

**GOLDEN MILE RESOURCES LIMITED**

**ABN 35 614 538 402**

**Annual Report for the Year Ended  
30 June 2021**

**GOLDEN MILE RESOURCES LIMITED**  
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## GOLDEN MILE RESOURCES LIMITED REVIEW OF OPERATIONS

**Golden Mile Resources (ASX: G88) (“Golden Mile” or the “Company”)** is pleased to report on the Company’s activities for the annual period ended 30 June 2021.

Golden Mile’s work over the past 12 months has principally been on mineral exploration, with a focus on the Leonora (Benalla, Ironstone Well and Monarch), and Darlot Gold Projects in the North-Eastern Goldfields, and the Yuinmery Gold/Base Metals and Yarrabee Base Metals Projects in the Murchison Region of Western Australia (*Figure 1*).

The Company has also commenced a review of the metallurgical potential of the nickel laterite resource at the Quicksilver Project in the Wheatbelt Region of Western Australia.

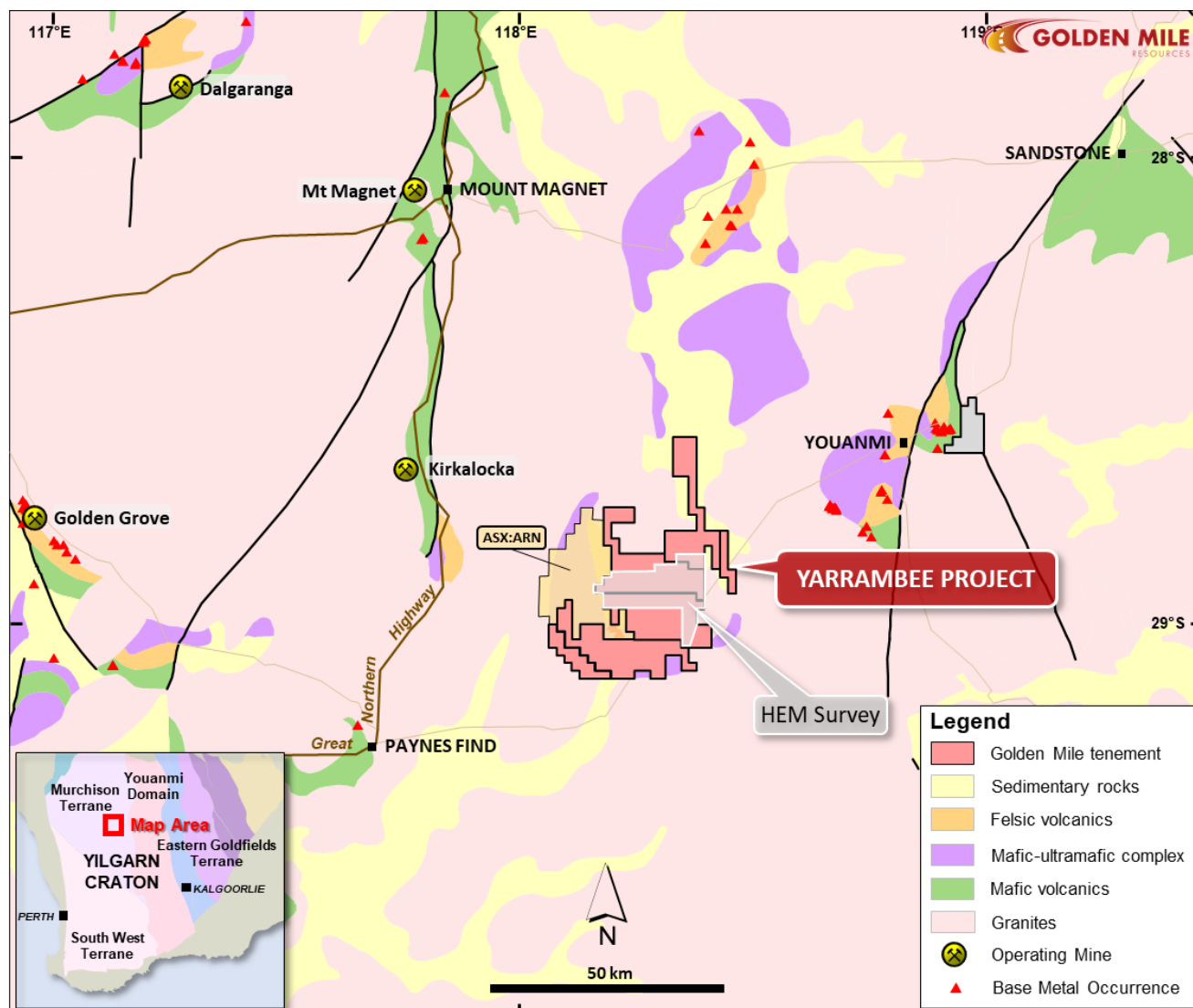


*Figure 1: Golden Mile’s project locations in Western Australia.*

## 1. YARRAMBEE PROJECT (NI-CU-PGE & CU-ZN)

The Yarrambree Project is a regionally significant landholding over the Narndee-Igneous Complex (NIC) in the Murchison Region, approximately 500km northeast of Perth, Western Australia (*Figure 2*)

With more than 800km<sup>2</sup> under tenure, Golden Mile is the largest landholder across the NIC, considered prospective for Ni-Cu-PGE mineralisation (e.g. Voisey's Bay, Nova, Julimar), and volcanogenic massive sulphide (VMS) Cu-Zn mineralisation (e.g. Golden Grove, DeGrussa).



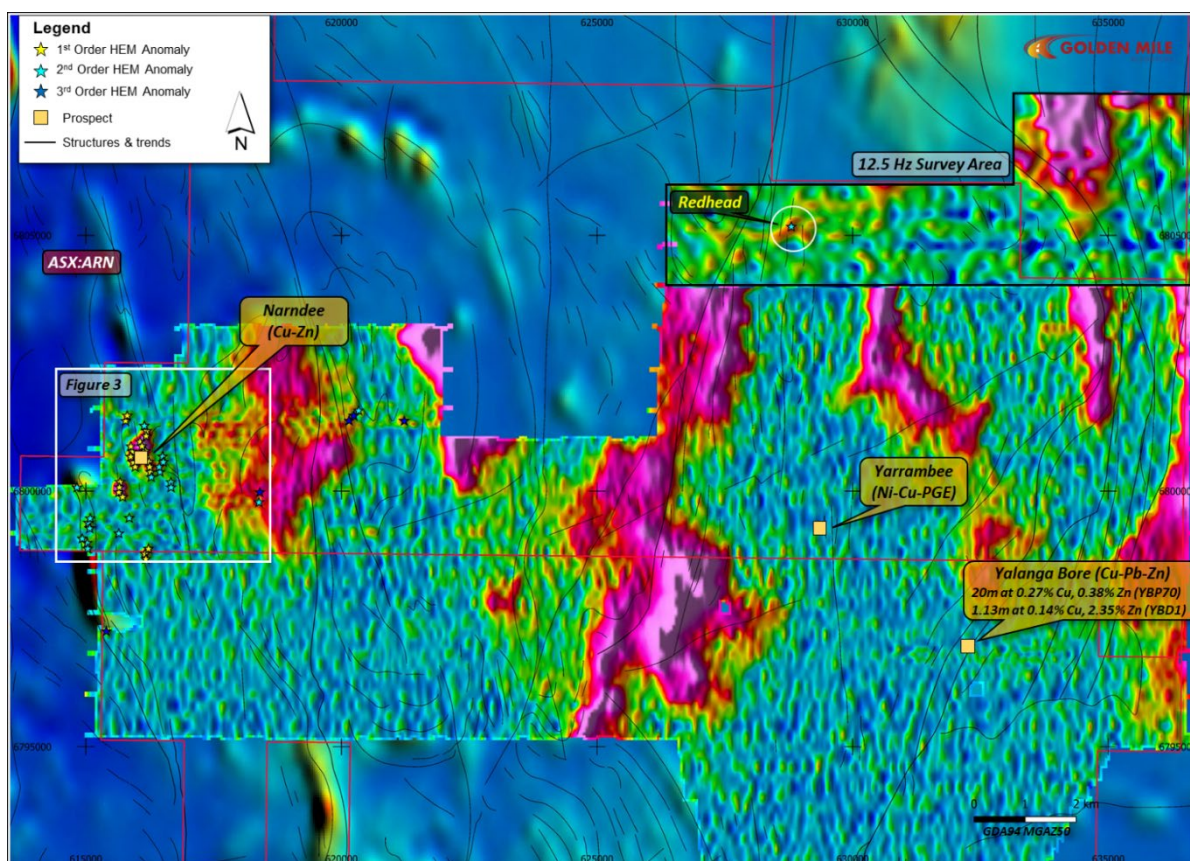
**Figure 2:** Golden Mile's Yarrambree Base Metals Project, Murchison Region, WA.

### Airborne Electromagnetic Survey

During the June quarter the Company flew a 1,342 line-kilometre, helicopter-borne electromagnetic (HEM) survey targeting prospective geological horizons for Cu-Ni-PGE and VMS Cu-Zn mineralisation.

A review of the HEM data by the Company's geophysical consultant identified 48 individual anomalies which have been categorised into three groups depending on their interpreted probability to represent conductors in the bedrock, the aim of the survey (*Figure 3*).

A cluster of these bedrock conductors are associated with the historical Narndee VMS (Cu-Zn) prospect where historical exploration, including limited drilling, identified widespread base metal related 'smoke'.



**Figure 3:** Yarrabee HEM survey. Main block image is 25Hz base channel 23 Bfield (Z component). Northeast block image is 12.5Hz base frequency (channel 457 Z component). Background image regional magnetics (RTP-TMI). Areas of broad conductive responses reflect conductive overburden (e.g., saline groundwater).

Importantly historical drilling only partially tested some of the conductors and intersected widespread 'smoke' and VMS-related alteration, while several of the conductors identified have not having seen any historical drilling (refer Figure 3 and G88 ASX Announcement 7/7/2021)<sup>1</sup>:

- **ND1-6 and Narndee South:** A 'central cluster' of 26 anomalies associated with surface Cu-Zn anomalism, altered felsic volcanics, associated exhalites and gossans.

Most of these conductors appear to be untested or only partially tested by previous drilling which intersected widespread zones of massive sulfide mineralisation and the Company's compilation of historical exploration data has identified several holes drilled in proximity to this cluster of high priority anomalies which intersected widespread sulfides with low-moderate grade metals including (refer figure 4 and G88 ASX Announcements 11/3/2021 & 18/8/2021)<sup>1</sup>:

- 10m @ 1% Zn from 88m incl. 1m @ 5.89% Zn from 97m (NX12-04)
- 8m @ 0.44% Cu from 53m including **1m @ 1.1% Cu** (NX12-13)
- 3m @ 0.48% Cu from 50m & **6m @ 1.1% Cu** from 58m (NX14-29)
- 8m @ 0.11% Cu & 4m @ 0.22% Cu (ND1)
- **Chi:** A strong bedrock conductor north of the known Narndee Prospect associated with known surface copper anomalism not previously identified
- **TBW:** A strong basement conductor to the south of Narndee, and not recognised in historical EM or surface exploration.

In addition to the high priority targets surrounding the Narndee prospect several other high priority anomalies were identified by the HEM survey including (Figures 3 & 4):

- **Redhead:** Probable bedrock conductor 'seen' through conductive cover in the lower frequency (12.5Hz) system and associated with mapped mafic intrusives with no historical geochemistry or drilling

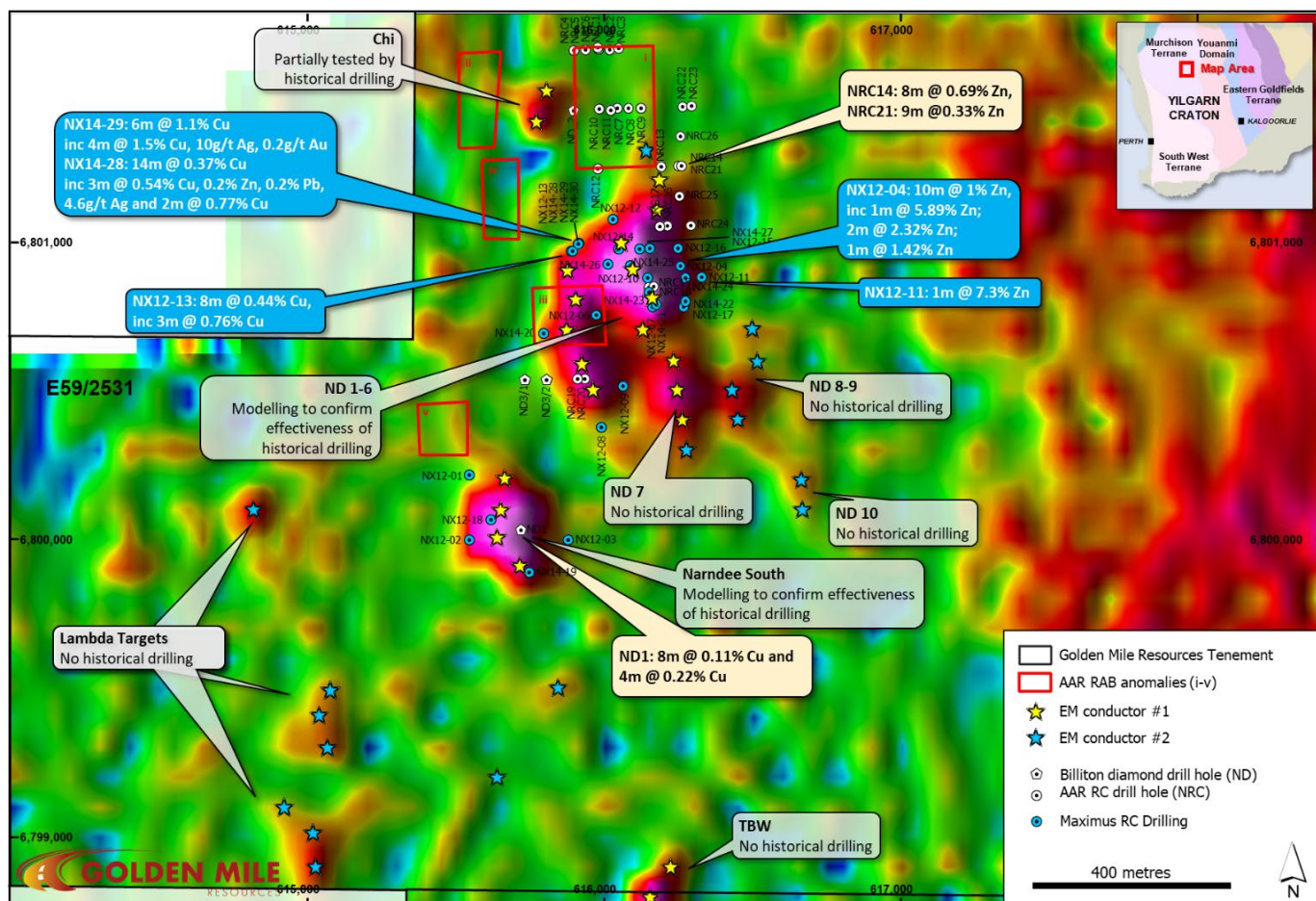


## GOLDEN MILE RESOURCES LIMITED REVIEW OF OPERATIONS

- **Lambda 'cluster':** A group of north-south trending probable bedrock conductors extending over more than 1km strike, bounded by a mineralised structural corridor and associated with a strong magnetic feature possibly related to VMS alteration.
- **NMS1, 2 and One Mile:** Six lower order bedrock conductors in an area of transported sheet wash which was likely opaque to earlier generation geophysical surveying

### Further Work

A 7–10-day ground moving loop electromagnetic program will commence shortly over high priority targets to refine and model these in preparation for drill testing in the December quarter.



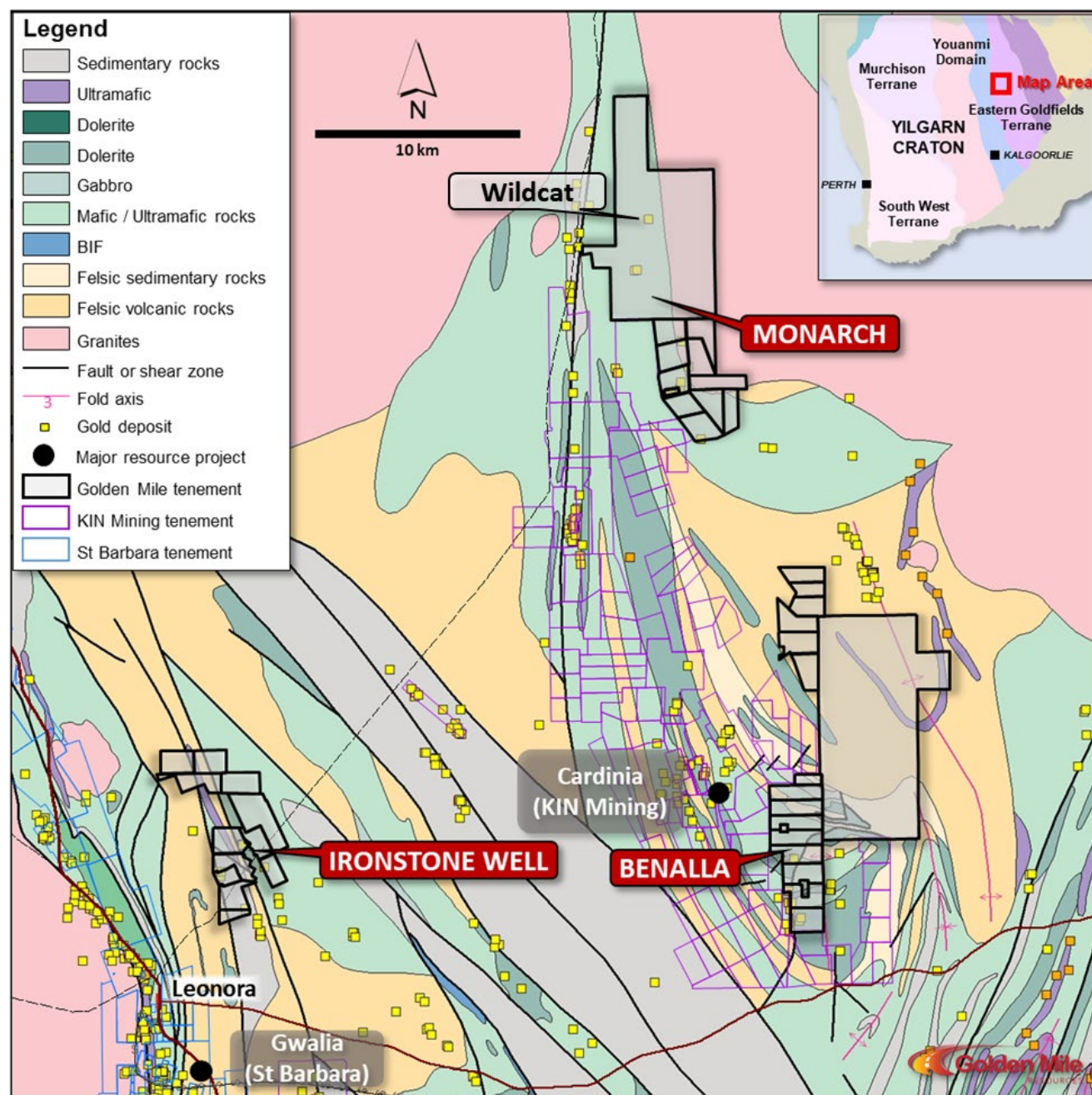
**Figure 4: Yarrabee HEM survey, western end focused on targets surrounding the historical Nardeed Cu-Zn prospect.** Main image is 25Hz base channel 23 Bfield (Z component). Background image regional magnetics (RTP-TMI).

## 2. LEONORA GOLD (100% G88)

### Background

Golden Mile's Leonora Gold Project comprises a regionally significant tenement package at Ironstone Well, Monarch and Benalla located east of the Leonora mining centre in the prolific Eastern Goldfields of Western Australia (Figure 5).

The Leonora Gold Project is along strike from and surrounded by significant gold production, development and exploration projects including St Barbara's Gwalia Project (ASX: SBM) and Kin Mining's Cardinia Project (ASX: KIN).



**Figure 5:** Golden Mile's Leonora Gold Project, North-Eastern Goldfields, Western Australia.



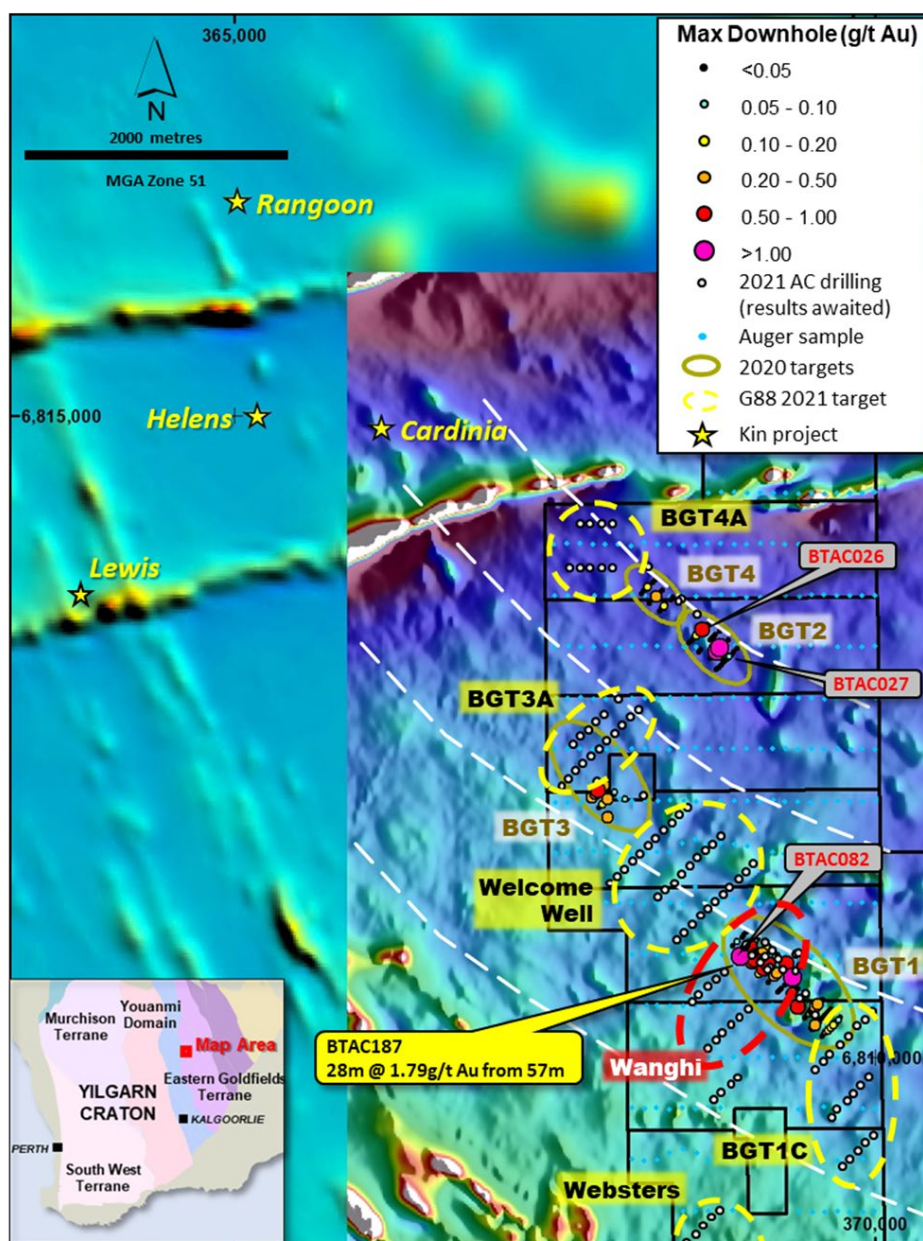
## 2.1 Benalla Gold Project

### Background

Golden Mile's Benalla Project covers a more than seven-kilometre strike length of high priority gold-in-auger anomalies immediately along strike from Kin Mining's 1.27Moz Cardinia Gold Project (refer Figure 6 and ASX: KIN announcement 23 September 2021)<sup>1</sup>.

Gold mineralisation at Benalla is associated with a felsic volcanic unit, within an assemblage of andesite and basalt, intermediate to mafic volcanics with associated quartz veining, disseminated sulphides (mostly pyrite, up to 5%) and potassic alteration, on or near the contact with surrounding mafic volcanic units.

This style and setting of mineralisation is considered analogous to KIN's neighbouring Cardinia area (refer ASX: KIN Announcement 14 September 2020)<sup>1</sup>.



**Figure 6:** Golden Mile's Benalla Project with targets and 2021 aircore drill program (background image RTP TMI magnetics).



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First pass aircore (AC) drilling in 2020 of gold-in-auger geochemistry anomalies (BGT1-4) intersected widespread gold mineralisation associated with sheared and weathered felsic volcanic and volcanoclastic lithologies with widespread sulfides (pyrite) and quartz veining common. Significant intercepts included (*refer Figure 6 and G88 ASX announcement 12/1/2021*)<sup>1</sup>:

- BTAC082 4m @ 3.86 g/t Au from 28m incl. 1m @ 10.6g/t Au **and** 16m @ 1.05 g/t Au **incl.** 4m @ 2.93 g/t Au from 52m
- BTAC120 16m @ 0.81 g/t Au from 16m **incl.** 4m @ 1.56g/t Au from 20m

Follow up AC drilling highlighted a wide zone of gold mineralisation at the Wanghi Prospect, including (*refer Figure 6 and G88 ASX announcement 29/3/2021*)<sup>1</sup>:

- BTAC187 28m @ 1.79g/t Au from 51m **incl.** 14m @ 3.07g/t Au from 63m
- BTAC188 3m @ 2.74g/t Au from 15m
- BTAC189 4m @ 0.51g/t Au from 36m

The wide gold intersections at Wanghi are associated with a structural zone associated with the Spectrum Fault, considered to control the distribution of gold in the area.

Drilling during the June quarter targeted the Wanghi Zone with an 11-hole (1,205m) reverse circulation (RC) drilling program.

The Wanghi RC program intersected the target lithologies where modelled, however mineralisation associated with the gold zones intersected in holes BTAC082 and BTAC187 was discontinuous with the best results from hole BTRC008, drilled ~50m to the southwest of BTAC187 with (*refer Figure 7 and G88 ASX Announcement 13/5/2021*)<sup>1</sup>:

- 6m @ 1.73g/t Au from 87m including 3m @ 3.30 g/t Au from 90m.

The intersection in BTRC008 is open to the south where there is limited surface sampling and no drilling down to a line of aircore holes approximately 800m to the south which included (*refer Figure 7 and G88 ASX Announcement 13/5/2021*)<sup>1</sup>:

- BTAC216 4m @ 0.13g/t Au
- BTAC219 8m @ 0.23g/t Au.

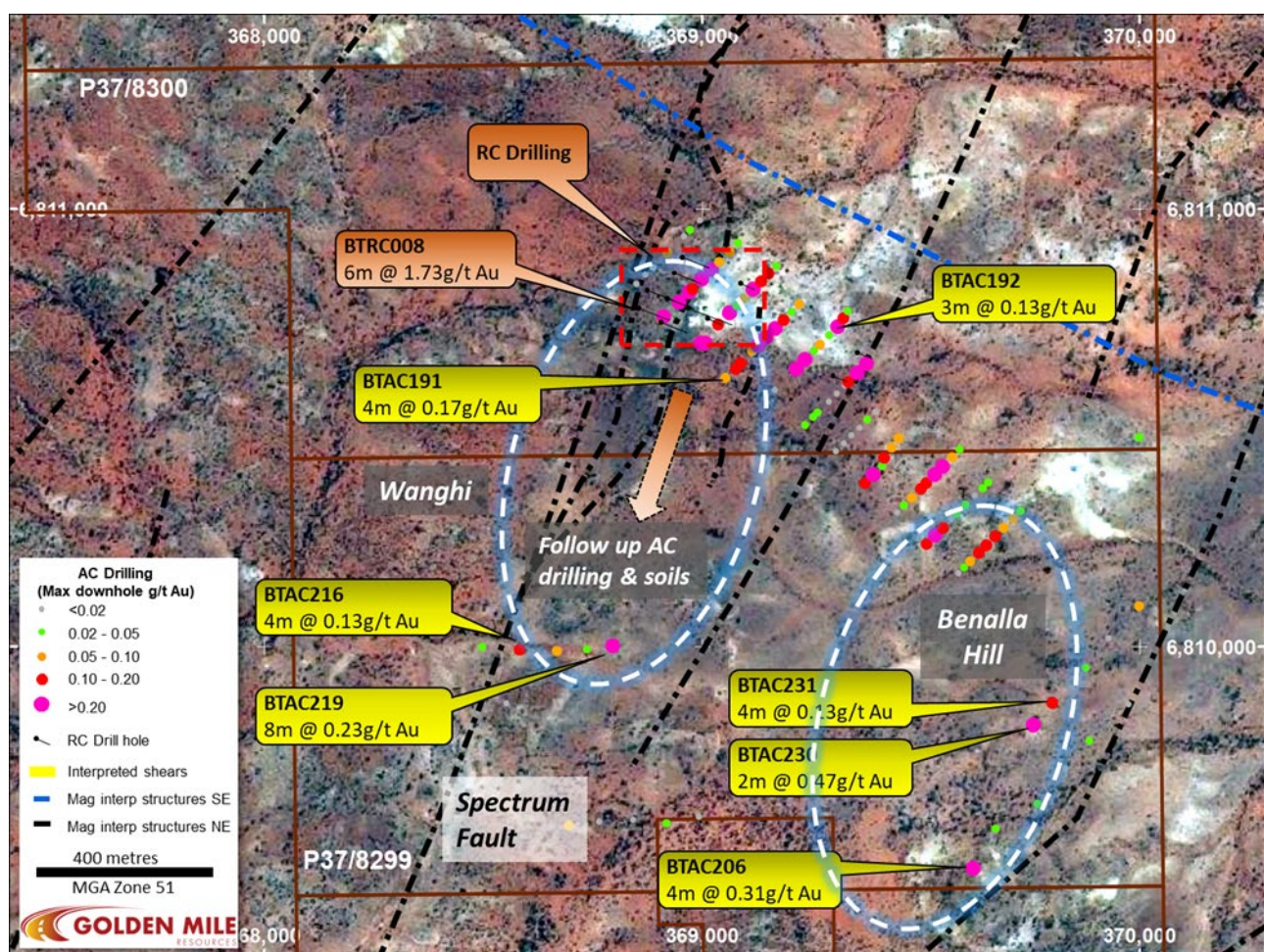
This zone of mineralisation south of Wanghi coincides with the Spectrum Fault and is considered a high priority for follow up testing with surface sampling and further drilling.

Following the end of the annual period results were received from a short 16-hole (710m) AC program at Benalla, drilled to follow up targets at Wanghi, Benalla Hill, BGT2, BGT3 and Websters. Significant intersections from this program included (*refer G88 ASX Announcement 22/7/2021*)<sup>1</sup>:

- BTAC277 (Wanghi) 4m @ 0.68g/t Au from 37m and 4m @ 0.29 g/t Au from 45m
- BTAC271 (BGT02) 4m @ 0.11g/t Au from 40m
- BTAC272 (BGT02) 4m @ 0.16g/t Au from 36m
- BTAC273 (BGT02) 4m @ 0.17g/t Au from 44m and 5m @ 0.16 g/t Au from 52m

Drilling at the Websters Prospect in the south of the project area was curtailed due to rig issues and the target is considered only partly tested.

**GOLDEN MILE RESOURCES LIMITED**  
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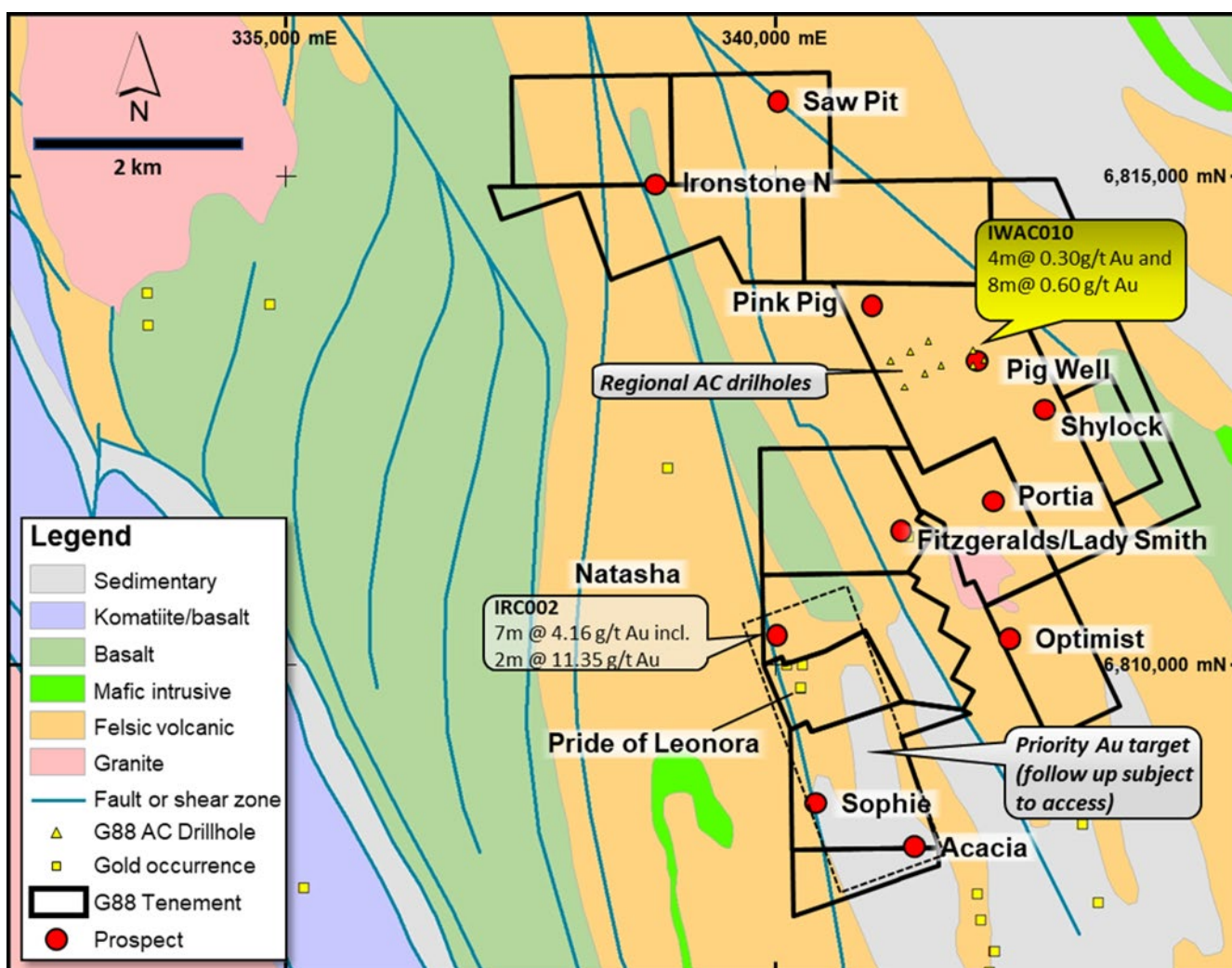
**Figure 7:** Golden Mile's Benalla Project with drill results at Wanghi and Benalla Hill targets.

## 2.2 Ironstone Well Gold Project

The Ironstone Well Project, seven kilometres northeast of Leonora, covers several well-mineralised structures including the Pink Pig Shear Zone, plus numerous underexplored alluvial gold prospects.

Gold was first discovered at Ironstone Well in 1899 and mine production was generally of a small scale but high-grade, including the “Pride of Leonora” where historical production of 38 kg of gold was recorded from 1,540t @ 24.6 g/t Au.

Golden Mile has identified several targets prospective for gold mineralisation at Ironstone Well which have been defined by historical geochemistry and geophysics including several significant gold intersections in historical drilling associated with extensive mineralised structures and numerous underexplored prospects.



**Figure 8: Ironstone Well, Golden Mile tenure and prospects**



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During the June quarter the Company completed an 11-hole (635m) AC program at Ironstone Well, targeting geochemical anomalies coincident with the folded “Pink Pig” Shear Zone, which can be traced for more than three kilometres regionally.

The best intersections from this program were associated with the Pig Well prospect and included (refer *Figure 8 and G88 ASX Announcement 22/7/2021*)<sup>1</sup>:

- IWAC010: 4m @ 0.30g/t Au from 40m and 8m @ 0.60 g/t Au from 60m
- IWAC007: 4m @ 0.13g/t Au from 96m
- IWAC008: 4m @ 0.10g/t Au from 16m
- IWAC009: 4m @ 0.53g/t Au from 60m

The AC program was limited to where the Company had been able to attain drilling approvals and was the first undertaken by the Company at Ironstone Well since 2018 when drilling on the Natasha Prospect included (refer *Figure 8 and G88 ASX Announcement 31/1/2018*)<sup>1</sup>:

- IRC002: 7m @ 4.16 g/t Au from 17m incl. 2m @ 11.35 g/t Au.

Further drill programs targeting the NW structural zone associated with the Natasha and Pride of Leonora prospects is planned in the coming months following grant of the Company’s Program of Works (POW) application (*Figure 8*).

### 2.3 Monarch Gold Project

The Monarch Project covers the eastern part of the Mertondale Shear Zone along a granite-greenstone contact that is interpreted to represent a poorly tested but extensive gold bearing structure extending over more than 15 km of strike (*Figure 5*).

The Company’s focus at Monarch to date has been on the Wildcat Prospect, which is associated with several significant, previously unknown geochemical anomalies that Golden Mile has identified from an extensive auger sampling program (refer *G88 ASX announcement dated 9/12/2019*)<sup>1</sup>.

A 71 hole 2,289 metres aircore (AC) drilling program completed by the Company in December 2019 targeted the known mineralised Wildcat structure and the surrounding geochemical gold anomalies that define the mineralised trends.

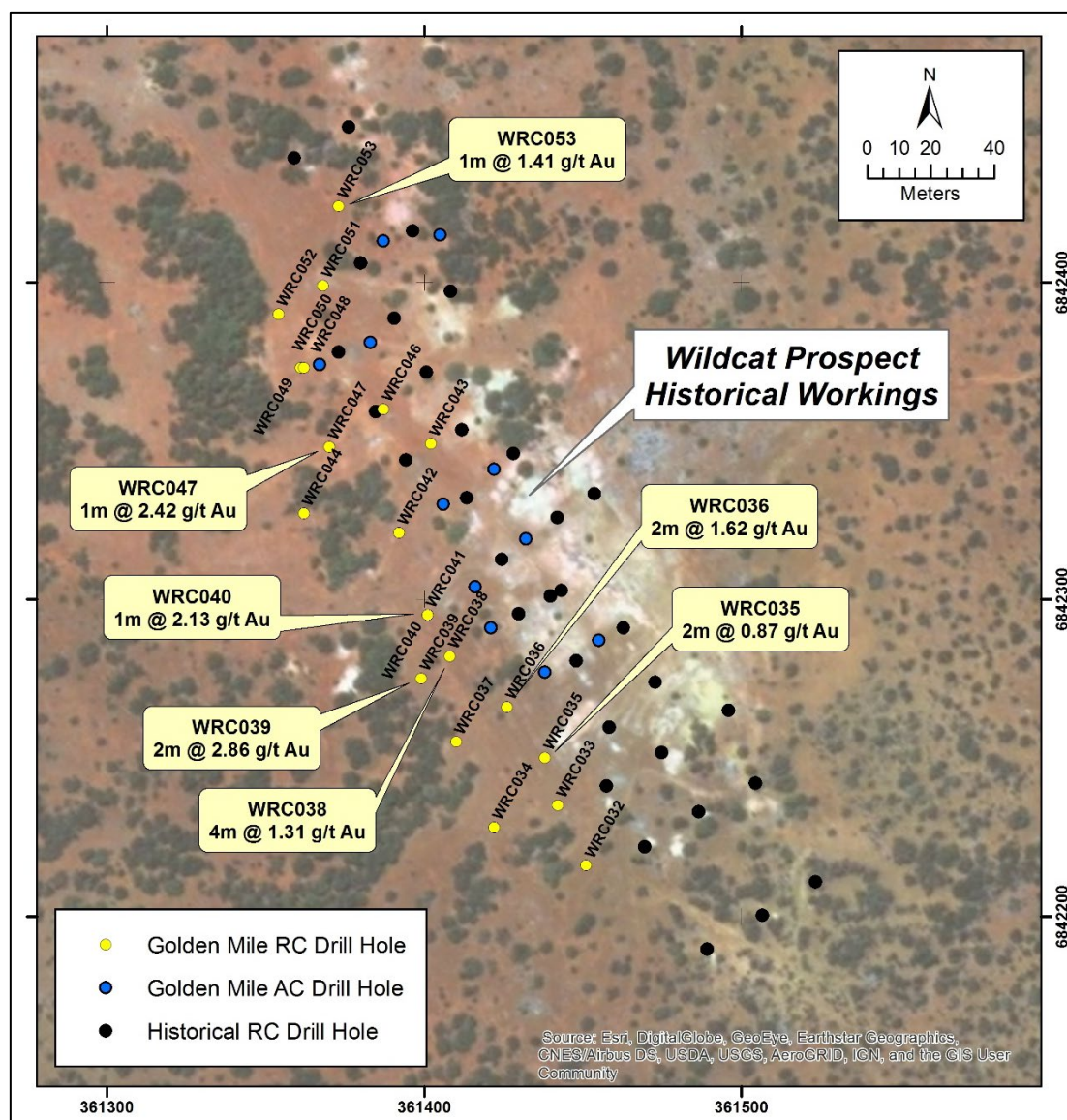
Results from the AC program included 1m @ 76.4 g/t gold, 6m @ 3.13 g/t gold and 8m @ 2.58 g/t gold amongst other anomalous results that indicate the structure at Wildcat contains high-grade gold mineralisation at shallow depths that has continuity over at least 150 metres of strike length (refer *G88 ASX Announcement 24/1/2020*)<sup>1</sup>.

Gold mineralisation occurs over a strike length of approximately 150 metres and is open both along strike and down-dip.

This AC program was followed up with a 21-hole (1,823m) reverse circulation (RC) percussion drilling program in February 2020 which intersected several zones of anomalous gold including (refer *Figure 9 and G88 ASX Announcement 26/3/2020*)<sup>1</sup>:

- WRC039 – 2m @ 2.86 g/t Au from 96m, including 1m @ 5.12 g/t Au
- WRC047 – 1m @ 2.42 g/t Au from 84m
- WRC040 – 1m @ 2.13 g/t from 70m
- WRC036 – 2m @ 1.62 g/t Au, including 1m @ 2.37 g/t Au

These results indicate that the gold mineralised structure at Wildcat does extend down-dip, where zones of elevated grade were intersected, typically associated with quartz veining.



**Figure 9:** March 2020 RC drilling Wildcat Prospect, Monarch Gold Project, Leonora.

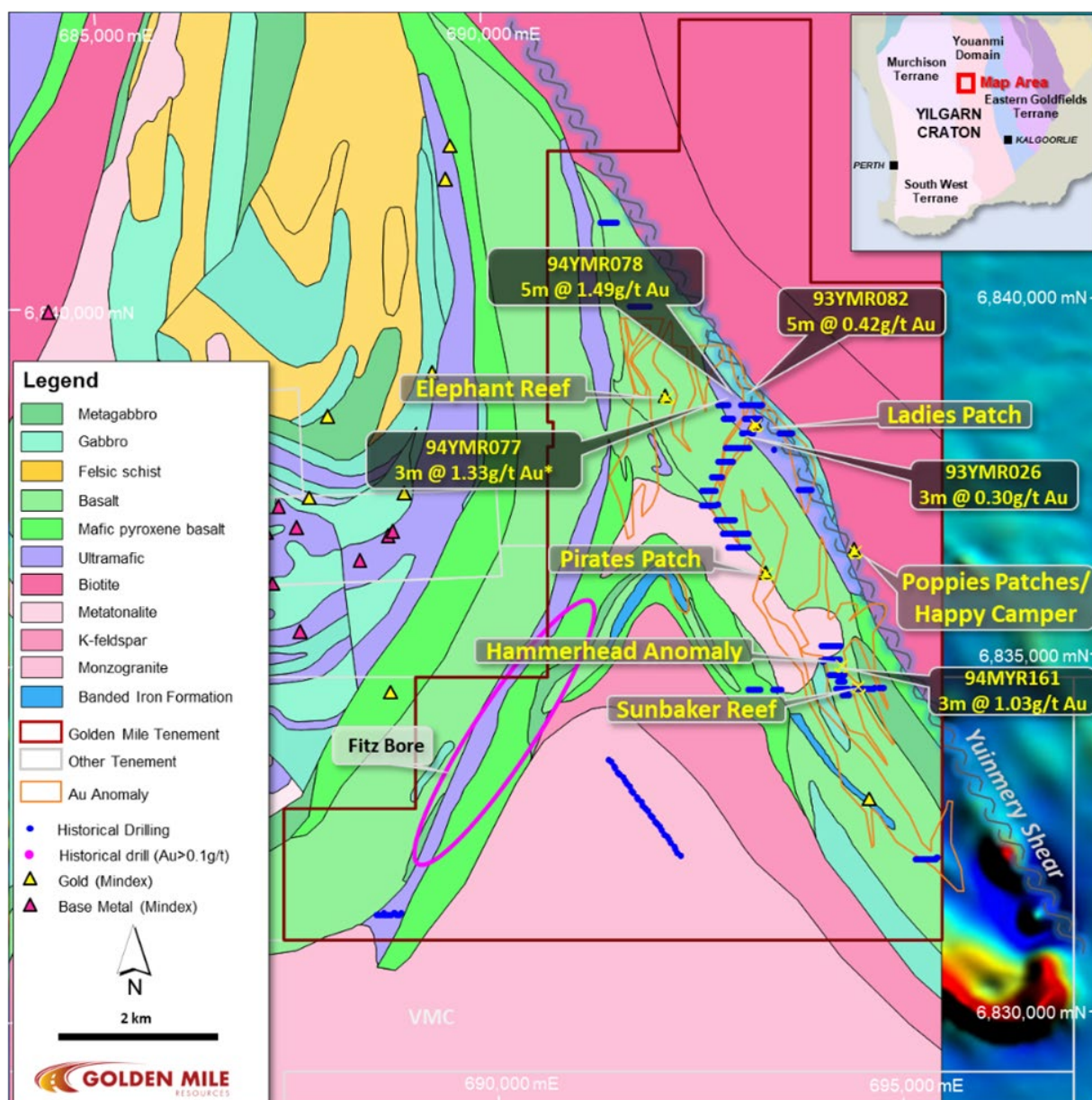
### Further Work at Monarch

Golden Mile's geologists have completed a targeting review of the Monarch Project which has identified several targets considered to represent opportunities for further gold discoveries, and the Company is completing a strategic review to determine the best approach to maximise value to shareholders.

### 3. YUINMERY GOLD PROJECT

The Yuinmery Project (tenement E57/1043) is in the Youanmi Gold Mining District, approximately 10km east of the Youanmi Gold Mine (ASX: RXL and VMC), and adjacent to the Yuinmery Cu-Au Project (ASX: ERL). The area has experienced a significant upswing in activity following the high-grade Penny North (ASX: RMS) and Grace (ASX: RXL) discoveries.

The region is traversed by the north to north-northeast trending Youanmi Shear Zone, a major crustal structure that marks the boundary between the Murchison and Southern Cross domains.



**Figure 10:** Golden Mile's Yuinmery Project, Murchison Region, WA. Prospects, historical drilling and GSWA 1:100,000 geology.

The Yuinmery Project area contains approximately 9km strike length of the Yuinmery Shear, a northwest trending structure that intersects the regional Youanmi Shear. This sheared granite-greenstone contact represents a favourable structural target for gold mineralisation.

Several gold occurrences have been identified by prospectors within the tenement area and the Company has defined significant NNE trending gold-in-soil anomalies over 800m strike at Elephants Reef and Ladies Patch



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which correlate with historic gold-in-soil and multi-element pathfinder assays (*refer G88 ASX announcement 12/11/20*)<sup>1</sup>.

Limited historical drilling further highlights the prospectivity of the Yuinmery Shear Zone with intersections including (*refer Figure 10 and G88 ASX Announcement 23 September 2019*)<sup>1</sup>:

- 5m @ 1.49g/t Au from 0m and 5m @ 0.28 g/t Au from 5m (94YMR078)
- 3m @ 1.33g/t Au from 0m (94YMR077)\*
- 3m @ 1.03g/t Au from 3m (94YMR161)\*
- 5m @ 1.02g/t Au from 2m (93YMR026)

\* = end of hole intersection

Historical drilling is generally shallow with average hole depths ~20m (maximum 59m) with no follow up RC or diamond drilling reported.

#### June Quarter Soil Sampling Program

During the June quarter the Company received results from a soil sampling program which confirmed and expanded the broad zone of surface gold anomalism at Elephant Reef and Ladies Patch prospects each extending over more than 800m adjacent to the regional Yuinmery Shear Zone.

The soil sampling program comprised 451 samples collected at a nominal 100m x 50m spacing to infill historic results previously collected at 400m line spacing.

In addition to infill sampling on the known prospects, several widely spaced lines were collected over the 'western limb' of the greenstone considered prospective for base metals (Cu-Pb-Zn and Ni-Cu) mineralisation.

Assay results from the latest program correlate well with historic results and have confirmed the gold-in-soil anomalies at the Ladies Patch and Elephant Reef prospects, with each extending over more than 800m of strike (*refer Figures 10 & 11 and G88 ASX Announcement 30/6/2021*)<sup>1</sup>.

- **Ladies Patch** is a ~2km gold-in-soils anomaly associated with a mafic rock unit parallel to the Yuinmery Shear Zone (YSZ) and which was partly tested by previous explorers with shallow (average 20m) RAB drilling in the early 1990's on traverses 200m apart.

Historical drilling at Ladies Patch intersected widespread gold 'smoke' including (*refer Figure 11 and G88 ASX Announcement 23/9/2019*)<sup>1</sup>:

- 5m @ 1.49g/t Au from 0m and 5m @ 0.28 g/t Au from 5m (94YMR078)
- 3m @ 1.33g/t Au from 0m (94YMR077)\*
- 3m @ 1.03g/t Au from 3m (94YMR161)\*
- 5m @ 1.02g/t Au from 2m (93YMR026)

\* = end of hole intersection

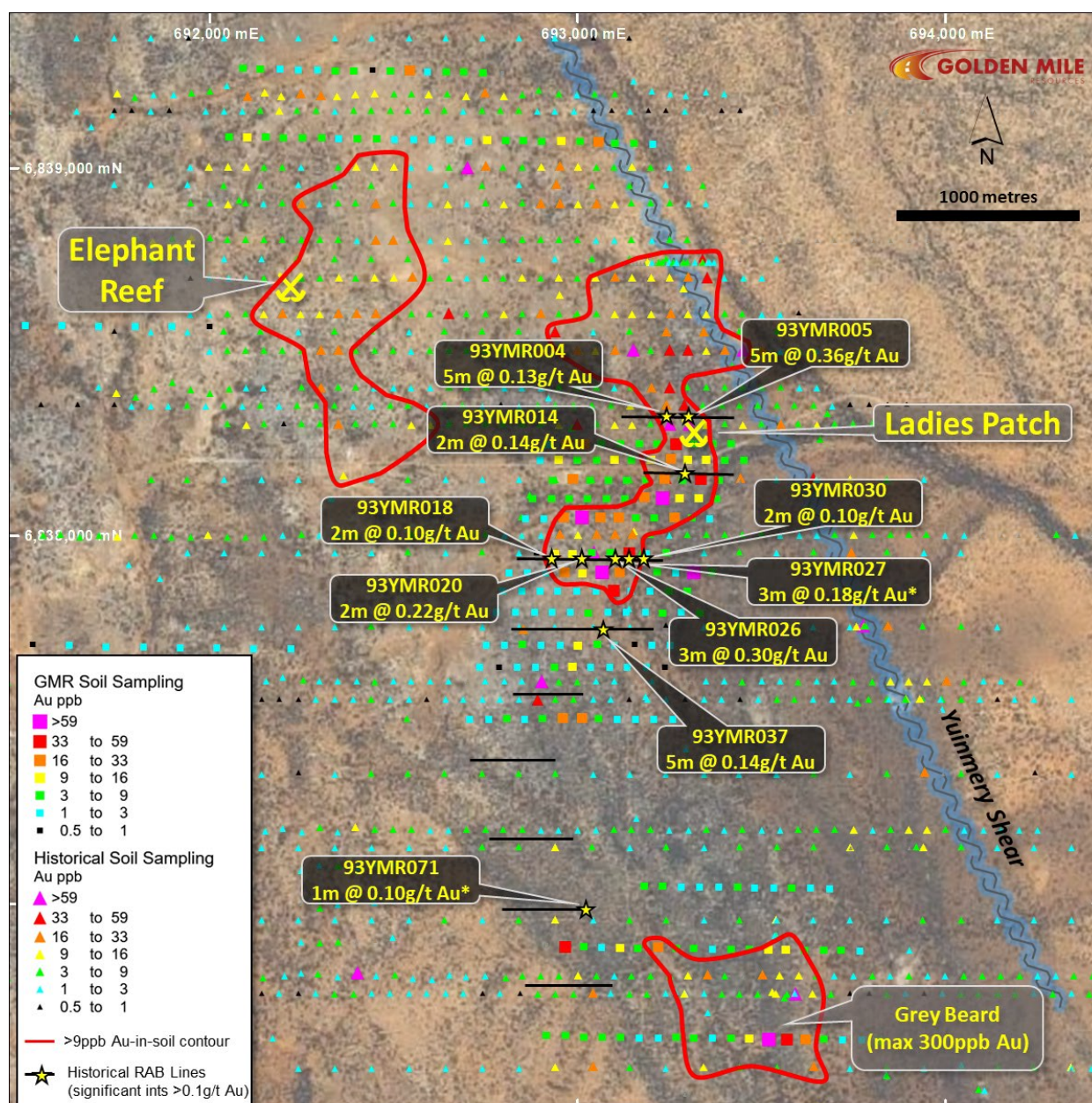
The Company considers Ladies Patch a high priority target for follow up aircore and RC drilling given the size and tenor of the surface gold anomaly, the smoke associated with the wide spaced, limited, shallow historical drilling, and the association of the anomaly with the YSZ.

- **Elephant Reef** is a north-trending gold-in-soils anomaly ~800 m x 600 m width which has seen no historical drilling and includes a significant alluvial gold including 115oz Au recovered from quartz vein and 94oz Au recovered from adjacent drainage channels.

A follow up aircore program is being planned by the Company.

A new, high priority gold anomaly south of Ladies Patch (**'Grey Beard'**), was also defined with soil results up to a maximum of 300ppb Au over more than 1km<sup>2</sup> in an area which has seen no drilling (*refer Figure 11 and G88 ASX Announcement 30 June 2021*)<sup>1</sup>.

The Grey Beard prospect appears to sit on a structural splay off the main YSZ and is considered a priority for follow up sampling and aircore drilling.



**Figure 11:** Yuimery Project. Gold in soils surrounding Ladies Patch and Elephant Reef with Grey Beard anomaly to the south (aerial photo background). Refer Figure 2 for map location.

### **Yuimery Base Metal Potential**

The June quarter soils program at Yuimery also included wider spaced 'regional' sampling targeting Ni-Cu mineralisation associated with mapped ultramafic rocks (tremolite schists) and spinifex textured basalts in the southwest of the tenement (refer Figure 10).

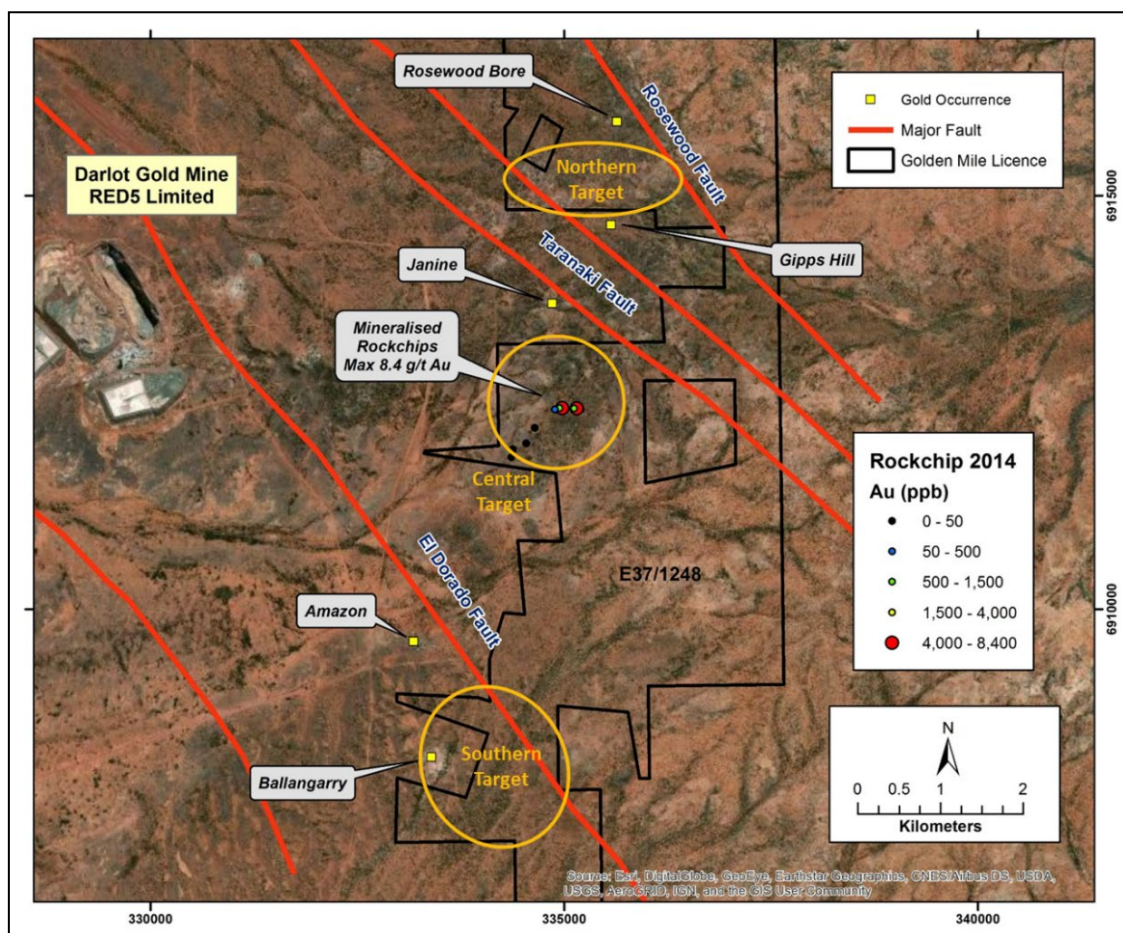
This regional sampling in the **Fitz Bore** area highlighted a zone of elevated nickel (max 765ppm Ni) with elevated copper (max 300ppm Cu) and the area is considered a high priority for further sampling and mapping.



#### 4. DARLOT GOLD PROJECT

Golden Mile's Darlot Project located approximately 110km north of Leonora, comprises a single exploration tenement (E37/1248) immediately adjacent to the Darlot Gold Mine, owned and operated by RED5 Limited (ASX: RED) (Figure 12).

The Darlot Gold Project is interpreted to contain strike extensions of several key structures that control gold mineralisation in the Darlot goldfield. However, despite being adjacent to a major gold mine, the tenement has seen limited modern exploration with some gold anomalism detected that has never been systematically followed-up.

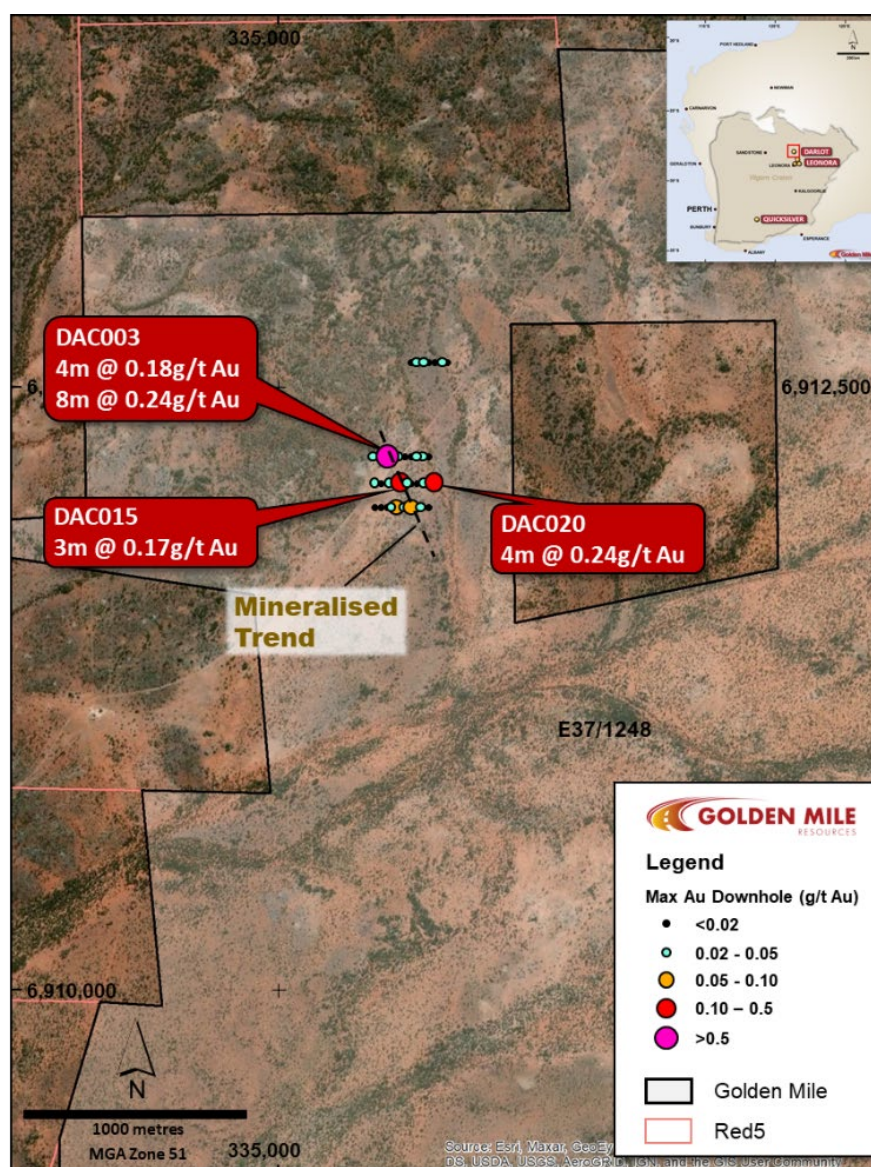


**Figure 12:** Golden Mile's Darlot tenement E37/1248 and target areas

The Company has identified several target areas at Darlot which are spatially associated with the southeast strike extensions of key structures in the Darlot goldfield and proximal to known gold occurrences (refer Figure 12 and G88 ASX Announcement 12/1/2021)<sup>1</sup>:

- Northern Target – Taranaki Fault Zone (TFZ) adjacent to the historic Rosewood Bore and Gipps Hill gold mines
- Central Target– south of the TFZ and the Janine gold occurrence where RED5 has reported recent grab samples containing up to 21.9g/t Au (refer RED ASX announcement 11 November 2019)<sup>1</sup>. The area also contains mineralised rock chip samples with up to 8.4g/t Au associated with quartz veins and mullock dumps (refer G88 ASX Announcement 25 May 2020)<sup>1</sup>. Assay results from Golden Mile's soil sampling over the Central Target highlighted several gold anomalies with results up to 232ppb Au (refer Figure 12 and G88 ASX Announcement 25 August 2020)<sup>1</sup>. The two strongest anomalies are located close to the sheared granite-greenstone contact and extend over ~400m strike.
- Southern Target – Along the SE extension of the El Dorado Fault, (associated with mineralisation at Darlot) and proximal to the Amazon and Ballangarry gold occurrences.





**Figure 13: Golden Mile's Darlot Project, Central Target. AC drilling intercepts >0.1 g/t Au.**

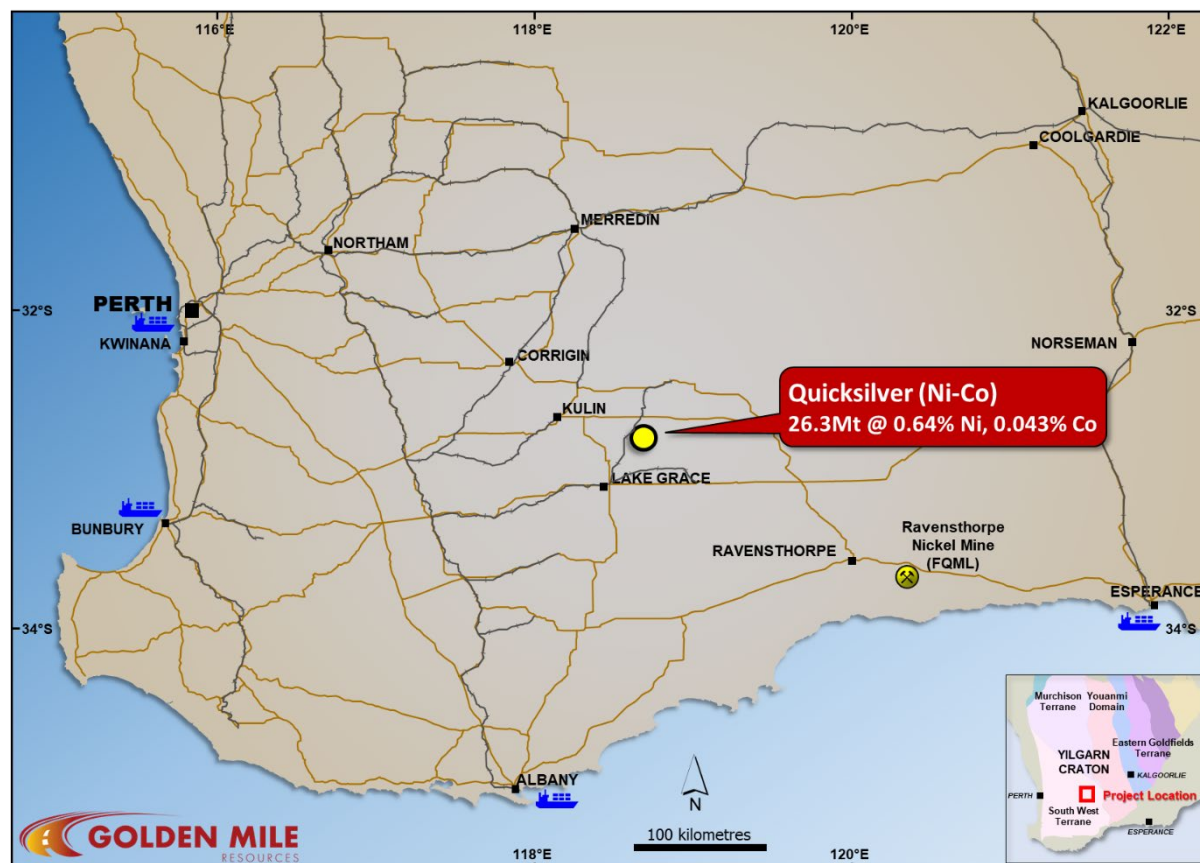
A 37 hole, 1,311m AC Drilling program by the Company in late 2020 focussed on the Central Target Area. The relatively shallow holes were drilled to blade refusal in an area of little to no cover, with several narrow zones of gold mineralisation intersected including (refer Figure 13 and G88 ASX Announcement 12/1/2021)<sup>1</sup>:

- DAC003 4m @ 0.18g/t Au from 12m and 8m @ 0.59g/t Au from 16m
- DAC015 3m @ 0.17g/t Au from 28m (\*End of hole intercept)
- DAC020 4m @ 0.24g/t Au from 28m (\*End of hole intercept).

A strategic review of the Darlot Project including an updated targeting study by the Company's consultant geologists has recommended follow up work on targets spatially associated with the southeast strike extensions of key structures in the Darlot goldfield and proximal to known gold occurrences.

## **5. QUICKSILVER NICKEL LATERITE PROJECT**

The ~50 km<sup>2</sup> Quicksilver Project comprises an exploration license and a prospecting license located near Pingaring in the South-West Mineral Field of Western Australia, approximately 280 km southeast of Perth (Figure 14).



**Figure 14:** Golden Mile's Quicksilver Ni-Co Project, southwest Western Australia.

Quicksilver is located primarily on privately owned farmland in an area with excellent local infrastructure, including easy access to grid power, sealed roads, and a railway line to key ports.

The Quicksilver Project covers a greenstone belt with potential for the discovery of economic nickel laterite and sulfide mineralisation and a total indicated and inferred resource estimate of 26.3 Mt @ 0.64% Ni & 0.04% Co (cut-off grade >0.5% Ni or >0.05% Co) has been announced by the Company (*refer G88 ASX announcement dated 19 November 2018*)<sup>1</sup>.

The Ravensthorpe nickel operations (RNO), owned by First Quantum Minerals Ltd (FQML), is the closest refinery approximately 255 kilometres away with the ports of Albany and Kwinana approximately 300 kilometres from the project.

### **Quicksilver Metallurgy**

In 2019 Golden Mile undertook a preliminary metallurgical testwork study on two bulk composite samples (lower and upper saprolite) from the Quicksilver project, focussed on direct atmospheric acid leaching. The results from this work indicated this type of flowsheet was not optimal.

Size analysis from the 2019 study however demonstrated that there was potential to uplift (beneficiate) nickel grades through a simple screening and scrubbing process aimed at rejecting poorly mineralised silica, however these studies were limited (*refer Tables 1 and 2 and G88 ASX announcement dated 4/4/2019*)<sup>1</sup>.

Although the potential to physically upgrade nickel is indicated in the size analysis, beneficiation processes aimed at rejecting silica are numerous and have not been tested. The Company has therefore engaged leading nickel laterite processing engineers Wood Mining and Metals Australia (Wood) to explore potential beneficiation

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paths to upgrade the Quicksilver mineralisation for direct sale via one of the numerous nearby ports, or toll treatment through a suitable refinery.

#### Metallurgy Update and Wood Review

Using information reported from the original testwork program undertaken in 2019, Wood confirmed the Company's view that size-by-assay tests before and after scrubbing demonstrated potential to beneficiate both composites, with nickel and cobalt upgrading in the fines (refer Tables 1 & 2).

The 55% nickel upgrade at 68.5% nickel recovery achieved in the preliminary scrub and screen testing of the Lower Saprolite sample is considered encouraging in terms of a preliminary unoptimized test.

Wood concluded that:

*"The evidence from this preliminary work suggests a harder siliceous component can be selectively rejected with controlled scrubbing and a size and or density classification as can be achieved with hydrocyclones.*

*Forecasting the nickel and cobalt upgrade and concentrate recovery potential from such a preliminary scrubbing investigation is problematic and provides an incentive to undertake further investigation."*

This initial review by Wood also recognised that the Quicksilver Resource has many logistical advantages compared to other greenfield sites in WA, offering greater optionality for development, the surety of supply inputs such as reagents and the relative lowering of unit costs.

Some of the important features include a direct link to sealed roads, an existing rail line close by, a freshwater pipeline at least to Lake Grace to the south and the proximity of wheatbelt towns and the ports of Albany, Bunbury, and Kwinana.

#### Further Work

Based on recommendations from the Wood review the Company is preparing to undertake further metallurgical testwork using existing samples stored by the Company. This testwork is based on developing and optimising a low energy conceptual beneficiation flowsheet.

A scope of work for this program has been sent to several well-known metallurgical laboratories in Perth with proposals currently under consideration by the Company. Once a contract has been awarded it is expected this phase two program will take approximately three to four months to complete.

Depending on testwork results then the further steps may include the development and delivery of an economic study of the Project.

**Table 1: Summary screening and scrubbing results by size fraction, Upper Saprolite sample**

Size Fraction (mm)	Screening			Scrubbing		
	Mass Recovery (%)	Nickel Recovery (%)	Cobalt Recovery (%)	Mass Recovery (%)	Nickel Recovery (%)	Cobalt Recovery (%)
< 6.7	92.4	97.2	97.4	80.2	88.1	99.1
< 2	80.6	91.6	83.2	69.3	82.6	69.2
< 1	74.6	88.3	73.3	65.8	80.5	63.9
< 0.5	69.1	84.9	64.2	61.1	76.9	56.6
< 0.35	65.8	82.4	59.5	58.4	74.9	52.8
< 0.106	49.6	68.4	41.2	45.1	63.6	37.5



**Table 2: Summary screening and scrubbing results by size fraction, Lower Saprolite sample**

Size Fraction (mm)	Screening			Scrubbing		
	Mass Recovery (%)	Nickel Recovery (%)	Cobalt Recovery (%)	Mass Recovery (%)	Nickel Recovery (%)	Cobalt Recovery (%)
< 6.7	90.3	97.1	95.9	89.0	96.5	97.0
< 2	75.3	92.4	86.6	72.5	91.2	89.3
< 1	68.6	90.0	80.2	67.5	89.1	82.7
< 0.5	62.7	87.0	70.9	61.1	85.3	72.6
< 0.35	59.9	85.1	66.7	58.1	82.9	68.0
< 0.106	45.4	68.1	48.8	44.9	68.5	50.9

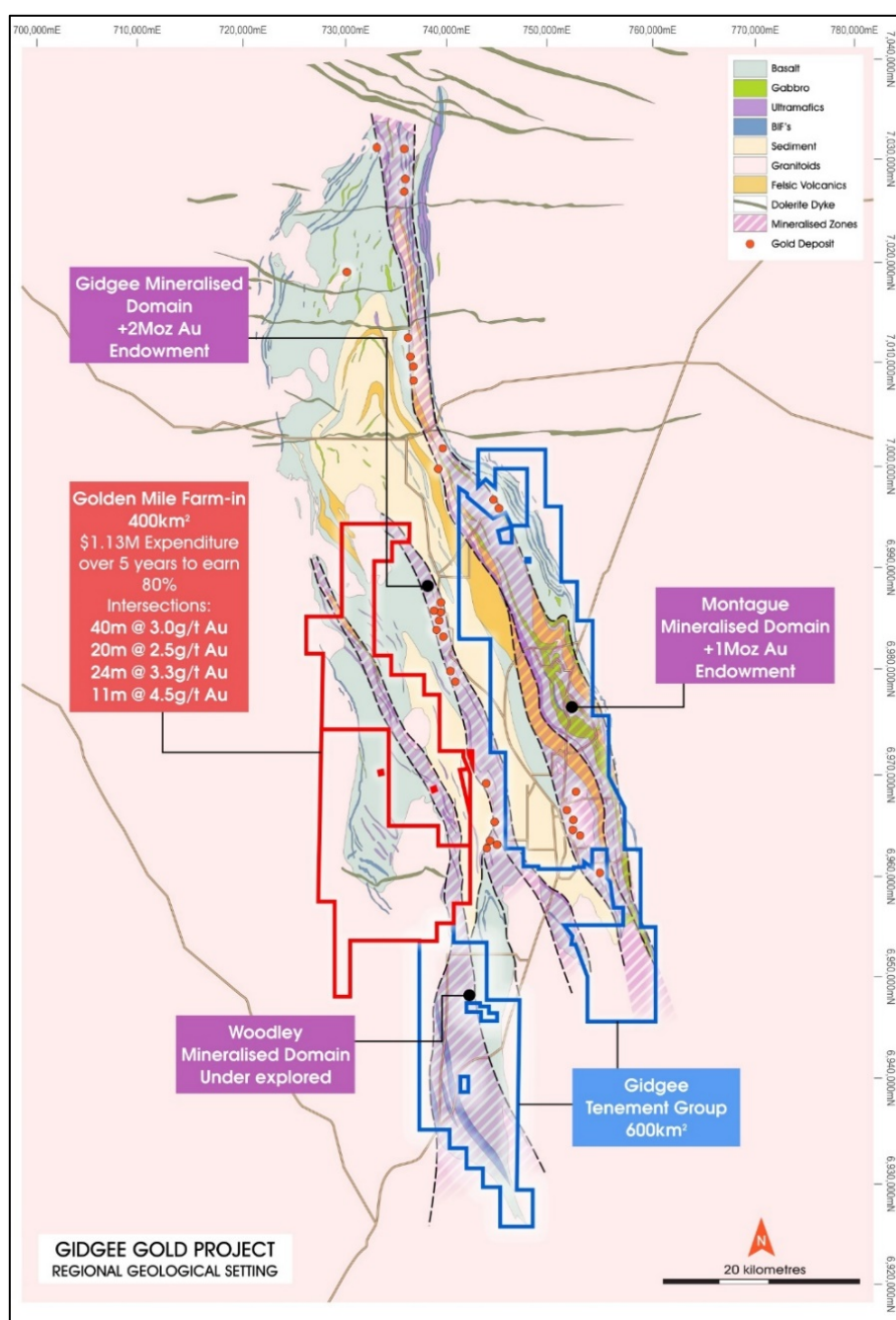
## **6. GIDGEE PROJECT**

Golden Mile has a binding farm-in agreement granting Gateway Mining Limited (“Gateway” - ASX:GML) the right to acquire up to an 80% interest in the Gidgee Project, conditional upon the Company obtaining appropriate exemptions under the Mining Act 1978 (WA) in relation to the expenditure conditions on the tenements comprised in the Gidgee Project (**Condition Precedent**).

Gateway has pre-existing interests in tenements located within the historical gold mining areas in the Gum Creek (Gidgee) Goldfield.

During the year the Company resolved applications for forfeiture in relation to a third-party application over the tenements, and after year-end the Company was issued (and paid) fines with respect to 2020 expenditure commitments (*refer Company’s Quarterly Activities Report to 31 October 2020 and G88 ASX Announcement 29 September 2021*)<sup>1</sup>.

The Condition Precedent conditions have therefore now been achieved granting Gateway the right to acquire up to an 80% interest in the Gidgee Project (*refer G88 ASX announcement 23 July 2020*).



**Figure 15: Gidgee Project with Golden Mile farm-in tenements**

The Gidgee Project covers an area of approximately 400km<sup>2</sup> on the western side of the highly prospective Gum Creek Greenstone Belt, with Gateway now controlling more than 1,000km<sup>2</sup> in the district (Figure 15).

The Gidgee Project tenements include the “Woodley Domain” - a ~30km long major gold-bearing structural corridor - one of three identified gold trends within the Gum Creek belt which also includes the Eastern Montague Domain (gold endowment >1 Moz) and the Central Gidgee Domain with more than 2Moz of gold endowment.

The relatively small endowment of the Woodley Domain reflects the lack of systematic exploration and relatively rudimentary drilling which identified several outstanding, shallow intersections including (*refer G88 ASX announcement 23/7/2020*)<sup>1</sup>:

- 40m @ 3.0g/t Au from surface in hole 3840/1656

## GOLDEN MILE RESOURCES LIMITED

### REVIEW OF OPERATIONS

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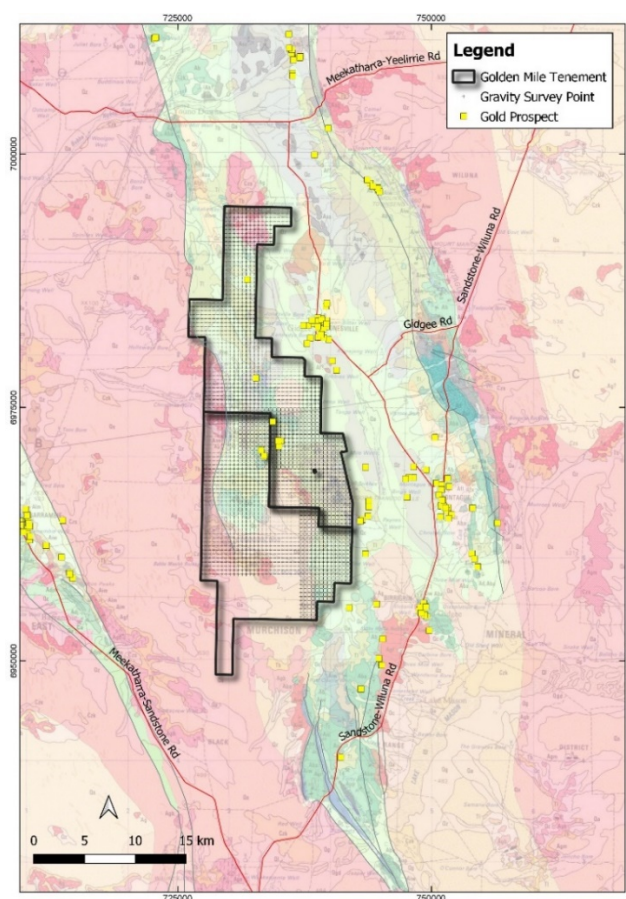
- 20m @ 2.5g/t Au from surface in hole 3760/1624
- 24m @ 3.3g/t Au from surface in hole 3660/1880
- 11m @ 4.5g/t Au from 58m in hole 3660/1548
- 20m @ 1.3g/t Au from surface in hole 3720/1548
- 22m @ 2.3g/t Au from 61m in hole GRB660

These drill intercepts remain largely open with little to no follow-up work.

#### Forward Plan

Gateway has recently accelerated exploration efforts on the Gidgee Project tenure with the collection of a series of core geophysical datasets, heritage and environmental studies and Program of Work (POW) applications for future drilling.

A comprehensive new ground gravity survey (Figure 16) and airborne magnetic data compilation have now been completed.



**Figure 16:** Gidgee Project with ground gravity survey points and regional geology



## **GOLDEN MILE RESOURCES LIMITED**

### **REVIEW OF OPERATIONS**

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#### **COVID-19**

The COVID-19 pandemic has impacted all businesses throughout Australia and Golden Mile is no different.

The restrictions relating to travel between states, regions and countries, restrictions in work practices, and precautionary measures required to be taken when outside of the home have impacted all aspects of life in Australia throughout 2020-21.

Although the restrictions have provided challenges on an individual basis, the Company has developed COVID-specific operating protocol addressing this issue and the Company's operations have not been as disrupted

In addition, the Company's officers are familiar with working remotely, and therefore have been able to adapt readily to the "new normal".

The Company's focus in the latter half of FY2021 has been to revisit the exploration plans and raise capital to fund operations into next year. These activities have been unencumbered by the restrictions.

Further details about the impact of COVID-19 are provided in relevant notes in the Financial Report

#### **NOTES**

*Note 1: Refer ASX announcement on the said date for full details of these results. Golden Mile is not aware of any new information or data that materially affects the information included in the said announcement.*

All material results contained in this report have previously been reported in separate ASX releases.

For more information please visit the Company's website: <https://www.goldenmileresources.com.au> or the ASX website: <https://www.asx.com.au/asx/share-price-research/company/G88>

#### **Forward-Looking Statements**

*This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning Golden Mile Resources Ltd (ASX: G88) planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may", "potential," "should," and similar expressions are forward-looking statements. Although Golden Mile Resources Ltd (ASX: G88) believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.*

#### **Competent Persons Statement**

*The information in this report that relates to Exploration Results is based upon and fairly represents information compiled by Mr James Merrillees, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Merrillees is a full-time employee of the Company.*

*Mr Merrillees has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Merrillees consents to the inclusion in the report of the matter based on his information in the form and context in which it appears.*

*The Company confirms it is not aware of any new information or data that materially affects the exploration results set out in the in the original announcements referenced in this announcement and all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original announcements.*

## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

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The Directors of Golden Mile Resources Limited (the "Company") submit herewith the Report on the Company for the financial year ended 30 June 2021. To comply with the provisions of the *Corporations Act 2001*, the Directors report as follows:

#### Directors

Details of the Directors of the Company in office at any time during or since the end of the financial year and at the date of this report are:

##### **Mr Rhoderick Grivas**

Non-Executive Chairman

Experience and qualifications: Rhoderick Grivas is a geologist with over 30 years of experience in the resource industry, including 20 years of board experience on ASX listed companies. Mr Grivas has held several director and management positions with publicly listed mining and exploration companies, including Managing Director of ASX and TSX listed gold miner Dioro Exploration NL (ASX: DIO), where he oversaw the discovery and development of a gold resource through feasibility to production. Mr Grivas has a strong combination of equity market, M&A, commercial, strategic, and executive management capabilities.

Other Directorships in listed entities: Andromeda Metals Limited (ASX: ADN, appointed 27 October 2017)  
Lexington Gold Limited (AIM: LEX, appointed 23 November 2020)

Former Directorships in listed entities in last 3 years: Aldoro Resources Limited (ASX: ARN, appointed 20 November 2019, resigned 25 November 2020) Okapi Resources Limited (ASX: OKR, appointed 30 June 2020, resigned 13 May 2021).

Interests in Shares and options: 524,750 fully paid ordinary shares  
1,000,000 Unlisted options exercisable \$0.092, expiring 26 August 2023  
285,791 Listed options exercisable at \$0.10, expiring 23 September 2023.

##### **James Merrillees**

Managing Director (appointed 25 November 2020)

Experience and qualifications Mr Merrillees is a professional geologist with more than 20 years' experience in minerals exploration and development. He has wide-ranging experience leading teams exploring for and evaluating precious and base metals globally. Mr Merrillees, experience includes senior technical and corporate roles for ASX listed major and junior gold and base metals explorers and producers. He is a member of the AusIMM and holds Bachelor of Science (Geology) and Bachelor of Commerce (Accounting and Finance) degrees and a Graduate Diploma in Applied Finance

Other directorships in listed entities None

Former Directorships in listed entities in last 3 years: Cygnus Gold Limited (ASX: CY5, appointed 15 January 2018, resigned 30 June 2020)

Interests in Shares and options: 200,000 fully paid ordinary shares  
133,333 Listed options exercisable at \$0.10, expiring 23 September 2023  
1,000,000 Unlisted options exercisable at \$0.088, expiring 24 August 2024.  
1,000,000 Unlisted options, expiring 24 August 2024, not yet vested or issued. Exercise price to be determined on issue.

**GOLDEN MILE RESOURCES LIMITED**  
**DIRECTORS' REPORT**

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**Mr Phillip Grundy**

Non-Executive Director

Experience and qualifications

Phillip Grundy is a partner at Moray & Agnew Lawyers, specialising in Corporate law and Mergers & Acquisitions.

Phillip has acted as a legal advisor to many ASX-listed public companies across a broad range of industry sectors. He has advised several Australian and international companies in relation to ASX-listings, initial public offerings, backdoor listings, capital raisings, corporate takeovers, continuous disclosure requirements, corporate governance, Corporations Act and ASX Listings Rules compliance and general commercial transactions.

In addition, Phillip advises a number of international companies in relation to inbound Australian investment, mergers and acquisitions, capital raisings in the Australian market, and cross-border transactions.

Phillip holds a Masters of Laws (Commercial Law) from Monash University, a Bachelor of Laws (Hons) and Bachelor of Arts from Deakin University.

Other Directorships in listed entities:

None

Former Directorships in listed entities in last 3 years:

None

Interests in shares and options:

225,000 fully paid ordinary shares  
500,000 Unlisted options exercisable \$0.092, expiring 26 August 2023  
133,333 Listed options exercisable \$0.10, expiring 23 September 2023.

**Dr Caedmon Marriott**

Non-Executive Director (Appointed 7 January 2020, resigned 2 August 2021)

Experience and qualifications

Caedmon Marriott has more than 18 years experience in the international mining and exploration sector, in various roles across mineral exploration, fund management, mining project evaluation and corporate finance. Caedmon is currently Managing Director at Aldoro Resources Limited, an ASX listed Western Australia nickel and gold exploration company. Caedmon's previous experience includes establishing and managing exploration programs in West Africa.

Caedmon also has significant experience as an mining analyst and management of public and private equity investments in the resources sector with JP Morgan Natural Resources Fund, Och-Ziff Capital Management and GLG Global Mining Fund, as well as establishing Firefinch Capital, a research, corporate finance and corporate broking firm.

Caedmon graduated with MSci (Geological Sciences) and MA (Natural Sciences – Geology) from University of Cambridge, has obtained a PhD in Earth Sciences from University of Oxford and is also a Chartered Financial Analyst.

Other directorships in listed entities

Western Mines Group Ltd (ASX: WMG, appointed 26 March 2021)

Former Directorships in listed entities in last 3 years:

Aldoro Resources Limited (ASX: ARN, appointed 20 November 2019, resigned 25 November 2020)

Interests in Shares and options:

Nil fully paid ordinary share.  
1,000,000 Unlisted share options exercisable \$0.092, expiring 26 August 2023.



**GOLDEN MILE RESOURCES LIMITED**  
**DIRECTORS' REPORT**

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**Mr Frank Cannavo**

Non-Executive Director (appointed 2 August 2021)

Experience and qualifications

Mr Cannavo is an experienced public company director with significant business and investment experience working with companies operating across various industries, including in particular mining exploration companies, and has been instrumental in assisting several listed and unlisted companies achieve their growth strategies through the raising of investment capital and the acquisition of assets.

Mr Cannavo is an entrepreneur with a strong network of investors and industry contacts in the public company sector throughout the Asia-Pacific region and has extensive experience in capital raisings, investment activities and IPOs.

Other Directorships in listed entities:

Western Mines Group Ltd (ASX: WMG, appointed 6 November 2020)  
Stemcell United Ltd (ASX: SCU, appointed 21 July 2021)  
I-Global Holdings Limited (NSX: IGH, appointed 1 September 2017)

Former Directorships in listed entities in last 3 years:

WONHE Multimedia Commerce Ltd (ASX: WMC, resigned 1 September 2018)  
Magnum Mining and Exploration Limited (ASX: MGU, resigned 10 March 2021)

Interests in shares and options:

10,100,000 fully paid ordinary shares  
2,066,667 Listed options exercisable \$0.10, expiring 23 September 2023  
500,000 Unlisted options exercisable \$0.15, expiring 24 January 2023  
1,000,000 Unlisted options exercisable \$0.092, expiring 26 August 2023  
1,000,000 Unlisted options exercisable \$0.10, expiring 30 September 2023.

**Mr Grant Button**

Non-Executive Director (appointed 2 August 2021)

Experience and qualifications

Mr Button is a qualified accountant and has significant and other commercial management and transactional experience. He has over 30 years of experience at a senior management level in the resource industry. He has acted as a Managing Director, Executive Director, Finance Director, CFO and Company secretary for a range of publicly listed companies. Most recently Mr Button has been Managing Director of Magnum Mining & Exploration Limited, and previously held the position of Executive Director of Sylvania Platinum Limited.

Other Directorships in listed entities:

None

Former Directorships in listed entities in last 3 years:

Magnum Mining and Exploration (ASX: MGU, resigned 10 March 2021)

Interests in shares and options:

Nil

**Other Key Management Personnel**

**Mr Lachlan Reynolds**

Chief Executive Officer (Resigned 31 August 2020)

Experience and qualifications

Mr Reynolds had a broad base of experience in resources both internationally and in Australia. Mr Reynolds resigned as a director on 20 March 2020 and remained working with the Company until August 2020 on a part-time basis as CEO.

## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

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#### Company Secretary

**Mr J Stedwell**

Company Secretary

Experience and qualifications:

Justyn Stedwell is a professional Company Secretary, with over 12 years' experience as a Company Secretary of ASX-listed companies in various industries including biotechnology, agriculture, mining and exploration, information technology and telecommunications. Justyn's qualifications include a Bachelor of Commerce (Economics and Management) from Monash University, a Graduate Diploma of Accounting at Deakin University and a Graduate Diploma in Applied Corporate Governance at the Governance Institute of Australia. He is currently Company Secretary at several ASX-listed companies.

#### Meeting of Directors

The following table sets out the number of meetings of the Company's Directors during the year ended 30 June 2021 and the number of meetings attended by each Director.

DIRECTOR	BOARD MEETING	
	Held	Attended
Mr Rhoderick Grivas	6	6
Mr Caedmon Marriott	6	6
Mr Phillip Grundy	6	6
Mr James Merrillees (Appointed 25 November 2020)	4	4

#### Principal Activities

The Company owns several resource tenements in Western Australia and are actively exploring the tenements for gold, nickel and cobalt and related resources.

#### Operating Results and Financial Position

During the year, the Company made a loss \$1,229,773 (2020: \$4,441,053). During the year the Company appointed a Managing Director, James Merrillees, who undertook a review of existing projects in order to target development of the projects. The Company's activities are detailed in the Review of Operations prior to the Directors' Report.

During the year, the Company spent cash of \$1,262,815 (2020: \$802,317) on exploration activities and a net outflow of \$782,079 (2020: \$746,932) on operational expenditure. The Company's exploration assets are recorded at \$1,890,593 (2020: 604,792), with net assets at \$2,731,639 (2020: \$1,295,905). The Company's cash position at 30 June 2021 was \$966,860 (2020: \$624,725).

The Company acquired the Yarrabee Project in the Narndee Indignous Complex during the period, issuing 1,000,000 ordinary shares, plus 1,000,000 share options exercisable at \$0.10 and expiring 2 years after issue, and paid \$60,000 as consideration.

The Company raised \$2,553,191 from the issue of fully paid ordinary shares and share options before costs of \$257,878 (\$146,716 paid by the issue of share options).

#### Dividends

During the year, the Company did not pay, or propose to pay, any dividends.

#### Significant Change in State of Affairs

On 23 July 2020 the Company announced that it had entered into a farm-in agreement granting Gateway Mining Limited (ASX: GML) the right to acquire an interest of up to 80% in the Gidgee Project. The agreement is subject to conditions precedent that are expected to be completed after the date of this report. The agreement removes the current obligations for the Company to expend resources on the project, whilst ensuring the project is advanced. Gateway Mining Ltd already operate tenements in the Gidgee area.

On 26 August the Company issued of 2.5 million share options to directors, as approved at an EGM on 13 August 2019, and 1.5 million share options to consultants under the Company's Employee Option Plan. At the

## **GOLDEN MILE RESOURCES LIMITED**

### **DIRECTORS' REPORT**

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EGM the issue of 3 million share options was also approved. The share options were issued to Sanlam Private Wealth Pty Ltd for corporate advisory and capital raising services. The expense was recorded in the 2020 financial report.

On 1 September 2020 the Company announced the completion of the placement of ordinary shares to sophisticated and professional investors. As a result, 22,295,665 ordinary shares were issued at \$0.05 per share, raising \$1,114,783 before costs. Sanlam Wealth Pty Ltd provided capital raising services and received 4 million share options as part of their service fees.

On 25 September the Company announced completion of its Share Purchase Plan, raising 577,000 through the issue of 11,540,000 shares at \$0.05 (before costs).

On 11 March 2021 the Company announced the completion of a capital raising of \$800,000 before costs, with the issue of 16 million fully paid ordinary shares at \$0.05 per share. One free attaching option was issued with every 2 ordinary shares issued. The options are exercisable at \$0.10 and expire on 23 September 2023.

In March 2021 the Company announced a Loyalty Options Entitlement Issue. The issue entitled shareholders to subscribe \$0.005 for 1 share option for every 6 shares held. The Loyalty Options raised \$61,408 after costs. A total of 13,739,944 options were issued as part of the Issue.

On 7 May 2021 the Company announced that it had completed the acquisition of the Yarrabee Project from Nemex Pty and Legend Resources Pty Ltd. The consideration paid per the acquisition agreement was:

- 1,000,000 fully paid ordinary shares, issued on 5 May 2021;
- 1,000,000 options, with each option having an exercise price of \$0.10 per share and which are exercisable within 2 years of their date of issue, issued on 5 May 2021; and
- \$60,000 cash.

The Yarrabee Project consists of five exploration licences in the Narndee Indigenous Complex in the Eastern Goldfields of Western Australia. The Project licences cover a total area of 817.92km<sup>2</sup> and was granted on 30 April 2021 for a period of 5 years.

#### **After Balance Date Events**

400,000 share options originally issued to consultants employed by the Company expired on 1 August 2021.

On 4 August 2021 Caedmon Marriott resigned as a Director of the Company, whilst Frank Cannavo and Grant Button were appointed to the Board as Non-Executive Directors.

On 24 August 2021, the Company issued 1,000,000 fully paid ordinary shares and 500,000 share options, with an exercise price of \$0.10 and expiring on 23 September 2023. The shares were issued at \$0.05, and the share options were free attaching options to the shares subscribed. These shares were initially announced in March 2021 with the Loyalty Options Entitlement and were ratified at the Company's Extraordinary General Meeting ("EGM") held on 27 July 2021.

The Directors participated in the issue, and the issue of the shares and free attaching options were subject to the shareholder approval, which was received at the 27 July EGM. The Company also issued 166,665 listed share options to Directors, on the same terms as the Company's non-renounceable entitlement issue of Options as approved by the Company's shareholders at the 27 July EGM. The options were issued for \$0.005 per option. The directors subscribed to the issue as follows:

- |                    |  |
|--------------------|--|
| - Rhoderick Grivas | 400,000 shares, with 200,000 free attaching options. 66,666 listed share options.          |
| - Phillip Grundy   | 200,000 ordinary shares, with 100,000 free attaching options. 33,333 listed share options. |
| - James Merrillees | 200,000 ordinary shares, with 100,000 free attaching options. 33,333 listed share options. |

In addition, 1,000,000 unlisted share options, exercisable at \$0.088 and expiring on 24 August 2024 were issued. These options were issued pursuant to James Merrillees' employment agreement and were ratified at the 27 July 2021 EGM.

On 9 September 2021 the Company announced completion of a capital raising of \$1,600,000 before costs, issuing 32 million ordinary shares at \$0.05 with one free attaching option for every four shares subscribed for.



## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

The options are subject to approval at the next General Meeting of shareholders. Frank Cannavo, a director of the Company subscribed for shares in the raising, and these will also be subject to approval at a General Meeting. A further 3,500,000 share options were issued for lead manager services provided in this capital raise.

Other than the matters noted above, the Board is not aware of any matter or circumstance not otherwise dealt with in these financial statements that has significantly or may significantly affect the operation of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial years.

#### Future Developments

The Company's strategic focus remains the development of its exploration assets in Western Australia. Initial focus is on fast-tracking exploration at the Yarrabee project. Further metallurgical testing is to be carried out at Quicksilver in order to extract value from the project that has had significant amounts of exploration work carried out previously. The Company will continue to develop its other projects with drilling planned at Yuinmery, and further sampling at Darlot, Ironstone Well and Benalla, with drilling to follow based on the sample results.

#### COVID-19 Pandemic

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the Company based on known information, with associated impacts addressed in specific notes in the financial statements.

#### Indemnity and Insurance of Officers

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith. During the financial year, the Company paid a premium in respect of a contract to insure the directors and officers of the Company against a liability to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

#### Indemnity and Insurance of Auditor

The Company has not, during or since the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor. During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

#### Environmental Issues

The Company's activities involve exploration activities on WA mining tenements and therefore would be subject to the WA laws and regulations relating to such activities including environmental approvals as may be required from time to time under the *Mining Act 1978*.

#### Shares under Option or Issued on Exercise of Options

At the date of this report the Company had 37,406,609 shares under option, with a further 11,500,000 to be issued once approved by shareholders, as follows: -

Grant Date	Date of expiry	Exercise price	Number on issue	Number escrowed	Escrow date
25/09/2019(i)	29/11/2023	\$0.23	1,000,000	-	-
23/09/2019(ii)	23/09/2022	\$0.10	1,000,000	-	-
24/01/2021(iii)	24/01/2023	\$0.15	3,000,000	-	-
26/08/2020(iv)	26/08/2023	\$0.092	4,000,000	-	-
30/09/2020(iii)	30/09/2023	\$0.10	4,000,000	-	-
5/05/2021(v)	05/05/2023	\$0.10	1,000,000	-	-
17/11/2020(i)	24/08/2024	\$0.088	1,000,000	-	-
11/03/2021(vi)	23/09/2023	\$0.10	13,739,944	-	-
26/03/2021(vii)	23/09/2023	\$0.10	8,000,000	-	-
27/07/2021(vii)	23/09/2023	\$0.10	500,000	-	-
27/07/2021(viii)	23/09/2023	\$0.10	166,665	-	-
9/09/2021(ix)	23/09/2023	\$0.05	11,500,000	-	-

(i) Granted to Key Management Personnel as part of contracted remuneration package during the prior periods.

(ii) Issued as part of consideration for exploration asset.

(iii) Issued to Sanlam Private Wealth Pty Limited for services provided in capital raise.

(iv) Granted to Directors and consultants as part of their equity-based remuneration.

## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

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- (v) Granted to Bruce Legendre upon acquisition of project.
- (vi) Loyalty options issued at \$0.005 per option.
- (vii) Granted as free option attaching to ordinary shares subscribed.
- (viii) Director options issued at \$0.05 per option.
- (ix) 8,000,000 share options granted as a free attaching option, 3,500,000 share options issued to the lead manager, subject to shareholder approval.

Share options do not provide the holder with the same rights as shareholders. Share options do not provide the rights to participate in rights issues, dividends, or enable the holder to vote at General Meetings.

#### **Proceedings on Behalf of the Company**

No person has applied for leave of the Court under Section 327 of the *Corporations Act 2001* 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 any part of those proceedings. The Company was not a party to any proceedings during the year.

#### **REMUNERATION REPORT (AUDITED)**

The remuneration report, which has been audited, outlines the Director and executive remuneration arrangements for the Company, in accordance with the requirements of the *Corporations Act 2001* and its Regulations.

##### **A. Principles Used to Determine the Nature and Amount of Remuneration**

The performance of the Company depends upon the quality of its Directors and Executives. To prosper, the Company must attract, motivate and retain highly skilled Directors and Executives. To that end, the Company embodies the following principles in its remuneration framework:

- Provide competitive rewards to attract high calibre executives;
- Focus on creating sustained shareholder value;
- Placing a portion of executive remuneration at risk, dependent upon meeting predetermined performance benchmarks; and
- Differentiation of individual rewards commensurate with contribution to overall results and according to individual accountability, performance and potential.

The Board's policy for determining the nature and amount of remuneration for Key Management Personnel ("KMP") for the Company is based on the following:

- The remuneration policy is to be developed and approved by the Board after professional advice is sought from independent external consultants (where applicable).
- All executive KMP receive a base salary (which is based on factors such as length of service and experience), superannuation, fringe benefits and performance incentives, where appropriate.
- Performance incentives (in the form of a cash bonus) are generally only paid once predetermined key performance indicators (KPIs) have been met.
- Apart from those detailed in this report no other share based/options incentives have been offered to KMP during this reporting financial year.
- The Board, which also serves as the remuneration committee, reviews the remuneration packages annually by reference to the Company's performance, executive performance and comparable information from industry sectors.

All remuneration paid to KMP is valued at the cost to the Company and expensed.

KMP or closely related parties of KMP are prohibited from entering hedge arrangements that would have the effect of limiting the risk exposure relating to their remuneration. In addition, the Board's remuneration policy prohibits Directors and KMP from using the company's shares as collateral in any financial transaction.

##### **Engagement of remuneration consultants**

During the year, the Company did not engage any remuneration consultants.

### ***Remuneration Structure***

The structure of Non-Executive Director, Executive Director and Senior Manager remuneration is separate and distinct.

#### ***Non-Executive Director Remuneration***

The Board's policy is to remunerate Non-Executive Directors at market rates for time, commitment and responsibilities. The Board determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders.

Each Director receives a fee for being a Director of the Company.

#### ***Senior Management and Executive Director Remuneration***

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

- Reward Executives for company, business unit and individual performance against targets set by reference to appropriate benchmarks;
- Align the interests of Executives with those of shareholders;
- Link reward with the strategic goals and performance of the Company;
- Ensure total remuneration is competitive by market standards; and
- Executive remuneration is designed to support the Company's reward philosophies and to underpin the Company's growth strategy. The program comprises the following available components:
  - Fixed remuneration component; and
  - Variable remuneration component including cash bonuses paid.

#### ***Fixed Remuneration***

The level of fixed remuneration is set to provide a base level of remuneration which is both appropriate to the position and is competitive in the market. The fixed (primary) remuneration is provided in cash.

#### ***Variable Remuneration***

The performance of KMP is measured against criteria agreed annually with each Executive. All bonuses and incentives must be linked to predetermined performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance results leading to long-term growth in shareholder wealth.

The objective of the Short-Term Incentive ("STI") program is to link the achievement of the Company's operational targets with the remuneration received by the executives charged with meeting those targets. The total potential STI available is set at a level to provide sufficient incentive to achieve the operational targets and such that the cost to the Company is reasonable.

Actual STI payments granted depend on the extent to which specific operating targets are met. The operational targets consist of a number of Key Performance Indicators (KPIs) covering both financial and non-financial measures of performance.

On an annual basis, the individual performance of each executive is rated and taken into account when determining the amount, if any, of the short-term incentive pool allocated to each executive. The aggregate of annual STI payments available for executives across the Company are usually delivered in the form of a cash bonus.



## **B. Details of Remuneration**

Details of the remuneration of the Directors, other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the Company) are set out in the tables on pages 37 and 38.

### *Key Management Personnel - Directors and Executives*

The key management personnel ("KMP") of the Company consisted of the following Directors and executives during the year:

#### **Non-Executive Directors**

Rhoderick Grivas	Non-Executive Chairman
Phillip Grundy	Non-Executive Director
Caedmon Marriott	Non-Executive Director (Appointed 7 January 2021, resigned 2 August 2021)

#### **Executive Director**

James Merrilles	Chief Executive Officer and Director (Appointed 25 November 2020)
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#### **Other KMP**

Lachlan Reynolds	Chief Executive Office (Resigned August 2020)
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### **Key Management Personnel – Service Agreements**

#### *Employment contracts – James Merrilles*

The key terms of the contract are as follows:

- Position of Executive Managing Director;
- Salary of \$220,000 per annum, plus superannuation and other benefits;
- 1,000,000 share options vesting six months after commencement, exercisable at a price that is 150% of the 20 day VWAP prior to date of issue of the Options;
- 1,000,000 share options vesting 18 months from commencement, exercisable at a price that is 175% of the 20 day VWAP prior to date of issue of the Options;
- Vesting of all options dependent upon continued employment with the Company at vesting date;
- Commenced on 25 November 2020 with no fixed term.

#### *Employment contracts – Lachlan Reynolds*

The key terms of the contract are as follows:

- Position of Chief Executive Officer (part-time);
- Salary of \$110,000 per annum, plus superannuation and other benefits;
- Initial contract commenced on 23 September 2018 with no fixed term, varied on 31 March 2020 to insert a notice period to 31 August 2020 working on a part time basis.
- Mr Reynolds' contract was terminated at the end of the notice period on 31 August 2020.

#### *Non-Executive Director Service Agreement – Rhoderick Grivas*

The key terms of the contract are as follows:

- Position of Non-Executive Chairman;
- Salary of \$65,700 per annum, inclusive of superannuation;
- Commenced on date Company admitted to the ASX, being 19 June 2017 with no fixed term; and
- Agreement can be terminated in writing by either party or by mutual consent.

#### *Non-Executive Director Service Agreement – Phillip Grundy*

The key terms of the contract are as follows:

- Position of Non-Executive Director;
- Salary of \$40,000 per annum, inclusive of superannuation;
- Commenced on date Company admitted to the ASX, being 19 June 2017 with no fixed term; and
- Agreement can be terminated in writing by either party or by mutual consent.

#### *Non-Executive Director Service Agreement – Caedmon Marriott*

The key terms of the contract are as follows:

- Position of Non-Executive Director;
- Salary of \$40,000 per annum, inclusive of superannuation;
- Commenced on 7 January 2020 with no fixed term;
- Agreement terminated 2 August 2021

**GOLDEN MILE RESOURCES LIMITED**  
**DIRECTORS' REPORT**

*Details of Remuneration for the year ended 30 June 2021*

The individual remuneration for key management personnel of the Company during the year was as follows:

	SHORT TERM EMPLOYMENT Cash Salary and Fees \$	BENEFITS Leave provision \$	Cash Bonus	POST EMPLOYMENT Superannuation Contributions \$	EQUITY BASED PAYMENTS Shares \$	Options \$	TOTAL \$
<b>Non – Executive Directors</b>							
Rhoderick Grivas (i)	74,989	-	-	-	-	33,973	108,962
Phillip Grundy	41,996	-	-	-	-	16,985	58,981
Caedmon Marriott (i)	42,000	-	-	-	-	33,973	75,973
<b>Sub-Total</b>	<b>158,985</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>84,931</b>	<b>243,916</b>
<b>Executive Directors</b>							
James Merrillees (ii)	131,825	9,493	-	12,523	-	39,488	193,329
Lachlan Reynolds (iii)	18,667	1,608	-	2,612	-	-	22,887
<b>Sub-Total</b>	<b>150,492</b>	<b>11,101</b>	<b>-</b>	<b>15,135</b>	<b>-</b>	<b>39,488</b>	<b>216,216</b>
<b>Total</b>	<b>309,477</b>	<b>11,101</b>	<b>-</b>	<b>15,135</b>	<b>-</b>	<b>124,419</b>	<b>460,132</b>

- (i) Rhoderick Grivas invoiced all fees through Goodheart Pty Ltd. Fees for the year include an additional \$6,000 consulting fees that were capitalised into exploration and evaluation assets during the year.
- (ii) Caedmon Marriott invoiced Director fees through Nomad Exploration Pty Ltd, a company he is a director of.
- (iii) James Merrillees was appointed during the year. Share based payments relate to shares and share options granted as part Mr Merrillees' employment contract and contain vesting conditions relating to service periods.
- (iv) Lachlan Reynolds ceased employment with the Company during the year.

*Details of Remuneration for the period ended 30 June 2020*

The individual remuneration for key management personnel of the Company during the period was as follows:

	SHORT TERM EMPLOYMENT Cash Salary and Fees \$	BENEFITS Leave provision \$	Cash Bonus	POST EMPLOYMENT Superannuation Contributions \$	EQUITY BASED PAYMENTS Shares \$	Options \$	TOTAL \$
<b>Non – Executive Directors</b>							
Rhoderick Grivas	62,419	-	-	-	-	-	62,419
Phillip Grundy	37,997	-	-	-	-	-	37,997
Caedmon Marriott (i)	17,355	-	-	-	-	-	17,355
<b>Sub-Total</b>	<b>117,771</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>117,771</b>
<b>Executive Directors</b>							
Lachlan Reynolds	192,500	(1,447)	-	18,288	-	18,688	228,029
<b>Sub-Total</b>	<b>192,500</b>	<b>(1,447)</b>	<b>-</b>	<b>18,288</b>	<b>-</b>	<b>18,688</b>	<b>228,029</b>
<b>Total</b>	<b>310,271</b>	<b>(1,447)</b>	<b>-</b>	<b>18,288</b>	<b>-</b>	<b>18,688</b>	<b>345,800</b>

- (i) Caedmon Marriott invoiced Director fees through Nomad Exploration Pty Ltd, a company he is a Director of. Payments include additional fees for geological services.

**GOLDEN MILE RESOURCES LIMITED**  
**DIRECTORS' REPORT**

**Bonuses included in remuneration**

The proportion of remuneration linked to performance and the fixed proportion are as follows:

	<b>2021</b>			<b>2020</b>		
	Fixed remuneration	At risk - STI	At risk – LTI	Fixed remuneration	At risk - STI	At risk – LTI
<b>Non-Executive Directors</b>						
Rhoderick Grivas	69%	-	31%	100%	-	-
Phillip Grundy	71%	-	29%	100%	-	-
Caedmon Marriott	55%	-	45%	100%	-	-
<b>Executive Directors</b>						
James Merrillees	80%		20%			
Lachlan Reynolds	100%	-	-	92%	-	8%

**C. Share Based Compensation**

During the year the Company granted share options to the CEO under the terms of the employment contract. The share options granted were as follows:

	No. of options	Exercise Price	Vesting period	Expiry
Tranche 1 Options	1,000,000	\$0.088 per option*	6 months from the date of issue of the Incentive Options	24 August 2024
Tranche 2 Options	1,000,000	\$0.103 per option**	18 months from date of issue of the Incentive Options	24 August 2024

\* Exercise price is 150% 20-day VWAP prior to date of issue of the Options. Options have vested and been issued at the date of this report.

\*\* Exercise price is 175% 20-day VWAP prior to date of issue of the Options. Exercise price may vary on date of issue.

In addition, share options were granted to Non-Executive Directors during the year, with the following terms:

	No. of options	Exercise Price	Vesting period	Expiry
R Grivas	1,000,000	\$0.092 per option*	Immediate	26 August 2023
P Grundy	500,000	\$0.092 per option*	Immediate	26 August 2023
C Marriott	1,000,000	\$0.092 per option*	Immediate	26 August 2023

\* Exercise price is 150% 30-day VWAP prior to date of issue of the Options

Issue of the options was approved by shareholders at an Extraordinary General Meeting held 13 August 2020.



## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

#### D. Additional Information

##### *Relationship between remuneration policy and Company performance*

The remuneration policy has been tailored to increase goal congruence between shareholders, directors and executives. The chosen method to achieve this aim is providing shares and share options to link future benefits to the performance of the Company's share price. The Company believes this policy will be effective in increasing shareholder's wealth. The earnings of the Company for the reporting periods to 30 June 2021 are summarised below, along with details that are considered to be factors in shareholder returns:

	30 June 2017	30 June 2018	30 June 2019	30 June 2020	30 June 2021
Income	1,085	47,508	14,648	54,376	434
Net profit /(loss) after tax \$	(412,719)	(835,995)	(964,005)	(4,441,053)	(1,229,773)
Share price at year end \$	0.18	0.45	0.05	0.059	0.050
Net tangible assets per share \$	0.08	0.08	0.07	0.02	0.02

#### E. Additional Information in relation to key management personnel shareholdings

##### Ordinary shares held in Golden Mile Resources Limited (number) 30 June 2021

	Balance 1 July 2020	Granted as payment of Remuneration	On-market changes	Off-market changes	Other changes	Balance 30 June 2021
<u>Directors</u>						
James Merrillees (i)	-	-	-	-	-	-
Rhoderick Grivas	124,750	-	-	-	-	124,750
Phillip Grundy	25,000	-	-	-	-	25,000
Caedmon Marriott	-	-	-	-	-	-
Lachlan Reynolds (ii)	107,483	-	-	-	(107,483)	-
	257,233	-	-	-	(107,483)	149,750

(i) Appointed during the year

(ii) Resigned as a director during the previous year, but remained as Key Management Personnel until 31 August 2020.

##### Share options held in Golden Mile Resources Limited (number) 30 June 2021

	Balance 1 July 2020	Granted as Remuneration	Options converted	Other changes	Balance 30 June 2021	Vested
<u>Directors</u>						
James Merrillees <sup>1</sup>	-	2,000,000	-	-	2,000,000	1,000,000
Rhoderick Grivas	-	1,000,000	-	-	1,000,000	1,000,000
Phillip Grundy	-	500,000	-	-	500,000	500,000
Caedmon Marriott	-	1,000,000	-	-	1,000,000	1,000,000
Lachlan Reynolds <sup>2</sup>	1,000,000	-	-	(1,000,000)	-	-
	1,000,000	4,500,000	-	(1,000,000)	4,500,000	3,500,000

1. Appointed during the year

2. Resigned during the year

#### F. LOANS FROM KMP

There are no loans to or from KMP.

## GOLDEN MILE RESOURCES LIMITED

### DIRECTORS' REPORT

#### G. OTHER TRANSACTIONS WITH KMP

Other than the Key Management Personnel disclosures noted above, the following transactions were completed with related parties during the year: -

	Expenses during year	Invoiced during year	Balance receivable at 30 June	Balance payable at 30 June
Moray and Agnew (i)	26,258	-	-	1,100
Nomad Exploration Pty Ltd (ii)	40,740	-	-	4,063
Aldoro Resources Limited (iii)	-	8,599	-	-
Western Mines Group Ltd (iv)	-	2,550	935	-

- (i) Phillip Grundy is a partner at Moray and Agnew. Moray & Agnew provided legal and consulting services related to compliance matters.
- (ii) Caedmon Marriott is a Director of Nomad Exploration Pty Ltd, who provided exploration and support services during the year. The balance payable at 30 June 2021 related to an outstanding invoice for Director fees, plus a reimbursement of fees for storage rental, and included GST.
- (iii) Caedmon Marriott and Rhod Grivas were directors of Aldoro Resources Limited. During the year Aldoro Resources Ltd shared office space with the company and were recharged rent.
- (iv) Caedmon Marriott is a director of Western Mines Group Limited. During the year Western Mines Group Ltd shared office space with the company and was recharged rent.

***This concludes the remuneration report, which has been audited.***

#### Non-Audit Services

During the prior year HLB Mann Judd, the Company's auditor, performed certain other services in addition to their statutory duties. The Directors were satisfied that the provision of these non-audit services by the auditor (or by another person or firm on the auditor's behalf) was compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. Details of amounts paid or payable are as follows:

	2021 \$	2020 \$
Auditing the financial report	28,653	34,188
Non-audit services		
- Tax compliance services	6,000	-
	<u>34,653</u>	<u>34,188</u>

The Directors were of the opinion that the services as disclosed above did not compromise the external auditor's independence for the following reasons:

- All non-audit services were reviewed and approved by the Board to ensure that they did not impact the integrity and objectivity of the auditor, and
- None of the services undermined the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Profession and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing economic risks and rewards.

#### Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is included at page 43 of the Annual Report.

#### Auditor

HLB Mann Judd continues in accordance with section 327 of the *Corporations Act 2001*. There are no officers of the Company who are former audit partners of HLB Mann Judd.

## **GOLDEN MILE RESOURCES LIMITED**

### **DIRECTORS' REPORT**

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#### **Corporate Governance**

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors support the principles of Corporate Governance. The Company continued to follow best practice recommendations as set out by the ASX Corporate Governance Council. Where the Company has not followed best practice for any recommendation, explanation is given in the Corporate Governance Statement. The Company's Corporate Governance statement is available on the Company's website at <https://www.goldenmileresources.com.au/>.

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

On behalf of the Directors



**Mr R Grivas**  
**Non-Executive Chairman**  
30 September 2021



**Auditor's independence declaration**

As lead auditor for the audit of the financial report of Golden Mile Resources Limited for the year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (a) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (b) any applicable code of professional conduct in relation to the audit.



**HLB Mann Judd  
Chartered Accountants**

Melbourne  
30 September 2021



**Jude Lau  
Partner**

**[hlb.com.au](http://hlb.com.au)**

**HLB Mann Judd (VIC Partnership) ABN 20 696 861 713**

Level 9, 575 Bourke Street, Melbourne VIC 3000 | GPO Box 2850, Melbourne VIC 3001

T: +61 (0) 3 9606 3888 F: +61 (0) 3 9606 3800 E: [mailbox@hlbvic.com.au](mailto:mailbox@hlbvic.com.au)

Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd (VIC Partnership) is a member of HLB International, the global advisory and accounting network

**GOLDEN MILE RESOURCES LIMITED**  
**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 30 JUNE 2021**

	<b>Note</b>	<b>2021</b> \$	<b>2020</b> \$
<b>Continuing operations</b>			
Interest income		434	892
Government income	<b>4</b>	-	53,484
Exploration expenditure expensed		(286,003)	(31,489)
Loss on disposal of exploration assets		-	(71,787)
Impairment of exploration assets	<b>2(a)</b>	(80,135)	(3,687,379)
Directors' fees and salaries and wages		(454,132)	(345,800)
General and administrative expenses	<b>8(b)</b>	(133,536)	(142,744)
Corporate expenses	<b>8(b)</b>	(239,477)	(190,327)
Other expenses		(36,924)	(25,903)
<b>Loss before income tax</b>		<u>(1,229,773)</u>	<u>(4,441,053)</u>
Income tax expense	<b>9</b>	-	-
<b>Net Loss for the year</b>		<u>(1,229,773)</u>	<u>(4,441,053)</u>
<b>Other Comprehensive income/(loss)</b>			
Other comprehensive loss net of tax		-	-
<b>Total comprehensive loss</b>		<u>(1,229,773)</u>	<u>(4,441,053)</u>
Basic loss per share (cents per share)	<b>14</b>	(1.02)	(6.58)
Diluted loss per share (cents per share)	<b>14</b>	(1.02)	(6.58)

*The above statement should be read in conjunction with the accompanying notes.*

**GOLDEN MILE RESOURCES LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2021**

	Note	2021 \$	2020 \$
<b>Current Assets</b>			
Cash and cash equivalents	3(a)	966,860	624,725
Trade and other receivables	4	71,297	52,049
Prepayment		18,737	19,636
<b>Total Current Assets</b>		<u>1,056,894</u>	<u>696,410</u>
<b>Non-Current Assets</b>			
Exploration and evaluation assets	2	1,890,593	604,792
<b>Total Non-Current Assets</b>		<u>1,890,593</u>	<u>604,792</u>
<b>Total Assets</b>		<u>2,947,487</u>	<u>1,301,202</u>
<b>Current Liabilities</b>			
Trade and other payables	5	206,355	32,694
Provisions		9,493	8,603
<b>Total current liabilities</b>		<u>215,848</u>	<u>41,297</u>
<b>Total Liabilities</b>		<u>215,848</u>	<u>41,297</u>
<b>Net Assets</b>		<u>2,731,639</u>	<u>1,259,905</u>
<b>Equity</b>			
Issued capital	6	9,619,308	7,459,602
Accumulated losses		(7,753,330)	(6,545,487)
Reserves	7	865,661	345,790
<b>Total Equity</b>		<u>2,731,639</u>	<u>1,259,905</u>

*The above statement should be read in conjunction with the accompanying notes.*

**GOLDEN MILE RESOURCES LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 JUNE 2021**

		Issued capital	Reserves	Accumulated losses	Total
		\$	\$	\$	\$
<b>At 1 July 2019</b>		<b>6,497,235</b>	<b>303,635</b>	<b>(2,212,967)</b>	<b>4,587,903</b>
Loss for the year		-	-	(4,441,053)	(4,441,053)
Other comprehensive income		-	-	-	-
Total comprehensive loss for the year		-	-	(4,441,053)	(4,441,053)
<b>Transactions with owners in their capacity as owners:</b>					
Issue of shares, net of costs	<b>6</b>	882,367	120,000	-	1,002,367
Share based payments	<b>7</b>	-	18,688	-	18,688
Issue of shares for purchase of exploration assets		80,000	12,000	-	92,000
Expiry of share options		-	(108,533)	108,533	-
<b>As at 30 June 2020</b>		<b>7,459,602</b>	<b>345,790</b>	<b>(6,545,487)</b>	<b>1,259,905</b>
		Issued capital	Reserves	Accumulated losses	Total
		\$	\$	\$	\$
<b>At 1 July 2020</b>		<b>7,459,602</b>	<b>345,790</b>	<b>(6,545,487)</b>	<b>1,259,905</b>
Loss for the year		-	-	(1,229,773)	(1,229,773)
Other comprehensive income		-	-	-	-
Total comprehensive loss for the year		-	-	(1,229,773)	(1,229,773)
<b>Transactions with owners in their capacity as owners:</b>					
Issue of shares, net of costs	<b>6</b>	2,070,706	91,715	-	2,162,421
Issue of share options	<b>6</b>	-	224,608	-	224,608
Issue of shares for purchase of exploration assets	<b>6, 7</b>	89,000	50,100	-	139,100
Share based payments	<b>7</b>	-	175,378	-	175,378
Expiry of share options	<b>7</b>	-	(21,930)	21,930	-
<b>As at 30 June 2021</b>		<b>9,619,308</b>	<b>865,661</b>	<b>(7,753,330)</b>	<b>2,731,639</b>

*The above statement should be read in conjunction with the accompanying notes.*



**GOLDEN MILE RESOURCES LIMITED**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2021**

	<b>Note</b>	<b>2021 \$</b>	<b>2020 \$</b>
<b>Cash flows from operating activities</b>			
Government grants received		35,957	24,207
Payments to suppliers and employees		(818,470)	(772,031)
Interest received		434	892
Net cash (used in) operating activities	<b>3(d)</b>	<u>(782,079)</u>	<u>(746,932)</u>
<b>Cash flows from investing activities</b>			
Receipts for disposal of exploration and evaluation assets		-	45,000
Exploration and evaluation expenditure		<u>(1,262,815)</u>	<u>(802,317)</u>
Net cash (used in) investing activities		<u>(1,262,815)</u>	<u>(757,317)</u>
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares		2,328,583	1,073,550
Cost of issuing shares		(166,162)	(71,183)
Proceeds from issue of share options		<u>224,608</u>	<u>-</u>
Net cash provided by financing activities		<u>2,387,029</u>	<u>1,002,367</u>
<b>Net increase / (decrease) in cash held</b>		342,135	(501,882)
Cash and cash equivalents at the beginning of the year		<u>624,725</u>	<u>1,126,607</u>
Cash and cash equivalents at the end of the year	<b>3(a)</b>	<u><b>966,860</b></u>	<u><b>624,725</b></u>

*The above statement should be read in conjunction with the accompanying notes.*

**1. BASIS OF PREPARATION**

These financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations and the *Corporations Act 2001*, as appropriate for-profit oriented entities.

The financial statements cover the Company for the year ended 30 June 2021. The Company is a company limited by shares, incorporated and domiciled in Australia.

Except for the Statement of Cash Flows, the financial statements have been prepared on the accruals basis.

The financial statements were authorised for issue by the Directors on 30 September 2021.

The Company's principle activities are the exploration for and evaluation gold and other related resources in Western Australia.

**(a) Basis of Preparation of the Financial Statements**

***Compliance with IFRS***

The financial statements comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

***Historical Cost Convention***

The financial statements have been prepared under the historical cost convention, modified where appropriate by the measurement of fair value of selected non-current assets. All amounts are presented in Australian dollars unless otherwise noted.

**(b) Comparatives**

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

**(c) Going Concern**

During the year the Company made losses of \$1,229,733 (2020: \$4,441,053) and spent a net \$2,044,894 (2020: \$1,504,249) on exploration and corporate activities. At 30 June 2021 the Company had cash reserves of \$966,860 (2020: \$624,725) and net current assets, being current assets less current liabilities, of \$841,046 (2020: \$655,113). The Company also has exploration commitments in the next 12 months of \$865,676 (2020: \$703,550).

The financial report has been prepared on a going concern basis which assumes the realisation of assets and discharge of liabilities in the normal course of business at the amounts stated in the financial report, for the following reasons:

- Subsequent to the year end the Company has completed a share placement raising \$1.6 million before costs.
- The Company will seek shareholder approval at the upcoming AGM to refresh its capacity to raise additional capital without shareholder approval under ASX Listing Rules 7.1 and 7.1A. The Company has a history of successfully raising funds.
- The Company has established exploration programs and have budgeted for cash flow requirements for the 12 months from the date of this report. The cash available at the date of the report are sufficient to meet the cash flows forecast. Where necessary, the Company can reduce or redirect planned project expenditure to manage its cash flows to ensure it meets its obligations as and when they fall due, as well as progress its projects effectively.

In preparing the cash flow forecasts the directors have considered the current and on-going disruption arising from state and federal government actions in relation to the COVID-19 pandemic. COVID-19 safety protocols have been implemented, and operations in Western Australia have largely been unaffected and management will continue to monitor the situation. The directors are confident they are equipped to meet the challenges presented as they arise.

**GOLDEN MILE RESOURCES LIMITED**  
**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS**  
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Notwithstanding the above, the directors have prepared the financial statements on a going concern basis, which contemplates the continuity of normal business activity, the realisation of assets and the settlement of liabilities through the normal course of business and are confident that the Company will achieve the necessary funding to meet the Company's financial requirements over the next 12 months.

On the basis that sufficient funding is available to meet the Company's expenditure forecast for the next 12 months, the directors consider that the Company remains a going concern and these financial statements have been prepared on this basis.

Should the Company be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might be necessarily incurred should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

**2. EXPLORATION AND EVALUATION ASSETS**

**(a) Reconciliation of movements during year**

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
Costs carried forward in respect of areas of interest at cost	<b>604,792</b>	3,625,402
Assets acquired	<b>1,704</b>	116,581
Exploration and evaluation expenditure capitalised during the year	<b>1,364,232</b>	666,975
Disposals	-	(101,787)
Funds received	-	(15,000)
Impairment (e)	<b>(80,135)</b>	(3,687,379)
Costs carried forward in respect of areas of interest	<b>1,890,593</b>	604,792

**(b) New Projects**

During the year the Company acquired the rights to apply for 5 tenements in the Narndee-Igneous Complex, the "Yarrabee Project". The key terms of the Sale and Purchase Agreement were:

- Payment of \$60,000 in cash consideration;
- Issuing 1,000,000 ordinary shares to the vendors on completion;
- Issuing 1,000,000 share options to the vendors; and
- Granting a 1.0% smelting royalty to the vendors.

The acquisition was settled in May 2021. As the acquisition was for the right to apply for the permits within the project, the costs were expensed through profit or loss, in accordance with the Company's accounting policy and AASB 6. The total expense for the acquisition was \$199,100, with application costs of \$7,900 incurred in applying for the licences.

**(c) Significant Accounting Policies**

Exploration and evaluation expenditures incurred are accumulated in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recouped through the successful development of the area or sale, or where exploration and evaluation activities in the area have not yet reached a stage which permits reasonable assessment of the existence of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

Accumulated costs in relation to an abandoned area are written off in full against profit/(loss) in the year in which the decision to abandon the area is made. In addition, a provision is raised against exploration and evaluation expenditure where the directors are of the opinion that the carried forward cost may not be recoverable. Any such provision is charged against the results for the year.

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

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A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. Expenditure is not carried forward in respect of any area of interest/mineral resource unless the Company's rights of tenure to that area of interest are current.

Costs of site restoration are provided over the life of the facility from when exploration commences and are included in the costs of the relevant stage. Provisions are made for the estimated costs of restoration relating to areas disturbed during the mines operation up to reporting date but not yet rehabilitated. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal and rehabilitation of the site in accordance with local laws and relevant clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on a discounted basis.

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

**(d) Critical Judgements**

The ultimate recoupment of capitalised expenditure in relation to each area of interest is dependent on the successful development and commercial exploitation or, alternatively, sale of the respective areas the results of which are still uncertain.

**(e) Commitments for expenditure**

To maintain current rights of tenure to the exploration tenements, the Company is required to meet the minimum expenditure requirements of the Department of Mines and Petroleum. Minimum expenditure commitments may otherwise be avoided by sale, farm out or relinquishment. These obligations are not provided in the accounts. The Company has committed to spend a total of \$2,628,790 (2020: \$703,550) over the years of the granted permit areas in respect of these exploration programs. Expenditure commitment is for the term of the permit renewal. The total commitment in relation to the permits is as follows: -

	2021	2020
	\$	\$
Expenditure commitments within 1 year	865,676	453,130
Expenditure commitments 2 – 5 years	1,763,114	250,420
	<b>2,628,790</b>	<b>703,550</b>

**(f) Impairment**

At 30 June 2021 the Company reviewed its projects and its available resources. The planned focus remains on the Yuinmery, Darlot, Ironstone Well and Leonora East projects, as well as the Yarrabee project acquired during the year. Accordingly, all expenditure on other projects has been written off to profit or loss.

The Directors have considered the on-going impact of the COVID-19 pandemic. Based on information currently available the Directors believe there is no further impact on the impairment of the assets.

**3. CASH AND CASH EQUIVALENTS**

**(a) Cash and cash equivalents**

	2021	2020
	\$	\$
Cash at bank	966,860	624,725

**(b) Significant Accounting Policies**

Cash and cash equivalents include cash on hand and at banks, short-term deposits with an original maturity of three months or less held at call with financial institutions, and bank overdrafts.



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**(c) Financial Instrument Risk Management**

The Company manages its exposure to key financial risks relating to cash and cash equivalents in accordance with its financial risk management policy. The objective of the policy is to support the delivery of the Company's financial targets whilst protecting future financial security.

The main risks arising from cash and cash equivalents is interest rate risk. The Directors manage risk by monitoring levels of exposure to interest rate and consider cash requirements in relation to ongoing cash flow budgets.

*Interest Rate Risk*

Exposure to interest rate risk arises on financial instruments whereby a future change in interest rates will affect future cash flows of variable rate financial instruments. At 30 June 2021, the Company had variable rate deposits of \$948,943 earning interest of 0.01% per annum (2020: \$585,673 at 0.05%). The risk attached to the interest income for the year ended 30 June 2021 was not significant.

*Credit Risk*

The Company banks with Westpac and considers the bank's credit worthiness appropriate to mitigate credit risk associated to the bank deposits. Westpac's credit rating is A+ (previously AA-). Credit risk is managed by the Board in accordance with its policy. The Board is satisfied that banking with an institution with A+ credit rating sufficiently mitigates credit risk attached to cash deposits.

*Fair value*

The fair value of the cash balances approximates fair value due to the short-term nature of the deposits.

<b>(d) Reconciliation of operating cash flows to operating result</b>	<b>2021 \$</b>	<b>2020 \$</b>
Operating loss after income tax:	<b>(1,229,773)</b>	(4,441,053)
Share based payments	<b>314,478</b>	18,688
Impairment of non-current assets	<b>80,135</b>	3,687,379
Loss on disposal of non-current assets	-	71,787
Change in net operating assets and liabilities:		
(Increase) in receivables	<b>(19,248)</b>	(21,580)
Decrease in prepayments	<b>899</b>	23,839
Increase / (decrease) in trade and other payables relating to operating expenditure	<b>70,540</b>	(84,545)
Increase / (decrease) in provisions	<b>890</b>	(1,447)
Net cash inflow/(outflow) from operating activities	<b>(782,079)</b>	(746,932)

**4. TRADE AND OTHER RECEIVABLES**

	<b>2021 \$</b>	<b>2020 \$</b>
Government grant (i)	-	35,957
Rent recharge	<b>935</b>	1,287
GST recoverable	<b>63,103</b>	12,192
Other	<b>7,259</b>	2,613
GST recoverable	<b>71,297</b>	52,049

*(i) Government Grants*

The Company received the remaining Cash Flow Boost contributions as part of the Government's stimulus package in response to the COVID-19 pandemic during the year. The total amount of the cash flow boost income for the year ended 30 June 2020 was \$53,484 with \$35,957 received during the current year.

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**(a) Significant Accounting Policies**

Other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Receivables expected to be collected within 12 months are classified as current assets. All other receivables are classified as non-current assets.

**(b) Financial Instrument Risk management**

Amounts are recoverable from the ATO and credit risk is considered low. No risk management policy is in place.

**5. TRADE AND OTHER PAYABLES**

	2021	2020
	\$	\$
Trade payables	90,313	5,930
Accruals and other payables	116,042	26,764
	<b>206,355</b>	<b>32,694</b>

**(a) Significant Accounting Policies**

Trade payables and other payables are carried at amortised cost and represent liabilities for goods and services provided to the Company prior to the end of the financial year that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services.

**(b) Financial Instrument Risk Management**

The main risks arising from trade and other payables is liquidity risk. The Directors manage risk by monitoring levels of obligations arising from liabilities and commitments and consider cash requirements in relation to ongoing cash flow budgets.

*Liquidity Risk*

All payables are current and payable within 30 days. Accordingly, management has ensured that the Company has sufficient cash resources to meet the liabilities as and when they are due.

Amounts due are unsecured and non-interest bearing.

**6. ISSUED CAPITAL**

**(a) Issued capital**

	2021		2020	
	Number of shares	\$	Number of shares	\$
Ordinary shares – fully paid (no par value)	140,018,268	9,619,308	89,182,603	7,459,602

**(b) Reconciliation of issued capital – ordinary shares**

	Shares issued	Price \$	\$
As at 30 June 2019	57,899,977		6,497,235
Issue of shares to acquire exploration asset	1,000,000	0.06	60,000
Issue of shares	12,474,933	0.058	723,550
Issue of shares to acquire exploration asset	307,693	0.065	20,000
Issue of shares	17,500,000	0.02	350,000
Cost of issuing equity	-	-	(191,183)
	89,182,603		7,459,602
Issue of shares	22,295,665	0.05	1,114,783
Share purchase plan	11,540,000	0.05	577,000
Issue of shares	16,000,000	0.05*	636,800
Issue of shares to acquire the interest in exploration asset (g)	1,000,000	0.089	89,000
Cost of issuing shares	-		(257,877)
As at 30 June 2021	140,018,268		9,619,308

\* Shares were issued at \$0.05 per share. The shares were issued with a free attaching option for every 2 shares purchased. Accordingly a value of \$0.0204 was applied to each share option, and \$163,200 allocated to Issued share options (below)

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**(c) Significant Accounting Policies**

Issued capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received. Ordinary share capital bears no special terms or conditions affecting income or capital entitlements of the shareholders.

**(d) Terms and conditions of issued capital**

**Ordinary shares**

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

Ordinary shareholders are entitled to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. Every ordinary shareholder present at a meeting in person or by proxy is entitled to one vote on a show of hands or by poll.

At 30 June 2021, there were no partly paid shares outstanding. Ordinary shares have no par value. The Company does not have a limit on number of shares authorised.

**(e) Escrow**

At 30 June 2021, there were no ordinary shares in voluntary escrow (2020: nil).

**(f) Capital Management**

The Company considers its capital to comprise its ordinary share capital and accumulated losses.

In managing its capital, the Company's primary objective is to ensure its continued ability to provide a consistent return for its equity shareholders through capital growth. To achieve this objective, the Company seeks to maintain a gearing ratio that balances risks and returns at an acceptable level and to maintain a sufficient funding base to enable the Company to meet its working capital and strategic investment needs. During the exploration and evaluation phase of operations the Company does not anticipate utilising any loan funding and will rely upon capital raisings. The capital risk management policy remains unchanged from 30 June 2020.

**(g) Share based payments**

During the year, the Company entered into a share-based payment through a contractual arrangement with vendors of the Yarrabee exploration project. The shares were issued upon on settlement of the contracts.

**7. RESERVES**

	2021 \$	2020 \$
Option reserve (a)	224,608	-
Share based payment reserve (b)	641,053	345,790
Reserves	<u>865,661</u>	<u>345,790</u>

**(a) Option reserve**

<i>Movement in reserve</i>	Share options issued	Price \$	\$
As at 1 July 2020	-		-
Loyalty options issued	13,739,944	0.005	61,408
Listed options (G880) *	8,000,000	0.0204	163,200
As at 30 June 2021	<u>21,739,944</u>		<u>224,608</u>

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\* Options issued attached to shares purchased with 1 option for every 2 shares purchased. Accordingly, a value of \$0.0204 was applied to each share option, and \$163,200 allocated to Issued share options.

**Nature and Purpose of Reserves**

The reserve is used to record cash received and allocated to the issue of share options.

**Option Details**

<i>Option series</i>	<i>Expiry date</i>	<i>Exercise price</i>
G88O	23 September 2023	\$0.10

**Option valuation inputs**

As noted in the table above 8 million share options were issued as free attaching options to shares issued for cash. Accordingly, \$163,200 of the share proceeds was allocated to the cost of the options issued. The basis of the share option valuation was as follows:

Issue date	26 March 2021
Expiry date	23 September 2023
Share price at issue date	\$0.052
Exercise price \$	\$0.10
Risk free rate	0.08%
Volatility	94%
Fair value at grant date \$/option	\$0.0204

**(b) Share based payments reserve**

<i>Movement in reserve</i>		<b>2021</b>	<b>2020</b>
		<b>\$</b>	<b>\$</b>
Opening balance		345,790	303,635
Share based payments – services received	(i)	175,378	18,688
Acquisition of exploration interests	(ii)	50,100	12,000
Equity raising costs	(ii)	91,715	120,000
Expiry of options		(21,930)	(108,533)
Closing balance		<u>641,053</u>	<u>345,790</u>

**Nature and Purpose of Reserves**

The reserve is used to record the value of equity instruments issued to employees, directors and service providers as part of their remuneration, and other parties as part of compensation for their services.

**(i) Key Management Personnel payments – options**

During the year the Company appointed James Merrillees as Managing Director. His service contract included the issue of share options vesting over a period of service. The details of the share options were as follows:

<b>Tranche</b>	<b>No. of options</b>	<b>Exercise Price</b>	<b>Vesting Period</b>	<b>Option value</b>	<b>Total expense</b>	<b>Expense recorded for the period</b>
1	1,000,000	0.088c *	6 months from the date of issue of the incentive options	2.87c per option	\$28,670	\$28,670
2	1,000,000	0.103c *	18 months from date of issue of incentive options	2.72c per option	\$27,170	\$10,818

\* Option condition stipulated that the exercise price will be 150% of the 20 day Volume Weighted Average Price ("VWAP") from the date of issue of the Options.

\*\* Option condition stipulated that the exercise price will be 175% of the 20 day VWAP. Exercise price may vary on issue.



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*Director and Consultant Options*

At the 13 August 2021 Extraordinary General Meeting shareholders approved the issue of share options to the directors. In addition share options were granted to consultants on the same terms. The share options vested immediately upon issue and details were as follows:

Tranche	No. of options	Exercise Price *	Option value	Total expense
Rhoderick Grivas	1,000,000	9.2c	3.397c per option	\$33,973
Caedmon Marriott	1,000,000	9.2c	3.397c per option	\$33,973
Phil Grundy	500,000	9.2c	3.397c per option	\$16,985
Consultants	1,500,000	9.2c	3.397c per option	\$50,959

\* Option condition stipulated that the exercise price will be 150% of the 30 day Volume Weighted Average Price ("VWAP") from the date of issue of the Options.

*(ii) Other share-based payments*

- (1) In May 2021 the Company settled on the acquisition of the rights to the Yarambee Project tenements. Part of the consideration was the issue of 1,000,000 share options with an exercise price of \$0.10 and expiry date of 5 May 2023. The value of each option was estimated at \$0.0501. The total cost of \$50,100 was expensed during the year as it was an expense incurred prior to gaining control of a tenement in accordance with AASB 6.
- (2) In September 2020 the Company completed a share placement. The Company issued 4,000,000 share options to the Broking firm as part of the capital raising costs in addition to the 6% cash paid in commission. The share options had an exercise price of \$0.10 and expiry date of 30 September 2023. The share options were valued at \$0.023 cents per share option and the total cost of \$91,715 was capitalised costs of issued capital.

*Movements in share based payment options during the year*

2021	Tenement options	KMP Share options	Broker Share options	Founder and Consultant options	Total
At 1 July 2020	1,425,000	4,150,000	3,000,000	2,000,000	10,575,000
Granted	1,000,000	4,500,000	4,000,000	1,500,000	11,000,000
Expired	(425,000)	(2,000,000)	-	(2,000,000)	(4,425,000)
Outstanding at 30 June 2021	2,000,000	6,650,000	7,000,000	1,500,000	17,150,000
<i>Exercisable at 30 June 2021</i>	2,000,000	5,950,000	7,000,000	1,500,000	16,150,000

2020	Tenement options	KMP Share options	Broker Share options	Founder share options	Total
At 1 July 2019	425,000	5,566,666	1,433,334	2,000,000	9,425,000
Granted	1,000,000	-	3,000,000	-	4,000,000
Expired	-	(1,416,666)	(1,433,334)	-	(2,850,000)
Outstanding at 30 June 2021	1,425,000	4,150,000	3,000,000	2,000,000	10,575,000
<i>Exercisable at 30 June 2020</i>	1,425,000	4,150,000	3,000,000	2,000,000	10,575,000

500,000 share options had not vested at 30 June 2020 and will be cancelled as Mr Reynolds has left the Company prior to the vesting date of the share options.

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*Option valuation inputs*

The options issued during the current year were valued using the following inputs:

Input	Tenement options	Broker options	Director and consultant options
Grant date	5 May 2021	4 September 2020	13 August 2020
Expiry date	5 May 2023	30 September 2023	26 August 2023
Share price at grant date	\$0.089	\$0.052	\$0.055
Exercise price \$	\$0.10	\$0.10	\$0.092
Risk free rate	0.08%	0.11%	0.27%
Volatility	116%	97%	119%
Fair value at grant date \$/option	\$0.0501	\$0.0229	\$0.0340

The options granted to James Merrillees consisted of 2 tranches with the following inputs used to determine the fair value of the options:

Input	Tranche 1	Tranche 2
Grant date	20/11/2019	20/11/2019
Expiry date	17/11/2023	17/11/2023
Share price at grant date	\$0.051	\$0.051
Exercise price \$	\$0.088	\$0.103
Risk free rate	0.11%	0.11%
Volatility	110%	110%
Fair value at grant date \$/option	0.0287	0.0272

**(c) Significant Accounting Policies - share based payments**

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

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 Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that 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 counterparty renders the service.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

**(d) Conditions**

Share options do not entitle the holder to participate in dividends and the proceeds on winding up of the Company. The holder is not entitled to vote at General Meetings. During the year no share options were converted to ordinary shares. As at 30 June 2021 there were 37,889,944 share options outstanding, including 16,150,000 share options issued for share based payments, and 21,739,944 listed options. The weighted average life of the options on issue at 30 June 2021 was 698 days (2020: 557 days) and the weighted average exercise price of \$0.13 (2020: \$0.23).

**(e) Escrow**

At 30 June 2021, there were no share options in escrow. (2020: Nil ).

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**8. ITEMS INCLUDED IN PROFIT AND LOSS**

**(a) Interest Income**

*Significant Accounting Policies*

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

**(b) Items included in profit or loss**

Included in profit or loss are the following specific items: -

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
<i>Share based payments expense</i>		
Directors' fees	124,419	18,688
Consultant fees	50,959	-
Exploration expense	139,100	-
	<u>314,478</u>	<u>18,688</u>

<i>Payroll costs</i>		
Wages and salaries	161,594	191,053
Superannuation	15,136	18,288
	<u>176,730</u>	<u>209,341</u>

*Exploration expenses*

During the year exploration and evaluation expenses incurred that were expensed were general in nature and not attributable to individual areas of interest.

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
<i>General &amp; administrative expenses</i>		
Audit, accounting and other professional fees	66,653	62,188
Insurance	19,535	39,968
Rent and office related costs	27,930	25,875
Subscriptions	2,277	5,623
Other expenses	17,141	9,090
	<u>133,536</u>	<u>142,744</u>

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
<i>Corporate expenses</i>		
Advertising	10,520	22,500
ASX fees	26,818	17,576
Consultants fees	87,844	102,800
Consultants fees – share based payments	50,959	-
Legal fees	29,161	32,760
Share registry fees	34,175	14,162
Other expenses	-	529
	<u>239,477</u>	<u>190,327</u>

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**9. INCOME TAX EXPENSE**

	2021 \$	2020 \$
<b>(a) Income tax expense</b>		
Current tax expense	-	-
Deferred tax movements	-	-
	<u>-</u>	<u>-</u>
<b>(b) Reconciliation of income tax expense to prima facie tax on accounting loss</b>		
Loss before income tax expense	<b>(1,229,773)</b>	(4,441,053)
Tax expense at Australian tax rate of 26% (2020: 27.5%)	<b>(319,741)</b>	(1,221,289)
Tax effect of amounts relating to		
- Share based payments	<b>81,764</b>	5,139
- Impairment	<b>20,835</b>	1,014,029
- Loss on disposal of non-current assets	-	19,741
- Exploration expenditure	<b>(356,174)</b>	(181,860)
- Capitalised share issue costs	<b>(61,649)</b>	(36,803)
- Adjustment re previous year losses	-	-
- Other	<b>21,142</b>	(13,437)
	<b>(613,823)</b>	(414,480)
Unused deferred tax losses not recognised	<b>613,823</b>	414,480
<b>Income Tax Expense</b>	<u><u>-</u></u>	<u><u>-</u></u>
<b>(c) Tax Losses</b>		
Unused tax losses for which no deferred tax asset has been recognised	<b>9,536,101</b>	7,175,243
<b>Potential tax benefit at 26% (2020: 27.5%)</b>	<b>2,479,386</b>	1,972,917

The benefit of these losses has not been brought to account at 30 June 2021 because the directors do not believe it is appropriate to regard realisation of the deferred tax asset as being probable at 30 June 2021. These tax losses are also subject to final determination by the Taxation authorities when the Company derives taxable income. The benefits will only be realised if:

- The Company derives future assessable income of a nature and of an amount sufficient to enable the benefit of the deduction for the losses to be realised;
- The Company continues to comply with the conditions for the deductibility imposed by law; and
- No changes in the tax legislation adversely affect the Company in realising the benefit of the losses.

Australian tax losses are subject to further review by the Company to determine if they satisfy the necessary legislative requirements under the Income Tax legislation for the carry forward and recoupment of tax losses.

**(d) Significant Accounting Policies**

Current income tax expense is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, the Australian Taxation Office (ATO) and other fiscal authorities relating to the current or prior reporting years that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting year.

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Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective year of realisation, provided they are enacted or substantively enacted by the end of the reporting year.

A balance sheet approach is adopted under which deferred tax assets and liabilities are recognised for temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred tax asset or liability is recognised if it arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting or taxable profit or loss.

Deferred tax assets are recognised for temporary differences and unused tax losses only when it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

**10. RELATED PARTY DISCLOSURES**

**(a) Key Management Personnel Compensation**

The aggregate compensation of the key management personnel of the Company is set out below:

	<b>2021</b>	2020
	<b>\$</b>	<b>\$</b>
Short term employment benefits	<b>320,579</b>	308,824
Post-employment benefits	<b>15,135</b>	18,288
Share based payments	<b>124,419</b>	18,688
	<b>460,133</b>	345,800

Refer to the Remuneration Report in the Directors' Report for detailed compensation disclosures on key management personnel.

**(b) Director related entities**

During the year, the Company entered into the following arrangements and transactions with entities related to directors:

- The Company engaged Moray & Agnew in providing legal services during the year. Phillip Grundy is a partner of Moray & Agnew. Legal expenses of \$26,258 (2020: \$24,148) were incurred during the year for general legal services. \$nil (2020: \$nil) was unpaid at the year end.
- Caedmon Marriott is a director of Nomad Exploration Pty Ltd ("Nomad"). Mr Marriott's director fees were invoiced by Nomad. In addition, expenses amounting to \$40,740 (2020: \$18,180) were invoiced for exploration services by Nomad. There were no outstanding amounts at 30 June 2021.
- The Company shared office space for part of the year with Aldoro Resources Limited, a company that Caedmon Marriott and Rhod Grivas are directors of. As the Company paid the full rental cost costs were recharged to Aldoro Resources Limited. The amount recharged was \$8,599 (2020:\$9,082), with \$nil outstanding at 30 June 2021 (2020: \$1,287).
- The Company also shared office space for part of the year with Western Mines Group Limited, a company that Caedmon Marriott is a director of. As the Company paid the full rental cost costs were recharged to Western Mines Group Limited. The amount recharged was \$2,550 (2020:\$nil), with a receivable of \$935 outstanding at 30 June 2021 (2020: \$nil).
- Altium Metals Limited provided consulting services in the acquisition of the Yuinmery Project, and the Company paid \$nil (2020: \$30,000) for the service. Rhod Grivas is a director of Altium Metals Limited. No amounts were outstanding at 30 June 2021.

All transactions with related parties were undertaken on commercial terms, unless otherwise stated.



**GOLDEN MILE RESOURCES LIMITED**  
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**11. REMUNERATION OF AUDITORS**

Remuneration for audit and review of the financial reports of the Company:

	2021 \$	2020 \$
Auditors of the Company:		
Auditing the financial report (a)	28,653	34,188
Non-audit services (b)	6,000	-
	<b>34,653</b>	<b>34,188</b>

(a) HLB Mann Judd ("HLB") are the auditors of Golden Mile Resources Limited.

(b) It is the Company's policy to engage HLB on assignments additional to their statutory audit duties where HLB's expertise and experience with the Company are important. During the year, HLB provided no additional services.

**12. COMMITMENTS FOR EXPENDITURE**

**(a) Capital Commitments**

Other than the exploration commitments set out in note 2(e) the Company has no other capital commitments.

**(b) Operating leases**

The Company has entered a rental lease for rolling 12 month period, commencing 1 April 2021. Rent is set at \$2,250 per month, providing a commitment of \$20,250.

**(c) Significant Accounting policies**

In applying AASB 16 the company has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

**13. SEGMENT INFORMATION**

The Company has adopted AASB 8 *Operating Segments* whereby segment information is presented using a 'management approach'. Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions. The principal business and geographical segment of the Company is mineral exploration within Western Australia.

The Board of Directors reviews internal management reports at regular intervals that are consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cash flows. As a result, no reconciliation is required because the information as presented is what is used by the Board of Directors to make strategic decisions including assessing performance and in determining allocation of resources.

**14. LOSS PER SHARE**

	2021 CENTS	2020 CENTS
Basic loss per share	1.02	6.58
Diluted loss per share	1.02	6.58
	\$	\$
Net loss from continuing operations attributable to the owners of Golden Mile Resources Limited used in calculation of basic and diluted earnings per share.	(1,229,773)	(4,441,053)
	Number	Number
<b>Basic</b>		
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic loss per share	120,904,646	67,471,069

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**Diluted**

Weighted average number of ordinary shares and convertible redeemable cumulative preference shares outstanding and performance rights during the year used in the calculation of basic loss per share

**120,904,646**      67,471,069

The Company made losses during the year. Consequently, any outstanding equity instruments would not have a dilutive in effect.

**15. DIVIDENDS**

No dividends were proposed or paid during the year.

**16. EVENTS OCCURRING AFTER REPORTING DATE**

400,000 share options originally issued to consultants employed by the Company expired on 1 August 2021.

On 4 August 2021 Caedmon Marriott resigned as a Director of the Company, whilst Frank Cannavo and Grant Button were appointed to the Board as Non-Executive Directors.

On 24 August 2021, the Company issued 1,000,000 fully paid ordinary shares and 500,000 share options, with an exercise price of \$0.10 and expiring on 23 September 2023. The shares were issued at \$0.05, and the share options were free attaching options to the shares subscribed. These shares were initially announced in March 2021 with the Loyalty Options Entitlement and were ratified at the Company's Extraordinary General Meeting ("EGM") held on 27 July 2021.

The Directors participated in the issue, and the issue of the shares and free attaching options were subject to the shareholder approval, which was received at the 27 July EGM. The Company also issued 166,665 listed share options to Directors, on the same terms as the Company's non-renounceable entitlement issue of Options as approved by the Company's shareholders at the 27 July EGM. The options were issued for \$0.005 per option. The directors subscribed to the issue as follows:

- Rhoderick Grivas      400,000 shares, with 200,000 free attaching options. 66,666 listed share options.
- Phillip Grundy      200,000 ordinary shares, with 100,000 free attaching options. 33,333 listed share options.
- James Merrillees      200,000 ordinary shares, with 100,000 free attaching options. 33,333 listed share options.

In addition, 1,000,000 unlisted share options, exercisable at \$0.088 and expiring on 24 August 2024 were issued. These options were issued pursuant to James Merrillees' employment agreement and were ratified at the 27 July 2021 EGM.

On 9 September 2021 the Company announced completion of a capital raising of \$1,600,000 before costs, issuing 3.2 million ordinary shares at \$0.05 with one free attaching option for every four shares subscribed for. The options are subject to approval at the next General Meeting of shareholders. Frank Cannavo, a director of the Company subscribed for shares in the raising, and these will also be subject to approval at a General Meeting. A further 3,500,000 share options were issued for lead manager services provided in this capital raise.

The Board is not aware of any other matter or circumstance not otherwise dealt with in these financial statements that has significantly or may significantly affect the operation of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial years.

**17. CONTINGENT LIABILITIES**

Within the sale and purchase agreements for the projects the Company owns, there is a clause granting a Net Smelter Royalty to the vendors of the projects. The royalty varies in rate between agreements and is either 0.5% or 1.0%. The royalty applies to any products derived from the projects. These will only provide obligations the projects are developed to production stage.

There are no other matters which the Company considers would result in a contingent liability as at the date of this report.

**18. FINANCIAL RISK MANAGEMENT, OBJECTIVES AND POLICIES**

***Financial Instruments***

***Initial Recognition and Measurement***

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions to the instrument. For financial assets, this is the date that the company commits itself to either the purchase or sale of the asset (ie trade date accounting is adopted).

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 to profit or loss immediately. The Company has no financial instruments classified as "at fair value through profit or loss".

***Classification and subsequent measurement***

The Company classifies its financial instruments based on the purpose for which the instruments were acquired. Management determines the classification of its financial instruments at the time of initial recognition. The Company's principal financial instruments comprise receivables, payables, cash and short-term deposits.

At the reporting date, the Company's financial instruments were classified within the following categories.

***Cash and cash equivalents – financial assets at amortised cost.***

See note 3.

***Receivables at amortised cost***

See note 4.

***Financial Liabilities at amortised cost***

Financial liabilities include trade payables and other creditors.

All of the Company's financial liabilities are recognised and subsequently measured at amortised cost, using the effective interest rate method.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest expense in profit or loss over the relevant period. The effective interest rate is the internal rate of return of the financial asset or liability. That is, it is the rate that exactly discounts the estimated future cash flows through the expected life of the instrument to the net carrying amount at initial recognition.

***Impairment of financial assets at amortised cost***

The Company considers all financial assets for recoverability and impairment. Where there are indicators of impairment the Company will review the carrying amount of the financial asset and estimate its recoverable amount. The Company will take all available action to recover the full amounts of financial assets, and once all efforts are exhausted the Company will record an impairment. Any impairment is recorded in a separate allowance account. Any amounts subsequently written off are offset against the impairment allowance.

***Derecognition***

Derecognition refers to the removal of a previously recognised financial asset or financial liability from the statement of financial position.

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Financial liabilities are derecognised when it is extinguished (ie when the obligation in the contract is discharged, cancelled or expires). The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for derecognition of financial asset:

- the right to receive cash flows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Company no longer controls the asset (ie the Company has no practical ability to make a unilateral decision to sell the asset to a third party).

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

***Financial Risk Management***

The Company manages its exposure to key financial risks, including interest rate and currency risk in accordance with the Company's financial risk management policy. The objective of the policy is to support the delivery of the Company's financial targets whilst protecting future financial security.

The main risks arising from the Company's financial instruments are interest rate risk, credit risk and liquidity risk. The Company manages its risk informally at Board level. The Board monitors levels of exposure to interest rate and credit risk by banking with reputable banks. Liquidity risk is monitored through the development of future rolling cash flow forecasts.

The Board reviews and agrees policies for managing each of these risks informally.

Primary responsibility for identification and control of financial risks rests with the Board of Directors ('the Board'). The Board reviews and agrees policies for managing each of the risks identified below, including interest rate risk, credit allowances, and future cash flow forecast projections. The company does not hedge its risks.

The carrying amounts and net fair values of the Company's financial assets and liabilities at balance date are:

	2021		2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
	\$	\$	\$	\$
<b>Financial Assets</b>				
Cash and cash equivalents	966,860	966,860	624,725	624,725
Trade and other receivable	71,297	71,297	52,049	52,049
<b>Non-Traded Financial Assets</b>	<b>1,038,157</b>	<b>1,038,157</b>	<b>676,774</b>	<b>676,774</b>
<b>Financial Liabilities at amortised cost</b>				
Trade and other payables	206,355	206,355	32,694	32,694
<b>Non-Traded Financial Liabilities</b>	<b>206,355</b>	<b>206,355</b>	<b>32,694</b>	<b>32,694</b>

**Risk Exposures and Responses**

***Interest Rate Risk***

Exposure to interest rate risk arises on financial instruments whereby a future change in interest rates will affect future cash flows or the fair value of the fixed rate financial instruments. The Company is also

**GOLDEN MILE RESOURCES LIMITED**  
**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS**  
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exposed to earnings volatility on floating rate instruments. At balance date, the Company's exposure to interest rate risk was wholly related to cash and cash equivalents and is disclosed in note 3.

Interest rate risk is managed by monitoring the level of floating rate which the Company is able to secure. It is the policy of the Company to keep the majority of its cash in accounts with floating interest rates.

*Sensitivity Analysis*

During the current year the interest received was \$892. The directors do not consider this material to the result or the overall financial statements and have not disclosed a sensitivity analysis.

**Foreign Exchange Risk**

The Company is not exposed to foreign exchange risk.

**Liquidity Risk**

Liquidity Risk is the risk that the Company, although balance sheet solvent, cannot meet or generate sufficient cash resources to meet its payment obligations in full as they fall due, or can only do so at materially disadvantageous terms. The Company's liquidity risk relates to its trade and other payables. All payables are due within 30 days of the year end.

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

**Credit Risk**

Credit risk arises from the financial assets of the Company, which comprise cash and cash equivalents and trade and other receivables. The Company's exposure to credit risk arises from potential default of the counter party, with maximum exposure equal to the carrying amount of these instruments. Exposure at balance date in relation to cash and cash and cash equivalents is discussed in note 3. Exposure in relation to trade and other receivables is considered very low as a significant portion (\$70,362) balance relates to GST recoverable and PAYG/cash flow boost where the counter-party is the Australian Tax Office. The remaining receivables are not considered significant or a significant credit risk.

**Fair Value**

The Company does not carry any of its financial assets at fair value after initial recognition.

**19. APPLICABLE ACCOUNTING STANDARDS**

**(a) New, Revised or Amending Accounting Standards and Interpretations Adopted**

The Company 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 the year.

**(b) New, Revised or Amending Accounting Standards and Interpretations Not Yet Adopted**

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Company for the annual reporting period ended 30 June 2021.

**GOLDEN MILE RESOURCES LIMITED**  
**DIRECTORS' DECLARATION**

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1. In the opinion of the Directors of Golden Mile Resources Limited (the "Company"):
  - (a) The financial report of the Company is in accordance with the *Corporations Act 2001*, including:
    - i. Giving a true and fair view of the Company's financial position as at 30 June 2021 and of its performance for the year ended on that date; and
    - ii. Complying with the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
  - (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable, based on the factors disclosed in note 1(c) of the financial statements;
2. The financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board, as described in Note 1(a) to the financial statements; and
3. This declaration has been made after receiving the declarations required by section 295A of the *Corporations Act 2001* from the Chief Executive Officer for the financial year ended 30 June 2021.

Signed in accordance with a resolution of the Directors made pursuant to section 295(5) of the *Corporations Act 2001*. This declaration is made in accordance with a resolution of the Directors.



**Mr R Grivas**  
**Non-Executive Chairman**

30 September 2021  
Melbourne



## **Independent Auditor's Report to the Members of Golden Mile Resources Limited**

### **REPORT ON THE AUDIT OF THE FINANCIAL REPORT**

#### **Opinion**

We have audited the financial report of Golden Mile Resources Limited ("the Company") which comprises the statement of financial position as at 30 June 2021, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

- (a) giving a true and fair view of the Company's financial position as at 30 June 2021 and of its financial performance for the year then ended; and
- (b) 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 Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* ("the Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

#### **Material Uncertainty Regarding Going Concern**

We draw attention to Note 1 in the financial report, which indicates that the Company incurred a net loss of \$1,229,773 (2020: \$4,441,053) during the year ended 30 June 2021. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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#### **HLB Mann Judd (VIC Partnership) ABN 20 696 861 713**

Level 9, 575 Bourke Street, Melbourne VIC 3000 | GPO Box 2850, Melbourne VIC 3001

T: +61 (0) 3 9606 3888 F: +61 (0) 3 9606 3800 E: [mailbox@hlbvic.com.au](mailto:mailbox@hlbvic.com.au)

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## Key Audit Matters

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

Key Audit Matter	How our audit addressed the key audit matter
<b>Carrying value of exploration and evaluation asset</b> Refer to Note 2 of the Financial Report	
<p>In accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i> ("AASB 6"), for each area of interest, the Company capitalises expenditure incurred in the exploration for and evaluation of mineral resources. These capitalised assets are recorded using the cost model.</p> <p>Our audit focussed on the Company's assessment of the carrying amount of the capitalised exploration and evaluation asset, because this is one of the significant assets of the Company. There is a risk that the capitalised expenditure no longer meets the recognition criteria of AASB 6. In addition, we considered it necessary to assess whether facts and circumstances existed to suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount.</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>• testing the capitalised exploration expenditures incurred in respect of the Company's areas of interest by evaluating supporting documentation for consistency to the capitalisation requirements of the Company's accounting policies and the requirements of AASB 6;</li> <li>• obtaining an understanding of the key processes associated with management's review of the exploration and evaluation asset carrying values;</li> <li>• considering and assessing the Directors' assessment of potential indicators of impairment;</li> <li>• obtaining evidence that the Company has current rights to tenure of its areas of interest;</li> <li>• examining the exploration budget for 2021/22 and discussing with management the nature of planned ongoing activities;</li> <li>• enquiring with management, reading ASX announcements and minutes of Directors' meetings to ensure that the Company had not decided to discontinue exploration and evaluation at its areas of interest; and</li> <li>• examining the disclosures made in the financial report against the requirements of applicable Australian Accounting Standards.</li> </ul>

## Information Other than the Financial Report and Auditor's Report Thereon

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

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

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

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

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

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

In preparing the financial report, the directors are responsible for assessing the ability of the Company 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 Company or to cease operations, or have no realistic alternative but to do so.

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

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 Company'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 Company'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 Company to cease to continue as a going concern.

- 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.

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, related safeguards.

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 29 to 35 of the directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of Golden Mile Resources Limited for the year ended 30 June 2021 complies with section 300A of the *Corporations Act 2001*.

### **Responsibilities**

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



**HLB Mann Judd**  
**Chartered Accountants**



**Jude Lau**  
**Partner**

Melbourne  
30 September 2021

**GOLDEN MILE RESOURCES LIMITED**  
**SHAREHOLDER INFORMATION**

The shareholder information set out below was applicable as at 28 September 2021.

**A. Distribution of Equity Securities**

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

<b>SPREAD OF HOLDINGS</b>	<b>NUMBER OF HOLDERS</b>	<b>NUMBER OF UNITS</b>	<b>% OF TOTAL ISSUED CAPITAL</b>
1 - 1,000	103	45,723	0.03%
1,001 - 5,000	188	550,009	0.32%
5,001 - 10,000	228	1,848,239	1.08%
10,001 - 100,000	639	24,441,356	14.29%
100,001 and over	241	144,133,001	84.28%
<b>TOTAL</b>	<b>1,399</b>	<b>171,018,328</b>	<b>100.00%</b>

Based on the price per security, number of holders with an unmarketable holding: 531, with total 2,566,294, amounting to 1.50% of Issued Capital.

**B. Distribution of Equity Securities – Share Options**

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

<b>SPREAD OF HOLDINGS</b>	<b>NUMBER OF HOLDERS</b>	<b>NUMBER OF UNITS</b>	<b>% OF TOTAL SHARE OPTIONS</b>
1 - 1,000	45	25,222	0.11%
1,001 - 5,000	120	318,343	1.42%
5,001 - 10,000	42	321,872	1.44%
10,001 - 100,000	98	4,039,395	18.03%
100,001 and over	43	17,701,777	79.00%
<b>TOTAL</b>	<b>348</b>	<b>22,406,609</b>	<b>100.00%</b>

**C. Equity Security Holders**

Twenty largest quoted equity security holders.

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

<b>NAME</b>	<b>ORDINARY SHARES NUMBER HELD</b>	<b>% OF ISSUED SHARES</b>
APERTUS CAPITAL PTY LTD	10,100,000	5.91%
CITICORP NOMINEES PTY LIMITED	6,419,975	3.75%
CHOO KOON LIP	6,100,000	3.57%
MR DAVID ANDREW GOWANLOCK	4,899,297	2.86%
CLELAND PROJECTS PTY LTD <CT A/C>	4,257,000	2.49%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	4,239,151	2.48%
EST MR ROBERT ADDISON RAMSAY	4,067,459	2.38%
MRS LUYE LI	4,056,539	2.37%
SANCOAST PTY LTD	4,000,000	2.34%
BNP PARIBAS NOMS PTY LTD <DRP>	2,721,262	1.59%
VA BEN CAPITAL PTY LTD <LGPR INVESTMENT A/C>	2,638,000	1.54%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	2,334,745	1.37%
MR GEORGE LERANTGES & MS THEODOSIA BAXANIS	2,250,000	1.32%
SCINTILLA STRATEGIC INVESTMENTS LIMITED	2,200,000	1.29%

**GOLDEN MILE RESOURCES LIMITED**  
**SHAREHOLDER INFORMATION**

CJC & GC PTY LTD <CJC & GC FAMILY A/C>	1,880,000	1.10%
MR MARK ANDREW TKOCZ	1,800,000	1.05%
BURRWOOD INVESTMENTS PTY LTD <BURRWOOD INVESTMENTS A/C>	1,615,213	0.94%
MUNCHA CRUNCHA PTY LTD	1,600,000	0.94%
YEO LEE WAH	1,400,000	0.82%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,373,647	0.80%

As at 28 September 2021, the 20 largest shareholders held ordinary shares representing 40.90% of the issued share capital.

**D. Equity Security Holders – Share options**

Largest quoted equity security holders. The names of the largest holders of quoted equity securities are listed below:

NAME	SHARE OPTIONS NUMBER HELD	% OF ISSUED SHARE OPTIONS
APERTUS CAPITAL PTY LTD	2,066,667	9.22%
MRS LUYE LI	1,229,742	5.49%
DR ROSEMARY ELIZABETH ANNE GREEN	1,075,100	4.80%
SCINTILLA STRATEGIC INVESTMENTS LIMITED	950,000	4.24%
M & K KORKIDAS PTY LTD <M & K KORKIDAS PTY LTD A/C>	826,675	3.69%
CLELAND PROJECTS PTY LTD <CT A/C>	784,500	3.50%
EST MR ROBERT ADDISON RAMSAY	677,910	3.03%
WILGUS INVESTMENTS PTY LTD	666,667	2.98%
MR MARK ANDREW TKOCZ	616,667	2.75%
VA BEN CAPITAL PTY LTD <LGPR INVESTMENT A/C>	573,000	2.56%
M & K KORKIDAS PTY LTD <M&K KORKIDAS P/L S/FUND A/C>	546,326	2.44%
PAUL THOMSON FURNITURE PTY LTD <THOMSON S/F A/C>	528,000	2.36%
ROGUE INVESTMENTS PTY LTD	500,000	2.23%
TALEX INVESTMENTS PTY LTD	425,000	1.90%
SINS OF TIME PTY LTD	408,334	1.82%
MUNCHA CRUNCHA PTY LTD	360,000	1.61%
TOLTEC HOLDINGS PTY LTD	333,334	1.49%
RIYA INVESTMENTS PTY LTD	317,931	1.42%
BNP PARIBAS NOMS PTY LTD <DRP>	310,206	1.38%
MR GEOFF DE GRAAFF	300,000	1.34%
MR MARTIN NICHOLAS KLOOSTER	300,000	1.34%
XCEL CAPITAL PTY LTD	300,000	1.34%

As at 28 September 2021, there were 348 share option holders.

**Substantial Shareholders**

Substantial holders in the Company are set out below:

NAME	ORDINARY SHARES NUMBER HELD	% OF ISSUED SHARES
APERTUS CAPITAL PTY LTD	10,100,000	5.91%

**E. Voting Rights**

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

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



**F. Share buy back**

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

**Board of Directors**

Mr Rhoderick Grivas (Non-Executive Chairman)  
Mr James Merrillees (Managing Director)  
Mr Phillip Grundy (Non-Executive Director)  
Mr Francesco Cannvo (Non-Executive Director)  
Mr Grant Button (Non-Executive Director)

**Company Secretary**

Mr Justyn Stedwell

**Registered Office**

Suite 103 Level 1 2 Queen Street  
Melbourne, VIC 3000 AUSTRALIA

**Share Registry**

Automic Registry Services  
Level 3, 30 Holt Street  
Surry Hills, NSW 2012, AUSTRALIA  
Telephone: 1300 288 664 (local) +61 2 9698 5414 (international)

**Auditor**

HLB Mann Judd  
Level 9, 575 Bourke Street  
Melbourne VIC 3000 AUSTRALIA

**Solicitors to the Company**

Moray & Agnew Lawyers  
Level 6, 505 Little Collins Street  
Melbourne, VIC 3000, AUSTRALIA

**Stock Exchange Listing**

Golden Mile Resources Limited shares are listed on the Australian Securities Exchange, code G88.