as expenses or as distributions of profit consistent with the balance sheet classification of the related debt or equity instruments or component parts of compound instruments.

(e) Goods and Service Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax ('GST'), except:

- i) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- ii) for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

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

(f) Non-Current Assets Held for Sale

Non-current assets and their disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than continuing use. This condition is regarded as met only when the sale is highly probable and the non-current asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less cost to sell.

(g) Impairment of Non-Financial Assets

At each reporting date, the consolidated entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately.

(h) Income Tax

Current Tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

2. Significant Accounting Policies (continued)

Deferred Tax

Deferred tax is accounted for using the comprehensive balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items.

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, branches, associates and joint ventures except where the consolidated entity is able to control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the consolidated entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company/Consolidated Entity intends to settle its current tax assets and liabilities on a net basis.

Current and Deferred Tax for the Period

Current and deferred tax is recognised as an expense or income in the profit and loss statement, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or gain on a bargain purchase.

Tax Consolidation

The Company and all its wholly-owned Australian resident entities are part of a tax-consolidated group under Australian taxation law. Neometals Ltd is the head entity in the tax-consolidated group. Income tax expense/benefit, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax consolidated group are recognised in the separate financial statements of the members of the tax consolidated group using a 'group allocation' approach based on the allocation specified in the tax funding arrangement.

The tax funding arrangement requires a notional current and deferred tax calculation for each entity as if it were a taxpayer in its own right, except that unrealised profits, distributions made and received and capital gains and losses and similar items arising on transactions within the tax consolidated group are treated as having no consequence. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax consolidated group are recognised by the Company (as head entity in the tax consolidated group).

Due to the existence of a tax funding arrangement between the entities in the tax consolidated group, amounts are recognised as payable to or receivable by the Company and each member of the group in relation to the tax contribution amounts paid or payable between the parent and the other members of the tax consolidated group in accordance with the arrangement.

Where the tax contribution amount recognised by each member of the tax consolidated group for a particular period is different to the aggregate of the current tax liability or asset and any deferred tax asset arising from the unused tax losses and tax credits in respect of that period, the difference is recognised as a contribution from, or distribution to, equity participants.

Research & Development Tax offset

In respect of Research and Development tax offsets, the Income tax approach (AASB 112) of accounting has been utilised, where the tax benefit is presented within the tax line in the Statement of Comprehensive Income.

2. Significant Accounting Policies (continued)

(i) Exploration and Evaluation Expenditure

Exploration and evaluation expenditures in relation to separate areas of interest are capitalised in the year in which they are incurred and are carried at cost less accumulated impairment losses where the following conditions are satisfied;

- i) the rights to tenure of the area of interest are current; and
- ii) at least one of the following conditions is also met:
 - the exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively, by its sale; or
 - exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Capitalised exploration costs for each area of interest (considered to be the cash generating unit) are reviewed each reporting date to test whether an indication of impairment exists. If any such indication exists, the recoverable amount of the capitalised exploration costs is estimated to determine the extent of the impairment loss (if any). The recoverable amount for capitalised exploration costs has been determined as the fair value less costs to sell by reference to an active market. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision is made to proceed with development, accumulated expenditure is tested for impairment and transferred to capitalised development and then amortised over the life of the reserves associated with the area of interest once mining operations have commenced.

Development Expenditure

Development expenditure is recognised at cost less any impairment losses. Where commercial production in an area of interest has commenced, the associated costs are amortised over the life of the reserves associated with the area of interest. Changes in factors such as estimates of proved and probable reserves that effect unit-of-production calculations are dealt with on a prospective basis.

(j) Payables

Trade payables and other accounts payable are recognised when the Consolidated Entity becomes obliged to make future payments resulting from the purchase of goods and services.

(k) Principles of Consolidation

The consolidated financial statements are prepared by combining the financial statements of all the entities that comprise the Consolidated Entity, being the Company (the parent entity) and its subsidiaries as defined in Accounting Standard AASB 10 'Consolidated Financial Statements'. A list of subsidiaries appears in note 24 to the financial statements. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements.

On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. If, after reassessment, the fair value of the identifiable net assets acquired exceeds the cost of acquisition, the excess is credited to profit and loss in the period of acquisition. The consolidated financial statements include the information and results of each subsidiary from the date on which the Company obtains control and until such time as the Company ceases to control such entity. In preparing the consolidated financial statements, all inter-company balances and transactions, and unrealised profits arising within the consolidated entity are eliminated in full.

(I) Property, Plant and Equipment

Plant and equipment is stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item. In the event that settlement of all or part of the purchase consideration is deferred, costs are determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

2. Significant Accounting Policies (continued)

Depreciation is calculated on a diminishing value basis so as to write off the net cost or other re-valued amount of each asset over its expected useful life to its estimated residual value. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period with the effect of any changes recognised on a prospective basis.

The following estimated useful lives are used in the calculation of depreciation:

Furniture & Fittings 5-20 years
Plant and Equipment 2-10 years
Buildings 10-20 years

An item of property, plant and equipment is derecognised upon disposal when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit and loss.

(m) Intangibles

Trademarks, Licences and Customer Contracts

Separately acquired trademarks and licences are shown at historical cost. Trademarks, licenses and customer contracts acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Research and Development

Research expenditure is recognised as an expense as incurred. Development expenditure is recognised as an asset as incurred. Research and development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

(n) Provisions

Provisions are recognised when the consolidated entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received and the amount of the receivable can be measured reliably.

Provision for Onerous Contract

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

(o) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Dividend and interest revenue

Dividend revenue from investments is recognised when the shareholder's right to receive the payment has been established. Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

(p) Interests in Joint Operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

2. Significant Accounting Policies (continued)

When a group entity undertakes its activities under joint operations, the Group as a joint operator recognises in relation to its interest in a joint operation:

- · its assets, including its share of any assets held jointly;
- · its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- · its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the AASBs applicable to the particular assets, liabilities, revenues and expenses.

When a group entity transacts with a joint operation in which a group entity is a joint operator (such as a sale or contribution of assets), the Group is considered to be conducting the transaction with the other parties to the joint operation, and gains and losses resulting from the transactions are recognised in the Group's consolidated financial statements only to the extent of other parties' interests in the joint operation.

When a group entity transacts with a joint operation in which a group entity is a joint operator (such as a purchase of assets), the Group does not recognise its share of the gains and losses until it resells those assets to a third party.

(q) Share-Based Payments

Equity-settled share-based payments to employees and others providing services to the Group are measured at fair value at the date of grant.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Consolidated Entity's estimate of shares that will eventually vest, with a corresponding increase in equity.

Equity-settled share-based payments transactions with parties other than employees are measured at the fair value of the goods or services received, except where the fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counter party renders the service. The fair value of performance rights are measured using a Monte Carlo Simulation.

(r) Leased Assets

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.

The lease liability is presented as a separate line in the consolidated statement of financial position. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation. Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

(s) Investments in Associates and Joint Ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

2. Significant Accounting Policies (continued)

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with AASB 5. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of AASB 9 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with AASB 9. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no re-measurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

3. Critical Accounting Judgments and Key Sources of Estimation Uncertainty

In the application of the Group's accounting policies, which are described in note 2, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgments. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Critical Judgments in Applying the Entity's Accounting Policies

The following are the critical judgments that management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

(a) Recovery of Capitalised Exploration Evaluation and Development Expenditure

The Group capitalises exploration, evaluation and development expenditure incurred on ongoing projects. The recoverability of this capitalised exploration expenditure is entirely dependent upon returns from the successful development of mining operations or from surpluses from the sale of the projects or the subsidiary companies that control the projects. At the point that it is determined that any capitalised exploration expenditure is definitely not recoverable, it is written off.

(b) Share-Based Payments

Equity-settled share-based payments granted are measured at fair value at the date of grant. The fair value of share options is measured by use of the Monte Carlo model and requires substantial judgement. Management has made its best estimate for the effects of non-transferability, exercise restrictions (including the probability of meeting market conditions attached to the option), and behavioural considerations.

The fair value of performance rights issued during the period was made with reference to the parent entity's closing share price on the date of grant. Management has been required to estimate the probability that the employee will meet the performance criteria determined by the board and that the employee employed by the Group.

3.2 Key areas of Estimation Uncertainty

The following are key assumptions concerning the future, or other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

(a) Capitalised Development and Evaluation Assets

Certain assumptions are required to be made in order to assess whether there is an indicator of impairment of long-lived assets. Key assumptions include future commodity prices, future cash flows, estimated discount rate and estimates of Ore Reserves. Estimates of Ore Reserves are dependent on various assumptions. Changes in these estimates could materially impact on actual ore recovered, and could therefore affect estimates of future cash flows used in the assessment of recoverable amounts. The carrying amount of exploration evaluation and development assets which is included in the consolidated statement of financial position at 30 June 2020 is \$44.1 million (2019: \$37.0 million).

The Group estimates its Mineral Resources and Reserves based on information assessed by Competent Persons (as defined in the JORC code). In estimating the remaining life of the mine for the purpose of amortisation and depreciation calculations, due regard is given, not only to the amount of remaining Ore Reserves, but also to limitations which could arise from the potential for changes in technology, demand, and other issues which are inherently difficult to estimate over an extended timeframe.

(b) Onerous Contract

The Company has an onerous contract which relates to a contract entered into by Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, for the Company's Barrambie Project. The contract with DBNGP (WA) Transmission Pty Ltd for gas transmission, commenced on 1 July 2010. The provision in the accounts represents the present value of the gas transmission obligations under the contract for gas transmission not expected to be utilised or on sold.

The estimates for the remaining term is subject to Management's judgement and could change in future periods.

4. Parent Entity Disclosure

	2020 \$	2019 \$
Financial Position	•	
Assets		
Current assets	76,700,157	109,893,836
Non-current assets	29,512,286	28,171,182
Total assets	106,212,443	138,065,018
Liabilities		
Current liabilities	(2,670,853)	(2,101,075)
Non-current liabilities	(1,001,430)	(3,786,582)
Total liabilities	(3,672,283)	(5,887,657)
Net Assets	102,540,160	132,177,361
Equity		
Issued capital	154,437,267	154,264,362
Retained earnings	(59,245,600)	(28,688,370)
Reserves		
Share based payments	7,348,493	6,601,369
Total equity	102,540,160	132,177,361
Financial Performance		
Profit for the year	(19,666,892)	81,273,621
Other comprehensive income	-	-
Total comprehensive income	(7,220,061)	81,273,621
Guarantees entered into on behalf of subsidiaries (i)	4,000,000	4,000,000

⁽i) Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, is party to a gas transmission agreement with DBNGP (WA) Transmission Pty Ltd. The parent entity has provided security for a bank guarantee required under the contract for \$4.0 million. Refer to note 12 for details.

5. Profit / (Loss) for the Year Continuing Operations

	Note	2020 \$	2019 \$
(a) Income			
Income from operations consisted of the following items:			
Other Income:			
Interest revenue		1,630,841	1,140,353
Other		431,554	512,147
		2,062,395	1,652,500
(b) Profit / (Loss) Before Income Tax			
Profit / (loss) before income tax has been arrived at after charging the following expenses:			
Employee benefits expense:		(004147)	(601 001)
Equity settled share-based payments		(924,147)	(691,201)
Superannuation expense		(382,778)	(291,080)
Employee salaries		(5,317,015)	(4,541,992)
Florence		(6,623,940)	(5,524,273)
Finance costs:		(60,000)	(60,000)
Facility fees		(60,000)	(60,000)
Interest expense		(3,185)	(649)
		(63,185)	(60,649)
c) Impairment Expense			
Impairment of associate	23	(3,531,047)	(5,226,805)
Impairment of property, plant, and equipment	14	(501,963)	-
Impairment of intangibles		(549,282)	-
Impairment of other assets		(14,643)	-
		(4,596,935)	(5,226,805)
(d) Other Expenses			
Research and development expenditure		(3,572,177)	(3,930,962)
Consultancy costs		(866,759)	(241,952)
Depreciation of non-current assets		(754,970)	(117,364)
Other expenses		(1,039,692)	(361,264)
Re-measurement of onerous contract	16	(28,841)	976,017
		(6,262,439)	(3,675,525)

6. Discontinued Operations

At 30 June 2018, Neometals investment in RIM was equity accounted for as an investment in associate. On 30 November 2018, the Board endorsed the decision to complete the sale of RIM to co-shareholders (Mineral Resources & Ganfeng), and a sales agreement was executed in December 2018 to dispose of the remaining interest of 13.8% in Reed Industrial Minerals Pty Ltd. Accordingly, the classification of the investment was required to be reassessed for the current period end under AASB 5 Noncurrent Asset Held for Sale and Discontinued Operations.

The disposal was completed in March 2019 for a cash consideration of \$103.8M, on which date the equity interest passed to the acquirer. Details of the investment disposed of and the calculation of the profit or loss on disposal are disclosed below.

	Note	2020 \$	2019 \$
Profit on sale of associate			
Opening carrying value of investment in the associate	23	-	11,325,197
Share of profit / (loss) of associate recognised in profit or loss		-	11,561,336
Fully franked dividends received from associate		-	(6,210,000)
Investment balance classified as held for sale		-	16,676,533
Proceeds from sale of associate		-	(103,800,000)
Profit on sale of associate		-	(87,123,467)

The results of the discontinued operation which have been included in the financial statements for the year were as follows:

	2020 \$	2019 \$
Results of discontinued operations		
Profit / (loss) from discontinued operations	-	98,684,783
Cash flows from discontinued operations		
Cashflows from investing activities	-	114,114,458
Effect of disposal on the financial position of the group		
investment in associate	-	(16,676,533)

7. Income Taxes

	2020 \$	2019 \$
(a) Income Tax Benefit Recognised in Profit or Loss		
Tax Benefit Comprises:		
Deferred tax expense relating to temporary differences	(4,097,614)	3,786,582
Under / over	311,031	-
Total tax (benefit) / expense	(3,786,583)	3,786,582
The prima facie income tax expense on pre-tax accounting profit from continuing operations reconciles to the income tax benefit in the financial statements as follows: (Loss) / Profit from operations Income tax calculated at 30%	(19,837,973) (5,951,392)	78,918,962 23,675,689
Effect of income and expenses that are not deductible in determining taxable profit Tax losses not recognised	1,341,490 823,319	(3,150,651)
Recognition of previously unrecognised tax losses	-	(23,031,010)
Tax effect on disposal of capital assets (1)	-	6,292,554
Income tax (benefit) / expense recognised	(3,786,583)	3,786,582
Refund of prior year R&D claim Income tax (benefit) / expense recognised inclusive of R&D claim	(1,497,697) (5,284,280)	(523,088) 3,263,494

⁽i) Tax effect on disposal of capital assets was higher than the accounting gain on disposal.

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable income under Australian tax law. There has been no change in the corporate tax rate during the reporting period.

(b) Deferred Tax Balances

Deferred tax balances are presented in the statement of financial position as follows:

	2020 \$	2019 \$
Deferred tax liabilities	(13,559,164)	(12,697,822)
Deferred tax assets	13,559,164	8,911,240
Net deferred tax balance	-	(3,786,582)

(c) Deferred tax assets not brought to account

At 30 June 2020 the amount of tax losses not recognised was (gross) \$2,744,397 (June 2019: \$nil). Deferred tax assets have not been recognised in this reporting period as it is too early to estimate future taxable profits being available against which the Group can use the benefits.

7. Income Taxes (continued)

Tax Consolidation

Relevance of Tax Consolidation to the Consolidated Entity

The Company and its wholly-owned Australian resident entities have formed a tax-consolidated group and are therefore taxed as a single entity. The head entity within the tax-consolidated group is Neometals Ltd. The members of the tax-consolidated group are identified at note 24.

Nature of Tax Funding Arrangements and Tax Sharing Agreements

Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax sharing agreement with the head entity. Under the terms of the tax funding arrangement, Neometals Ltd and each of the entities in the tax consolidation group has agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax assets of the entity. Such amounts are reflected in amounts receivable from or payable to each entity in the tax consolidated group, and are eliminated on consolidation. The tax sharing agreement entered into between the members of the tax-consolidated group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its payment obligations or if an entity should leave the tax-consolidated group. The effect of the tax sharing agreement is that each member's tax liability for tax payable by the tax-consolidated group is limited to the amount payable to the head entity under the tax funding arrangement.

8. Key Management Personnel Compensation

Details of key management personnel compensation are provided on pages 46-53 of the Directors' Report.

The aggregate compensation made to key management personnel of the Group is set out below.

	Note	2020 \$	2019 \$
Short-term employee benefits		2,249,546	2,211,405
Post-employment benefits		136,960	136,092
Share-based payments		623,492	478,846
		3,009,998	2,826,343

9. Share Based Payments

Neometals Ltd has an ownership based remuneration scheme for executives and employees.

Performance Rights Plan ('PRP')

In accordance with the provisions of the PRP, as approved by shareholders at the Company's AGM on 24 November 2017, employees, Non-executive Directors and consultants may be offered performance rights at such times and on such terms as the board considers appropriate.

General terms of performance rights granted under the PRP:

- The performance rights will not be quoted on the ASX.
- Performance rights can only be granted to employees, Non-executive Directors and consultants of the Company.
- Performance rights are transferable to eligible nominees.
- Performance rights not exercised on or before the vesting date will lapse.
- · All shares allotted upon the vesting of performance rights rank equally in all respects to all previously issued shares.
- Performance rights confer no right to vote, attend meetings, participate in a distribution of profit or a return of capital or another participating rights or entitlements on the grantee unless and until the performance rights vest.

9. Share Based Payments (continued)

The following share-based payment arrangements in relation to performance rights were in existence during the period.

2020	Grant Date	Number	Vesting Date/ Expiry Date	Grant Date Share Price	Probability Factor	Fair Value at Grant Date
J. Carone	03/10/2017	370,012	31/12/2020	0.30	n/a	0.25
M. Tamlin	03/10/2017	444,015	31/12/2020	0.30	n/a	0.25
C. Reed	11/12/2017	952,474	31/12/2020	0.385	n/a	0.34
D. Townsend	11/12/2017	444,015	31/12/2020	0.385	n/a	0.34
Staff and consultants	11/12/2017	280,312	31/12/2020	0.385	n/a	0.77
Staff and consultants	11/12/2017	250,000	30/06/2020	0.385	n/a	0.25
C. Reed	10/08/2018	835,339	30/06/2021	0.32	n/a	0.25
J. Carone	10/08/2018	307,156	30/06/2021	0.32	n/a	0.25
M. Tamlin	10/08/2018	383,330	30/06/2021	0.32	n/a	0.25
D. Townsend	10/08/2018	368,587	30/06/2021	0.32	n/a	0.25
Staff and consultants	10/08/2018	739,501	30/06/2021	0.32	n/a	0.25
Staff and consultants	25/01/2019	356,797	30/06/2021	0.22	n/a	0.25
C. Reed	02/09/2019	1,233,021	30/06/2022	0.154	n/a	0.25
J. Carone	02/09/2019	493,335	30/06/2022	0.154	n/a	0.25
M. Tamlin	02/09/2019	559,711	30/06/2022	0.154	n/a	0.12
D. Townsend	02/09/2019	538,184	30/06/2022	0.154	n/a	0.12
Staff and consultants	02/09/2019	1,957,910	30/06/2022	0.154	n/a	0.12
S. Cole	02/09/2019	285,467	30/06/2020	0.154	n/a	0.12
D. Ritchie	02/09/2019	68,512	30/06/2020	0.154	n/a	0.12
N. Streltsova	02/09/2019	68,512	30/06/2020	0.154	n/a	0.12
J. Purdie	02/09/2019	114,187	30/06/2020	0.154	n/a	0.12
L. Guthrie	24/10/2019	47,675	30/06/2020	0.154	n/a	0.12
Total		11,098,052				

The valuation of the Non-executive Directors performance rights has been based on the amount of their fees that have been forgone. The fair value of other KMP performance rights issued have been independently valued by a third party using a Monte Carlo simulation to determine fair value. The total expense recognised for the period arising from share-based payment transactions and accounted for as equity-settled share-based payment transactions is \$924,147 (2019: \$691,201).

The following reconciles the outstanding performance rights granted at the beginning and end of the financial year.

	2020 Performance Rights No.	2019 Performance Rights No.
Balance at beginning of the financial year	6,274,181	4,654,223
Granted during the financial year as compensation	5,366,515	3,233,353
Vested during the financial year (1)	(542,644)	(441,796)
Lapsed during the financial year (ii)	-	(1,171,599)
Balance at the end of the financial year (iii)	11,098,052	6,274,181

- (i) 542,644 shares in the Company were issued on vesting of performance rights (2019:441,796).
- (ii) No performance rights lapsed during the financial year (2019: 1,171,599).
- (iii) Subject to the satisfaction of certain retention and performance conditions 584,353 performance rights vest at the end of the year (2019: 542,643)

10. Dividends on Equity Instruments

Declared and paid during the year	2020 \$	2019 \$
Dividends paid on ordinary shares:		
On 20 March 2020, the directors declared a partially franked dividend of two cents per share, .0014 cent franked and 0.0186 cent unfranked to the holders of fully paid ordinary shares, paid to shareholders on 3 April 2020. (2019: 2.0 cents)	10,890,338	10,879,485

The dividend franking account has a balance of \$3,710 as at 30 June 2020 (2019: \$330,110).

11. Trade and Other Receivables

	2020 \$	2019 \$
Current		
Other receivables	170,803	428,903
Prepayments	214,410	198,696
Total	385,213	627,599

12. Other Financial Assets

	2020 \$	2019 \$
Current		
Financial assets measured at FVTPL (1)	1,149,757	782,927
Rental bond term deposit	43,000	-
Total Current	1,192,757	782,927
Non-current		
Financial assets measured at FVTPL	1,196,000	543,000
Barrambie Gas term deposit (ii)	4,000,000	4,000,000
Rental bond term deposit	200,000	244,118
Total Non-current	5,396,000	4,787,118
Total	6,588,757	5,570,045

⁽i) The Group has invested in a portfolio of listed shares which are held for trading. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The valuation technique and key inputs used to determine the fair value are quoted bid prices in an active market.

⁽ii) Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, is a party to a gas transmission agreement with DBNGP (WA) Transmission Pty Ltd (DBP) in relation to the Barrambie Project. As part of the agreement the Group was required to provide security by way of a \$4.0 million bank guarantee.

13. Exploration and Evaluation Expenditure

	Consolidated
	Capitalised Exploration and Evaluation Expenditure \$
Gross carrying amount	
Balance at 1 July 2018	37,267,573
Additions	5,476,253
Balance at 1 July 2019	42,743,826
Additions	7,075,815
Balance at 30 June 2020	49,819,641
Accumulated amortisation and impairment	
Balance at 1 July 2018	5,760,720
Amortisation expense	-
Impairment expense	-
Expenditure written off	-
Balance at 1 July 2019	5,760,720
Amortisation expense	-
Impairment expense	-
Expenditure written off	-
Balance at 30 June 2020	5,760,720
Net book value	
As at 30 June 2019	36,983,106
As at 30 June 2020	44,058,921

The recovery of exploration expenditure carried forward is dependent upon the discovery of commercially viable mineral and other natural resource deposits, their development and exploration, or alternatively their sale.

14. Property, Plant and Equipment

	Consolidated	
	Plant and Equipment at Cost \$	
Gross carrying amount		
Balance at 1 July 2018	1,214,252	
Additions	943,403	
Disposals	-	
Transfers to property, plant and equipment	-	
Written off	(131,331)	
Balance at 1 July 2019	2,026,324	
Additions	890,293	
Disposals	(33,908)	
Transfers to property, plant and equipment	-	
Impairments (i)	(501,963)	
Balance at 30 June 2020	2,380,746	
Accumulated depreciation		
Balance at 1 July 2018	258,563	
Disposals	(116,188)	
Depreciation expense	109,429	
Balance at 1 July 2019	251,804	
Disposals and write offs	(51,705)	
Depreciation expense	168,716	
Balance at 30 June 2020	368,815	
Net book value		
As at 30 June 2019	1,774,520	
As at 30 June 2020	2,011,931	

⁽i) During the year, following the cessation of research and development activities at the Group's leased premises in Canada, the Group carried out a review of the recoverable amount of the laboratory equipment and related premise upgrades. The review led to the recognition of an impairment loss of \$501,963 which has been recognised in profit or loss. These assets are classified in the Group's Vanadium / Titanium operating segment.

15. Trade and Other Payables

	2020 \$	2019 \$
Trade payables	856,396	738,530
Accrued expenses	1,291,929	1,306,976
Other	34,461	44,146
	2,182,786	2,089,652

The average credit period on purchases is 30 days. No interest is charged on the trade payables. The Group has financial risk management policies in place to help ensure that all payables are paid within the settlement terms.

16. Provisions

	2020 \$	2019 \$
Current		
Annual leave	478,202	433,762
Long service leave	224,036	161,980
Other (a)	468,697	559,140
	1,170,935	1,154,882
Non-current		
Rehabilitation provision	398,000	-
Other (a)	928,359	1,378,062
	1,326,359	1,378,062
	2,497,294	2,532,944

(a) Detail of movement in other provisions

	Onerous Contracts ⁽¹⁾ \$
2020	
Balance at 1 July 2019	1,937,202
Additional provisions recognised	-
Reductions arising from payments	(568,987)
Increase resulting from remeasurement	28,841
Balance at 30 June 2020	1,397,056
Comprised of:	
Current provision	468,697
Non-current provision	928,359
	1,397,056

⁽i) The onerous contract relates to a contract entered into by Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, for the Company's Barrambie Project. The contract with DBNGP (WA) Transmission Pty Ltd for gas transmission, commenced on 1 July 2010. The provision in the accounts represents the present value of the remaining gas transmission obligations under the contract for gas transmission not expected to be utilised or on sold.

	Onerous Contracts ⁽ⁱ⁾ \$
2019	
Balance at 1 July 2018	3,567,051
Reductions arising from payments	(653,832)
Reductions resulting from re-measurement or settlement without cost	(976,017)
Balance at 30 June 2019	1,937,202
Comprised of:	
Current provision	559,140
Non-current provision	1,378,062
	1,937,202

⁽i) The onerous contract relates to a contract entered into by Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, for the Company's Barrambie Project. The contract with DBNGP (WA) Transmission Pty Ltd for gas transmission, commenced on 1 July 2010. The provision in the accounts represents the present value of the remaining gas transmission obligations under the contract for gas transmission not expected to be utilised or on sold.

17. Issued Capital

	2020 \$	2019 \$
544,516,913 fully paid ordinary shares (2019: 543,974,269)	154,437,267	154,264,634

	2020		2019	
	No.	\$	No.	\$
Fully paid ordinary shares				
Balance at beginning of financial year	543,974,269	154,264,634	543,532,473	154,101,518
Share issue costs	-	(4,117)	-	(1,884)
Other share based payments	542,644	176,750	441,796	165,000
Balance at the end of the financial year	544,516,913	154,437,267	543,974,269	154,264,634

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

Share options

At balance date there were no share options in existence over ordinary shares (2019: nil).

18. Reserves

The share-benefits reserve arises on the grant of share options and performance rights for the provision of services by consultants and to executives and employees under the employee share option plan, performance rights plan, employment contracts or as approved by shareholders. Amounts are transferred out of the reserve and into issued capital when the options are exercised or when shares are issued pursuant to the terms of the performance rights. Further information about share-based payments to employees is provided in note 9 to the financial statements.

	2020 \$	2019 \$
Share based payments reserve:		
Balance at the beginning of the financial year	6,300,747	5,774,546
Increase in share based payments	924,147	691,201
Amounts transferred to share capital on exercise	(176,750)	(165,000)
Balance at the end of the financial year	7,048,144	6,300,747
Other reserve:		
Balance at the beginning of the financial year	300,349	300,349
Balance at the end of the financial year	300,349	300,349
Investment revaluation reserve:		
Balance at the beginning of the financial year	1,019,637	1,019,637
Balance at the end of the financial year	1,019,637	1,019,637
Total Reserves	8,368,130	7,620,733

19. Earnings Per Share

	2020 Cents per Share	2019 Cents per Share
Basic earnings per share:		
Continuing and discontinued operations	(2.67)	14.00
Diluted earnings per share:		
Continuing and discontinued operations	(2.67)	14.01

Basic and diluted profit / (loss) per share

The profit / (loss) and weighted average number of ordinary shares used in the calculation of basic and diluted profit / (loss) per share are as follows.

	2020 \$	2019 \$
Profit / (loss) (a)		
Continuing and discontinued operations	(14,553,693)	76,178,556
	2020 No.	2019 No.
Weighted average number of ordinary shares for the purpose of basic profit / (loss) per share	544,516,913	543,974,269
Weighted average number of ordinary shares for the purpose of diluted profit / (loss) per share	544,516,913	543,911,970

⁽a) Profit / (loss) used in the calculation of profit / (loss) per share reconciles to net loss in the consolidated statement of comprehensive income.

20. Commitments for Expenditure

(a) Exploration and Evaluation Expenditure Commitments

The Consolidated Entity holds mineral exploration licences in order for it to undertake its exploration and evaluation activities. To continue to hold tenure over these areas the Group is required to undertake a minimum level of expenditure on or in relation to the leases. Minimum expenditure commitments for the exploration and mining leases for the 2020 financial year are outlined in the table below.

	30 June 2020 \$	30 June 2019 \$
Exploration expenditure commitments		
Not longer than one year (1)	2,110,369	2,570,503

⁽i) Due to the nature of this expenditure, in that the expenditure commitments may be reduced by the relinquishment of tenements, estimates for the commitment have not been forecast beyond June 2021. However, should the Group continue to hold the tenements beyond this date additional expenditure commitments would arise.

(b) Other

As referred to in note 16 (i) to the accounts, Neometals Energy Pty Ltd, a wholly owned subsidiary of the Company, previously entered into a gas transmission agreement with DBNGP (WA) Transmission Pty Ltd for the Barrambie Project. As part of the agreement the Group was required to procure a 'blocked' term deposit for \$4.0 million (30 June 2019: \$4.0 million) as security a bank guarantee, which approximates the present value of the Group's commitment under the agreement. The obligations under the gas transmission agreement commenced on 1 July 2010.

21. Leases

Leasing arrangements

Leases relate to the lease of commercial premises in West Perth, Welshpool, Canada and a photocopier. The lease agreement for the Company's West Perth premises was entered into on 1 July 2019 for a 48 month period expiring on 30 June 2023. The lease of the Canadian branch premises was entered into on 1 May 2016 for a 60 month period expiring on 30 April 2021. The lease of a photocopier is for a period of 48 months expiring in June 2022. The commitments are based on the fixed monthly lease payment.

	30 June 2020				
Right-of-Use Assets	Buildings Equipment Total \$				
Cost	1,605,014	26,210	1,631,224		
Accumulated Depreciation	(577,518)	(8,737)	(586,255)		
Carrying Amount	1,027,496	17,473	1,044,969		

	30 June 2020				
Lease Liability	Buildings \$	Equipment \$	Total \$		
Current	492,145	8,733	500,878		
Non-current	712,810	9,044	721,854		
Total	1,204,955	17,777	1,222,732		

	2020 \$	2019 \$
Amounts recognised in profit and loss		
Depreciation expense on right-of-use asset	586,255	-
Interest expense on lease liabilities	50,570	-
	636,825	-

22. Joint Arrangements

		Inte	erest
Name of Operation	Principal Activity	2020 %	2019 %
Reed Advanced Materials Pty Ltd (i)	Evaluation of lithium hydroxide process	70	70

The Consolidated Entity's interest in assets employed in the above joint ventures is detailed below.

(i) Reed Advanced Materials Pty Ltd

On 6 October 2015 Neometals and Process Minerals International Pty Ltd entered into a shareholders agreement for the purposes of establishing and operating a joint venture arrangement through RAM to operate a business of researching, designing and developing the capabilities and technology relating to the processing of lithium hydroxide. Following the execution of the shareholders agreement RAM was held 70:30 between Neometals and Process Minerals International.

Summarised financial information for the joint venture.

	2020 \$	2019 \$
Carrying value of investment in the joint venture	1	1
Share of loss of joint venture not recognised in profit or loss	21,413	33,159
Current assets	177,801	79,847
Non-current assets	444,967	362,536
Current liabilities	(2,709)	-
Non-current liabilities	(2,176,568)	(1,968,678)

23. Investment in Associate

(i) Hannans Limited

		Inte	Interest	
Name of Operation	Principal Activity	2020 %	2019 %	
Hannans Limited	Exploration of nickel and lithium	35.5	35.5	

The above associate is accounted for using the equity method in this consolidated financial report.

Summarised information for the associate.

	2020 \$	2019 \$
Opening carrying value of investment in associate	7,062,095	12,757,545
Share of profit/(loss) of associate recognised in profit or loss (1)	-	(468,645)
Impairment expense (ii)	(3,531,047)	(5,226,805)
Closing carrying value of investment in associate	3,531,048	7,062,095

⁽i) The equity accounted share of the associate's loss as adjusted as if applying the same accounting policies as Neometals is credited against the carrying value of the investment in the associate.

⁽ii) In the current financial year, the carrying value of the investment in associate has been impaired down to its carrying value on a per share basis.

	2020 \$	2019 \$
Shares held in Hannans Limited	706,209,483	706,209,483

24. Subsidiaries

		Interest	
Name of Entity	Country of Incorporation	2020 %	2019 %
Parent entity			
Neometals Ltd	Australia		
Subsidiaries			
Australian Titanium Pty Ltd (formerly Australian Vanadium Corporation (Holdings) Pty Ltd)	Australia	100	100
Alphamet Management Pty Ltd (formerly Australian Vanadium Corporation (Investments) Pty Ltd)	Australia	100	100
Inneovation Pty Ltd (formerly Australian Vanadium Exploration Pty Ltd)	Australia	100	100
Neometals Energy Pty Ltd (formerly Barrambie Gas Pty Ltd)	Australia	100	100
Neomaterials Pty Ltd (formerly GMK Administration Pty Ltd)	Australia	100	100
Neometals Investments Pty Ltd (formerly Gold Mines of Kalgoorlie Pty Ltd)	Australia	100	100
Urban Mining Pty Ltd (formerly Mount Finnerty Pty Ltd)	Australia	100	100
Adamant Technologies Pty Ltd	Australia	100	100
Mt Edwards Lithium Pty Ltd	Australia	100	100
Avanti Materials Ltd	Australia	100	100
ACN 630 589 507 Pty Ltd	Australia	100	100

All of these companies are members of a tax consolidated group. Neometals Ltd is the head entity of the tax consolidated group.

25. Segment Information

Basis for Segmentation

AASB 8 Operating Segments requires the presentation of information based on the components of the entity that management regularly reviews for its operational decision making. This review process is carried out by the Chief Operating Decision Maker ('CODM') for the purpose of allocating resources and assessing the performance of each segment. The amounts reported for each operating segment is the same measure reviewed by the CODM in allocating resources and assessing performance of that segment.

For management purposes, the Group operates under three operating segments comprised of the Group's lithium, titanium/vanadium and 'other segments' which comprises other minor exploration projects and mineral process technology businesses. The titanium/vanadium operating segment is separately identified given it possess different competitive and operating risks and meets the quantitative criteria as set out in the AASB 8. Previously the Group operated under two reportable operating segments comprised of the Group's titanium/vanadium and 'other segments' which comprises the Mount Marion lithium project and other minor exploration projects. The 'other segments' category is the aggregation of all remaining operating segments given sufficient reportable operating segments have been identified.

During the 2019 financial year an investment in associate was classified as held for sale and the sale was completed in March 2019. The segment information reported on the next page does not include any amounts for this discontinued operation, which is described in more detail in note 6.

For the year ended 30 June 2020

	Lithium	Vanadium / Titanium	Other	Corporate	Total
Reportable Operating Segments	\$	\$	\$	\$	\$
Revenue from external customers	-	-	-	-	-
Cost of sales	-	-	-	-	-
Gross profit / (loss)	-	-	-	-	-
Other income	348,641	3,433	72,300	1,638,021	2,062,395
Expenditure written off / impairments	(184,024)	(521,456)	(3,531,047)	(360,408)	(4,596,935)
Depreciation and amortisation	-	(285,443)	-	(469,527)	(754,970)
Total expense	(3,767,128)	(2,766,043)	(12,316)	(10,002,976)	(16,548,463)
Profit/(loss) before tax	(3,602,511)	(3,569,509)	(3,471,063)	(9,194,890)	(19,837,973)
Income tax benefit	-	-	-	5,284,280	5,284,280
Consolidated profit / (loss) after tax	(3,602,511)	(3,569,509)	(3,471,063)	(3,910,610)	(14,553,693)

As at 30 June 2020

	Lithium	Vanadium / Titanium	Other	Corporate	Total
Reportable Operating Segments	\$	\$	\$	\$	\$
Increase / (decrease) in segment assets	5,096,269	2,942,632	1,019,831	(31,492,164)	(22,433,432)
Impairment	(184,024)	(521,456)	(3,531,047)	(360,408)	(4,596,935)
Consolidated increase / (decrease) in segment assets	4,912,245	2,421,176	(2,511,216)	(31,852,572)	(27,030,367)
Total segment assets	10,517,522	36,708,688	5,876,877	82,353,822	135,456,909
Total assets	10,517,522	36,708,688	5,876,877	82,353,822	135,456,909

25. Segment Information (continued)

For the year ended 30 June 2019

	Lithium	Vanadium / Titanium	Other	Corporate	Total
Reportable Operating Segments	\$	\$	\$	\$	\$
Revenue from external customers	-	-	-	-	-
Cost of sales	-	-	-	-	-
Gross profit / (loss)	-	-	-	-	-
Other income	299,886	1,270	162,450	1,188,894	1,652,500
Depreciation and amortisation	(41,583)	(75,781)	-	-	(117,364)
Total expense	(2,285,531)	(2,106,863)	(5,697,277)	(10,805,562)	(20,895,233)
Profit / (loss) before tax	(1,985,645)	(2,105,593)	(5,534,827)	(9,616,668)	(19,242,733)
Profit for the year from discontinued operations	-	-	-	98,684,783	98,684,783
Income tax expense	-	-	-	(3,263,494)	(3,263,494)
Consolidated profit / (loss) after tax	(1,985,645)	(2,105,593)	(5,534,827)	85,804,621	76,178,556

As at 30 June 2019

	Lithium	Vanadium / Titanium	Other	Corporate	Total
Reportable Operating Segments	\$	\$	\$	\$	\$
Increase/(decrease) in segment assets	(17,676,310)	4,540,378	(5,411,673)	103,164,273	84,616,668
Deconsolidation	-	-	-	19,960,655	19,960,655
Consolidated increase/ (decrease) in segment assets	(17,676,310)	4,540,378	(5,411,673)	123,124,928	104,577,323
Total segment assets	5,605,277	34,287,512	8,388,092	114,206,395	162,487,276
Total assets	5,605,277	34,287,512	8,388,092	114,206,395	162,487,276

Geographical information

The Group operates in a single geographical area being Australia (country of domicile).

26. Related Party Disclosures

(a) Equity interests in related parties

Equity interests in subsidiaries.

Details of the percentage of ordinary shares held in subsidiaries are disclosed in note 24 to the financial statements.

(b) Key management personnel remuneration

Details of Key Management Personnel remuneration are disclosed on pages 46-53 of the Directors' Report.

(c) Key management personnel equity holdings

Fully paid ordinary shares of Neometals Ltd

	Balance at 01/07/2019	Balance on Appointment	Received on Exercise of Perf. Rights	Net Other Change	Balance at 30/06/2020	Balance Held Nominally
2020	No.	No.	No.	No.	No.	No.
Non-executive Directors						
S. Cole	1,232,783	-	163,948	-	1,396,731	-
D. Ritchie	27,048	-	39,348	-	66,396	-
N. Streltsova	27,048	-	39,348	-	66,396	-
D. Reed	49,188,900	-	-	(3,000,000)	46,188,900	-
J. Purdie	44,248	-	56,752	-	101,000	-
L. Guthrie	25,000	-	60,605	-	85,605	-
Executive Directors						
C. Reed	10,228,170	-	-	200,000	10,428,170	-
Other executives						
M. Tamlin	979,189	-	-	(750,000)	229,189	-
J. Carone	1,450,000	-	-	(350,000)	1,100,000	-
D. Townsend	130,272	-	-	33,333	163,605	-
Total	63,332,658	-	360,001	(3,866,667)	59,825,992	-

	Balance at 01/07/2018	Balance on Appointment	Received on Exercise of Perf. Rights	Net Other Change	Balance at 30/06/2019	Balance Held Nominally
2019	No.	No.	No.	No.	No.	No.
Non-executive Directors						
S. Cole	1,120,083	-	112,700	-	1,232,783	-
D. Ritchie	-	-	27,048	-	27,048	-
N. Streltsova	-	-	27,048	-	27,048	-
D. Reed	49,188,900	-	-	-	49,188,900	-
J. Purdie	-	-	-	44,248	44,248	-
L. Guthrie	-	-	-	25,000	25,000	-
Executive Directors						
C. Reed	9,978,170	-	-	250,000	10,228,170	-
Other executives						
M. Tamlin	979,189	-	-	-	979,189	-
J. Carone	1,650,000	-	-	(200,000)	1,450,000	-
D. Townsend	-	-	-	130,272	130,272	-
Total	62,916,342	-	166,796	249,520	63,332,658	-

26. Related Party Disclosures (continued)

Share Options of Neometals Ltd

No options were issued to related parties during the current period (2019: nil).

Performance Rights of Neometals Ltd

In the current reporting period the Company granted 3,408,604 (2019: 2,137,056) performance rights to executives and KMP pursuant to the Company's Performance Rights Plan.

Further details of the employee share option plan and of share options and performance rights granted are contained in note 8 to the financial statements.

Performance Rights Granted to Related Parties

The following tables summarises information relevant to the current financial year in relation to the grant of performance rights to KMP as part of their remuneration. Performance rights are issued by Neometals Ltd.

	During the Financial Year							
Name	Grant date	No. Granted	No. Vested	Fair Value at Grant Date	Earliest Exercise Date	Consideration Payable on Exercise		
KMP	•	•	•	•	•			
N. Streltsova	02/09/2019	68,512	68,512	12,000	30/06/2020	-		
D. Ritchie (1)	02/09/2019	68,512	68,512	12,000	30/06/2020	-		
S. Cole (1)	02/09/2019	285,467	285,467	50,000	30/06/2020	-		
J. Purdie	02/09/2019	114,187	114,187	20,000	30/06/2020	-		
L. Guthrie	02/09/2019	47,675	47,675	10,000	30/06/2020	-		
C. Reed (2)	02/09/2019	1,233,021	-	141,797	30/06/2022	-		
J. Carone (2)	02/09/2019	493,335	-	56,734	30/06/2022	-		
M. Tamlin ⁽²⁾	02/09/2019	559,711	-	64,367	30/06/2022	-		
D. Townsend (2)	02/09/2019	538,184	-	61,891	30/06/2022	-		
Total		3,408,604	584,353	428,789		-		

⁽¹⁾ At 30 June 2020 Non-executive Directors became entitled to securities whose vesting conditions were the subject to the rules of the Performance Rights Plan.

⁽²⁾ The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals relative and absolute TSR compared to the comparative group of companies over a three year period and Business Plan strategic objectives.

26. Related Party Disclosures (continued)

Details of performance rights held by KMP and of shares issued during the financial year as a result of the vesting of performance rights.

		Fair Value of Rights at Grant Date	Granted	Vested During the Financial Year	Forfeited/ Lapsed During the Financial Year	Ordinary Shares Issued on Exercise of Rights
	Grant Date	\$	No.	No.	No.	No.
KMP					•	
J. Carone (1)	03/10/2017	93,243	370,012	-	-	-
M. Tamlin (1)	03/10/2017	111,892	444,015	-	-	-
C. Reed (1)	11/12/2017	320,984	952,474	-	-	-
D. Townsend (1)	11/12/2017	149,633	444,015	-	-	-
N. Streltsova (2)	10/08/2018	12,000	39,348	-	-	39,348
D. Ritchie (2)	10/08/2018	12,000	39,348	-	-	39,348
S. Cole (2)	10/08/2018	50,000	163,948	-	-	163,948
C. Reed (1)	10/08/2018	209,252	835,339	-	-	-
J. Carone ⁽¹⁾	10/08/2018	76,943	307,156	-	-	-
M. Tamlin ⁽¹⁾	10/08/2018	96,024	383,330	-	-	-
D. Townsend (1)	10/08/2018	92,331	368,587	-	-	-
N. Streltsova (3)	02/09/2019	12,000	68,512	68,512	-	-
D. Ritchie (3)	02/09/2019	12,000	68,512	68,512	-	-
S. Cole (3)	02/09/2019	50,000	285,467	285,467	-	-
J. Purdie ⁽³⁾	02/09/2019	20,000	114,187	114,187	-	-
L. Guthrie (3)	02/09/2019	10,000	47,675	47,675	-	-
C. Reed (1)	02/09/2019	141,797	1,233,021	-	-	-
J. Carone ⁽¹⁾	02/09/2019	56,734	493,335	-	-	-
M. Tamlin (1)	02/09/2019	64,367	559,711	-	-	-
D. Townsend (1)	02/09/2019	61,891	538,184	-		-
Total		1,653,091	7,756,176	584,353	-	242,644

⁽¹⁾ The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over the three year period as set out in the employee's employment contract. As a result of the testing of the Company's performance over this period no rights vested and thus no shares were issued (2019: nil).

The performance rights granted entitle the grantee to one fully paid ordinary share in Neometals Ltd for nil cash consideration on satisfaction of the vesting criteria.

(d) Transactions with Other Related Parties

Other related parties include:

- The parent entity;
- Associates;
- Joint ventures in which the entity is a venturer;
- Subsidiaries
- · Key Management Personnel of the Group; and
- · Other related parties.

Transactions Involving the Parent Entity

The directors elected for wholly-owned Australian entities within the Group to be taxed as a single entity from 1 July 2003.

No other transactions occurred during the financial year between entities in the wholly owned Group.

(e) Controlling Entities

The ultimate parent entity of the Group is Neometals Ltd, a company incorporated and domiciled in Australia.

⁽²⁾ Under the Performance Rights Plan, Non-executive Directors were invited to forgo part of their fees for their services in exchange for performance rights. At 30 June 2019 all performance rights have vested. As a result of the testing of the Company's performance over this period 242,644 rights vested and shares were issued (2019: 166,796).

⁽³⁾ Under the Performance Rights Plan, Non-executive Directors were invited to sacrifice part of their fees for their services in exchange for performance rights. At 30 June 2020 all performance rights have vested.

27. Auditors Remuneration

Details of the amounts paid or payable to the auditor for the audit and other assurance services during the year are as follows.

Audit services - Deloitte Touche Tohmatsu	2020 \$	2019 \$
Fees to the group auditor for the audit or review of the statutory financial reports of the Company, subsidiaries and joint operations	53,340	95,650
Fees for other assurance and agreed-upon procedures under other legislation or contractual arrangements	-	37,800
Total remuneration of Deloitte Touche Tohmatsu	53,340	133,450

28. Notes to the Statement of Cash Flows

(a) Reconciliation of Cash and Cash Equivalents

For the purposes of the cash flow statement, cash and cash equivalents includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the financial year as shown in the Cash Flow Statement is reconciled to the related items in the statement of financial position as follows:

	2020 \$	2019 \$
Cash and cash equivalents	77,043,016	109,462,006
	77,043,016	109,462,006

(b) Funds Not Available for Use

Restrictions exist on bank deposits with a total value of \$4,243,000. Deposits are classified as financial assets (see note 12).

Of the \$4,243,000 held in restricted bank deposits \$4,000,000 is held as security in relation to an unconditional performance bond issued by the National Australia Bank in favour of the Minister for State Development and DBNGP (WA) Transmission Pty Ltd. In addition, the Group has \$243,000 on deposit as security for a rental bond relating to its leased business premises.

28. Notes to the Statement of Cash Flows (continued)

(c) Reconciliation of profit / (loss) for the period to net cash flows from operating activities

	2020 \$	2019 \$
(Loss) / Profit for the year	(14,553,693)	76,178,556
Impairment	4,596,935	5,226,805
Profit on disposal of financial assets	(249,835)	(71,441)
Profit on the sale of associate	-	(98,216,158)
Loss / (profit) on financial assets measured at FVTPL	177,535	(29,505)
Interest received on term deposits	(1,630,841)	(1,140,353)
Finance costs	63,185	60,649
Share issue costs	-	1,884
Depreciation and amortisation of non-current assets	754,970	117,364
Equity settled share-based payment	924,147	691,201
Net foreign exchange loss / (gain)	665	(334)
(Increase) / decrease in assets:		
Current receivables	242,386	(178,640)
Other	(107,835)	(29,652)
Increase / (decrease) in liabilities:		
Current payables	238,140	451,047
Deferred tax liability	(3,786,582)	3,786,582
Provisions	16,053	(1,451,869)
Net Cash used in operating activities	(13,314,770)	(14,603,864)

29. Financial Instruments

(a) Financial Risk Management Objectives

The Consolidated Entity does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

(b) Significant Accounting Policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 to the financial statements.

(c) Interest Rate Risk

The following tables detail the Group's exposure to interest rate risk.

	Weighted		N	laturity Date	s		
	Average Effective Interest Rate	Variable Interest Rate	Less than 1 Year	1-5 Years	More than 5 Years	Non Interest Bearing	Total
2020	%	%	\$	\$	\$	\$	\$
Financial assets:							
Cash and cash equivalents AUD	0.92%	-	74,640,987	-	-	-	74,640,987
Cash and cash equivalents CAD	0.00%	-	46,563	-	-	-	46,563
Cash and cash equivalents USD	0.00%	-	297,277	-	-	-	297,277
Barrambie Gas term deposit (i)	1.00%	-	4,000,000	-	-	-	4,000,000
Bond term deposits (i)	1.14%	-	243,000	-	-	-	243,000
Cash deposits trust	1.57%	-	2,058,189	-	-	-	2,058,189
Trade and other receivables	0.00%	-	-	-	-	385,213	385,213
Financial liabilities:							
Trade payables	-	-	-	-	-	856,396	856,396
Lease liability	3.50%	-	500,878	721,854	-	-	1,222,732

⁽i) The balances represent two term deposits that are restricted in their use and are classified in the current reporting period other financial assets. Additional information on all other term deposits is provided at notes 12 and 28(b). The financial assets have contractual maturities of less than one year, however they are classified as non-current in the statement of financial position as they are not accessible to the Group due to restrictions placed on accessing the funds.

	Weighted		I.	/laturity Date	s		
	Average Effective Interest Rate	Variable Interest Rate	Less than 1 Year	1-5 Years	More than 5 Years	Non Interest Bearing	Total
2019	%	%	\$	\$	\$	\$	\$
Financial assets:							
Cash and cash equivalents AUD	2.00%	-	107,140,847	-	-	-	107,140,847
Cash and cash equivalents CAD	0.00%	-	284,108	-	-	-	284,108
Cash and cash equivalents USD	0.00%	-	14,725	-	-	-	14,725
Barrambie Gas term deposit (i)	2.35%	-	4,000,000	-	-	-	4,000,000
Bond term deposits (i)	2.13%	-	244,118	-	-	-	244,118
Cash deposits trust	2.64%	-	2,022,326	-	-	-	2,022,326
Trade and other receivables	0.00%	-	-	-	-	627,599	627,599
Financial liabilities:							
Trade payables	-	-	-	-	-	738,530	738,530

⁽i) The balances represent two term deposits that are restricted in their use and are classified in the current reporting period other financial assets. Additional information on all other term deposits is provided at notes 12 and 28(b). The financial assets have contractual maturities of less than one year, however they are classified as non-current in the statement of financial position as they are not accessible to the Group due to restrictions placed on accessing the funds.

29. Financial Instruments (continued)

(d) Credit Risk Management

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has adopted a policy of only dealing with credit-worthy counterparties and obtaining sufficient collateral where appropriate as a means of mitigating the risk of financial loss from defaults. The consolidated entity exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The consolidated entity does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics other than the Joint Venture. The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

(e) Liquidity Risk Management

Ultimate responsibility for liquidity risk management rests with the board of directors, who have built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and banking facilities, and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

In addition to financial liabilities in note 15, the Company is required to meet minimum spend commitments to maintain the tenure over the Company's mineral exploration areas as described in note 20.

(f) Fair Value

The carrying amount of financial assets measured at amortised cost recorded in the financial statements approximates their respective fair values.

Financial assets carried at fair value through profit or loss comprise investments in largely Australian listed equities. Their fair value is determined using key inputs of quoted bid prices in an active market multiplied by the number of shares held.

The sensitivity analysis below has been calculated based on the exposure to equity price risk at the end of the reporting period for financial assets carried at fair value through profit or loss. A 25 percent increase and decrease has been used to assess the sensitivity of the equity price risk and represents management's assessment of a reasonably possible change in equity pricing.

If equity prices had been 25 percentage higher/lower and all other variables were held constant, the Group's profit for the year ended 30 June 2020 would decrease/increase by \$287,439.

(g) Capital Management

The board's policy is to endeavour to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group sources any additional funding requirements from either debt or equity markets depending on the market conditions at the time the funds are sourced and the purpose for which the funds are to be used. The Group is not subject to externally imposed capital requirements.

(h) Interest rate risk management

The Group is exposed to interest rate risk as the Group has funds on deposit as security for the head office lease and the Neometals Energy Pty Ltd onerous contract outlined at note 16.

The sensitivity analysis below has been calculated based on the exposure to interest rates at the end of the reporting period. A 50 basis point increase and decrease has been used when reporting the interest rate risk and represents management's assessment of the potential change in interest rates.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's profit for the year ended 30 June 2020 would decrease/increase by \$406,430 (2019: decrease/increase \$568,530). This is mainly attributable to the Group's exposure to interest rates on the maturity of its term deposits.

30. Events After the Reporting Period

Further to the Company's announcement during the December 2019 quarter that it had entered a binding memorandum of understanding with leading global processing plant manufacturer SMS, SMS successfully concluded its due diligence in the last half of the financial year. Subsequently, on 31 July 2020 Neometals announced the execution of formal agreements governing the formation and operation of an incorporated 50:50 joint venture ('JV') with SMS, called Primobius GmbH ('Primobius'). Primobius aim is to commercialise Neometals' proprietary lithium-ion battery ('LiB') recycling technology (for further details see Neometals ASX announcement dated 31 July 2020 for further details).

No other matters or circumstances have arisen since the end of the financial year that have significantly affected, or may significantly affect the operations, results of operations or state of affairs of the Group in subsequent financial years.

Additional shareholder information

AS AT 30 SEPTEMBER 2020 Ordinary Fully Paid Shares

Top Holders Snapshot

Rank	Name	Units	% of Units
1	MR DAVID JOHN REED	31,801,674	5.83
2	CITICORP NOMINEES PTY LIMITED	20,161,797	3.70
3	ZERO NOMINEES PTY LTD	18,150,000	3.33
4	BNP PARIBAS NOMS PTY LTD < DRP>	12,594,039	2.31
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	12,160,587	2.23
6	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	10,196,647	1.87
7	FARJOY PTY LTD	9,540,999	1.75
8	TRUCKING NOMINEES PTY LTD	8,900,000	1.63
9	MR KENNETH JOSEPH HALL <hall a="" c="" park=""></hall>	8,648,914	1.59
10	DELPHI UNTERNEHMENSBERATUNG AKTIENGESELLSCHAFT	7,154,998	1.31
11	WESTERN MINING CORPORATION PTY LIMITED <two a="" boys="" c=""></two>	6,758,862	1.24
12	BNP PARIBAS NOMINEES PTY LTD <ib au="" drp="" noms="" retailclient=""></ib>	6,543,307	1.20
13	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	6,106,691	1.12
14	MR FRANCIS JAMES ROBINSON	6,000,000	1.10
15	MR RICHARD ARTHUR LOCKWOOD	5,600,000	1.03
16	BOND STREET CUSTODIANS LIMITED < HPODHH - V04614 A/C>	5,370,000	0.98
17	FANO PTY LTD <kim a="" c="" fund="" hurley="" super=""></kim>	5,000,000	0.92
17	TRUCKING NOMINEES PTY LTD <d a="" c="" fund="" j="" reed="" super=""></d>	5,000,000	0.92
19	PESYAN PTY LTD <pars a="" c="" family=""></pars>	4,297,040	0.79
20	LINFOOT ONE SUPER PTY LTD <linfoot 1="" a="" c="" no="" plan="" super=""></linfoot>	4,025,000	0.74
	Totals: Top 20 holders of fully paid ordinary shares	194,010,555	35.58%

Additional shareholder information

AS AT 30 SEPTEMBER 2020 Distribution of Equity Securities

Analysis of number of equity security holders by size of holding:

Range	Total holders	Units	% of Issued Capital
1 - 1,000	481	124,445	0.02
1,001 - 5,000	2,447	7,179,775	1.32
5,001 - 10,000	1,415	11,604,795	2.13
10,001 - 100,000	3,017	105,830,564	19.41
100,001 - 9,999,999,999	632	420,611,687	77.13
Rounding			-0.01
Total	7,992	545,351,266	100.00

Unmarketable Parcels

	Minimum Parcel Size	Holders	Units
Minimum \$ 500.00 parcel at \$ 0.1950 per unit	2565	1672	2310877

Substantial Shareholder

	No of shares held	%
David Reed	46,188,900	8.47%

Voting Rights

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

Other

Registers of Securities are held at the following addresses:

Level 1

1292 Hay street

West Perth, WA 6005

Additional shareholder information

Tenements

As at 30 September 2020 the Company has an interest in the following projects and tenements in Western Australia.

Project Name	Licence Name	Beneficial Interest	Status
Barrambie	E57/769	100%	Live
Barrambie	E57/770	100%	Live
Barrambie	E57/1041	100%	Live
Barrambie	L57/30	100%	Live
Barrambie	L20/55	100%	Live
	M57/173	100%	Live
Barrambie			
Barrambie	L20/80	100%	Pending
Barrambie	L20/81	100%	Pending
Mt Edwards	M15/45	100% (^)	Live
Mt Edwards	M15/46	100% (^)	Live
Mt Edwards	M15/48	100% (^)	Live
Mt Edwards	M15/74	100%	Live
Mt Edwards	M15/75	100%	Live
Mt Edwards	M15/87	100% (**)	Live
Mt Edwards	M15/77	100% (^)	Live
Mt Edwards	M15/78	100% (^)	Live
Mt Edwards	M15/79	100% (*)	Live
Mt Edwards		100% (*)	
Mt Edwards	M15/80		Live
	M15/94	100% (*)	Live
Mt Edwards	M15/96	100% (#)	Live
Mt Edwards	M15/97	100% (#)	Live
Mt Edwards	M15/99	100% (#)	Live
Mt Edwards	M15/100	100% (#)	Live
Mt Edwards	M15/101	100% (#)	Live
Mt Edwards	M15/102	100% (#)	Live
Mt Edwards	M15/103	100% (^)	Live
Mt Edwards	M15/105	100% (^)	Live
Mt Edwards	L15/102	100%	Live
Mt Edwards	M15/478	100% (*)	Live
Mt Edwards		100% (*)	
Mt Edwards	M15/633		Live
	M15/653	100% (#)	Live
Mt Edwards	M15/693	100% (*)	Live
Mt Edwards	M15/698	100%	Live
Mt Edwards	M15/699	100%	Live
Mt Edwards	M15/1271	100% (#)	Live
Mt Edwards	L15/254	100%	Live
Mt Edwards	E15/989	100% (^)	Live
Mt Edwards	L15/397	50%	Pending
Mt Edwards	L15/280	100%	Live
Mt Edwards	P15/5905	100%	Live
Mt Edwards	P15/5906	100%	Live
Mt Edwards	E15/1505	100%	Live
Mt Edwards	E15/1507	100%	Live
Mt Edwards			
	E77/2397	100%	Pending
Mt Edwards	E15/1576	100%	Live
Mt Edwards	E15/1583	100%	Live
Mt Edwards	E77/2427	100%	Pending
Mt Edwards	E15/1679	100%	Pending
Mt Edwards	P15/6362	100%	Pending
Mt Edwards	P15/6387	100%	Pending
Mt Edwards	E15/1665	100%	Pending
Mt Edwards	E15/1711	100%	Pending
Mt Edwards	P15/6408	100%	Pending
Mt Edwards			•
	P15/6539	100%	Pending
Mt Edwards	P15/6092	100%	Live
Mt Edwards	E15/1553	100%	Live
Mt Edwards	E15/1749	100%	Pending
Mt Edwards	P15/6570	100%	Pending

[^]Nickel Mineral rights only

^{**}Lithium and Nickel Mineral rights only

[#] No gold interest

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Corporate Directory

DIRECTORS

Steven Cole Non-Executive Chairman

Christopher Reed Managing Director

David Reed
Non-Executive Director

Dr Natalia StreltsovaNon-Executive Director

Douglas RitchieNon-Executive Director

Dr Jenny PurdieNon-Executive Director

Les Guthrie Non-Executive Director

COMPANY SECRETARY
Jason Carone

REGISTERED OFFICE

Level 1, 1292 Hay Street West Perth WA 6005

CONTACT DETAILS

Telephone (+618) 9322 1182 Facsimile (+618) 9321 0556 www.neometals.com.au

AUDITORS

Deloitte Touche Tohmatsu Brookfield Place, Tower 2 123 St Georges Terrace Perth WA 6000

SHARE REGISTRY

Computershare Investor Services Pty Ltd Level 2, Reserve Bank Building 45 St Georges Terrace Perth WA 6000

STOCK EXCHANGE LISTING

Neometals Ltd are listed on the Australian Stock Exchange (Home Branch – Perth)

ASX Code: NMT ACN: 099 116 631 ABN: 89 099 116 631

North American OTC Market

(DR Symbol: RDRUY)

ANNUAL GENERAL MEETING

The 2020 Annual General Meeting of Neometals Ltd ABN 89 099 116 631 (Company) will be held at 3:00pm (AWST) on Wednesday, 25 November 2020 at the Exchange Tower Function Centre, Exchange Tower, Level 8, 2 The Esplanade, Perth, Western Australia



Neometals ACN: 099 116 631 ABN: 89 000 116

REGISTERED OFFICE Level 1, 1292 Hay Street West Perth WA 6005

CONTACT DETAILS Telephone (+618) 9322 1182 Facsimile (+618) 9321 0556

neometals.com.au