torque metals ltd

ACN 621 122 905

Financial statements for the year ended

30 June 2022

Corporate Directory

Board of Directors

Ian D. Finch	Executive Chairman
Antony L. Lofthouse	Non-Executive Director
Patrick N. Burke	Non-Executive Director

Company Secretary
Neil W. McKay

Principal Place of Business
Unit 8
16 – 18 Nicholson Road
Subiaco WA 6008

Postal Address
PO Box 27
West Perth, Western Australia 6872

Auditors
Hall Chadwick WA Audit Pty. Ltd.
283 Rokeby Road
Subiaco WA 6008

Share Register
Advanced Share Registry Services Pty. Ltd.
110 Stirling Highway,
Nedlands, WA 6010

Stock Exchange Listing
Australian Stock Exchange
Perth Exchange:
Code : TOR

Banker
Westpac Banking Corporation
1257 Hay Street, West Perth
Western Australia 6005

Contents

Corporate Directory 2
Contents 3
Chairman's Report 4
Directors' Report 5
Corporate Governance Statement 22
Auditor's Independent Declaration 23
Independent Auditor's Report 24
Director's Declaration 30
Statement of profit or loss and other comprehensive income for the year ended 30 June 2022 31
Statement of financial position as at 30 June 2022 32
Statement of changes in equity for the year ended 30 June 2022 33
Statement of cash flow for the year ended 30 June 2022 34
Notes to the financial statements for the Year 30 June 2022 35
Additional Shareholders Information 56
Tenements 58

Chairman's Report

Dear Members,

.

In the fifteen months since listing we achieved our stated objectives of finding new, high grade gold discoveries at our flagship Paris project. We also demonstrated that further significant opportunities remained within the Paris leases to rapidly increase the high-grade gold resource. We have continued that search unabated.

Early exploratory intersections at Paris including **24m @ 10.7g/t au (inc. 6m @ 34.6 g/t)** and **27m @ 8.16 g/t (inc. 6m @ 21.95 g/t) extended** the major high-grade zone at the Paris pit area up to the West. In addition, we are also following up interpreted easterly resource extensions as well as opportunities to the South of the pit and at depth.

In March we received the assay results from our extensive surface geochemical survey to the South of the Paris mine. The results highlighted a further three distinct gold anomalies – now called "Paris South", "Carreras", and "Pavarotti". Importantly the three anomalies lie within the clear trend, now known as the "Paris Gold Corridor". Equally as important is the fact that these results are instrumental in establishing a "pipeline" of gold prospects to augment ongoing exploration at Paris – another early objective that the Company has achieved.

In March we were fortunate to acquire the services of Mr. Cristian Moreno, a highly credentialled geoscientist. He holds a BSc (Geology) and BEng (Agri. Eng.) and recently gained a high distinction MSc (Geophysics) from Curtin University. In addition, he is currently completing an MSc in Statistics and Data Science from the prestigious KU Leuven University in Belgium.

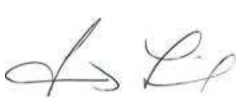
In April Cristian became our CEO and set about growing the Company in its quest to become a significant contributor to the resource industry in Australia. Anyone who has met Cristian will know that these are far from "idle boasts"!

Your board has a strong belief that our Paris Project has the potential to become a major addition to the world-renowned Eastern Goldfields of Western Australia.

None of our success would be possible without the backing of Euroz-Hartleys, our lead broker and advisor. I thank them for their ongoing support.

Once again, I thank you for your support.

Yours Sincerely,



Ian D Finch

Chairman

Directors' Report

The directors of Torque Metals Limited ("Torque" or "the Company") present their report on Torque for the year ended 30 June 2022 ("the Year").

Directors

The names of the directors of the Company during the year are:
Ian D. Finch
Antony (Tony) L. Lofthouse
Patrick N. Burke

Directors have been in office since the start of the Year to the date of this report unless otherwise stated.

Ian D. Finch	Executive Chairman (appointed 16 August 2017)
Qualifications	BSc (Hons) in Geology from the University of Birmingham (England), Member of the Australasian Institute of Mining and Metallurgy.
Experience	Mr. Finch's career spans more than 51 years of mining and exploration. He worked extensively throughout Southern Africa between 1970 and 1981—from the Zambian Copper Belt and Zimbabwean Nickel and Chrome fields to the Witwatersrand Gold Mines in South Africa. In 1982 he joined CRA Exploration as a Principal Geologist, before joining Bond Gold as its Chief Geologist in 1987. In 1993 Mr. Finch established Taipan Resources Ltd, a company which successfully pioneered the exploration for large gold deposits in the Ashburton District of Western Australia—when it discovered a resource of approximately 1.0 million ounces at the Paulsen's Project. In 1999 Mr. Finch founded Templar Resources Limited, which became a 100% owned subsidiary of Canadian listed company Goldminco Corporation. As President/CEO for Goldminco until May 2005, Mr. Finch established an extensive exploration portfolio in New South Wales where the Company actively explored for large porphyry copper / gold deposits. During his presidency, Mr. Finch forged strong strategic ties with the major mining houses and financial institutions in Vancouver, Toronto and London.
Interest in Shares	2,796,268 fully paid ordinary shares. 1,311,567 30 cent Options exercisable 30 November 2023 50% beneficial interest in Turf Moor Pty. Ltd. a company in which he is a shareholder.
Directorships held in other listed entities	None.
Antony L Lofthouse	Non-Executive Director
Qualifications	Bachelor of Science (Hons) Geology from the University of London and a Master of Business Administration from the University of Western Australia
Experience	With more than 44 years of working in the resources sector in Australia, Saudi Arabia and the United Kingdom, Mr. Lofthouse has developed expertise in an extensive range of relevant disciplines that together deliver a skillset ideally suited to the particular

	challenges of an emerging mineral exploration company. Mr. Lofthouse has worked as a field geologist, a resources equity analyst in stockbroking, a corporate banker managing a portfolio of resource and infrastructure customers (providing services that included project finance, mezzanine debt, corporate advisory, transactional banking facilities, credit analysis and legal documentation). Mr. Lofthouse has also worked as a provider of internet-based geotechnical information services, and most recently as the CEO of Ora Gold (formerly Thundelarra) an ASX-listed Australian exploration company. He also has previous ASX-listed company non-executive director experience.
Interest in Shares	100,000 fully paid ordinary shares. 12,500 30 cent Options expiring 30 November 2023 25,000 30 cent Options exercisable 28 December 2023 50% beneficial interest in Porites Pty. Ltd. a company which acts as trustee for investments on his behalf.
Directorships held in other listed entities	None.
Patrick N. Burke	Non-Executive Director
Qualifications	LLB
Experience	Mr Burke holds a Bachelor of Laws from the University of Western Australia. He has extensive legal and corporate advisory experience and over the last 15 years has acted as a director for a large number of ASX, NASDAQ and AIM listed companies. His legal expertise is in corporate, commercial and securities law in particular capital raisings and mergers and acquisitions. Mr Burke's corporate advisory experience includes identification and assessment of acquisition targets, strategic advice, deal structuring and pricing, funding, due diligence and execution.
Interest in Shares	nil
Directorships held in Other listed entities	**Current** Western Gold Limited: Appointed 21 March 2021 Lycanon Resources Limited: Appointed 10 February 2021 Province Resources Limited: Appointed 9 November 2020 Meteoric Resources NL: Appointed 1 December 2017 Triton Minerals Limited: Appointed 22 July 2016 **Past Three Years** Mandrake Resources Limited: Appointed 4 August 2019: Resigned 24 March 2022 Koppar Resources Limited: Appointed 5 February 2018: Resigned 31 December 2019 Vanadium Resources Limited: Appointed 1 July 2017: Resigned 29 November 2019 Transcendence Technologies Limited: Appointed 28 September 2018: Resigned 20 November 2019

Company Secretary

Neil W. McKay	Company Secretary
Qualifications	B.Bus (Sec Admin)
Experience	Mr McKay is an accountant with more than 40 years in senior accounting, finance and company secretarial roles. His career has concentrated in Australia and the Philippines. After becoming an Associate Member of the Institute of Chartered Accountants in Australia, he ventured into the mineral exploration industry, where at

	various times he was Company Secretary for a successful oil and gas company and held senior accounting positions within the exploration
	Industry
Interest in Shares	2,613,433 fully paid ordinary shares.
	1,278,359 30 cent Options exercisable 30 November 2023
	50% beneficial interest in Turf Moor Pty. Ltd. a company in which he is a shareholder.

Chief Executive Officer

Cristian Moreno	Chief Executive Officer
	Mr Moreno specialises in the emerging field of advanced machine learning in order to process new and existing geoscientific data to improve the potential for exploration success.
	With over five years international experience, Mr Moreno has served in various roles including as an exploration and project geologist for gold exploration/producing companies and for oil and gas companies.
	He holds a high distinction in Masters of Science majoring in Geophysics from Curtin University (2020 – 2021), a Bachelor of Science with First Class Honours in Geology (2013– 2017) and Bachelor of Engineering with First Class Honours in Agricultural Engineering (2007-2013) both from The National University of Colombia. He is currently enrolled in Masters of Science majoring in Statistics and Data Science from KU Leuven University..
	Mr Moreno is also a member of the Australasian Institute of Mining and Metallurgy (AusIMM), the Australian Society of Exploration Geophysics and the Curtin Society of Petroleum Engineering (SPE)
Interest in Shares	Nil

Significant changes in state of affairs

During the Year the company issued participating Shareholders 12,634,092 entitlement options exercisable at 30 cents prior to 30 November 2023 and a further 7,500,000 attaching options exercisable prior to 28 December 2023 also at 30 cents per option were issued to sophisticated investors together with 15,000,000 ordinary shares.

Principal Activities

During the financial year the principal activities of the consolidated entity consisted of mineral exploration.

Review of Operations

Perth-based, Western Australian-focused gold explorer Torque Metals Limited ("**Torque**" or "**the Company**") (**ASX: TOR**) is pleased to report on its activities for the 12-month period ending June 2022.

During the year, the Company was focused on progressing its flagship Paris Gold Project in Western Australia where drilling confirmed very strong, broad zones of high-grade gold at Paris, indicating significant potential for growth in gold resources below and adjacent to the existing pit. Additional phases of drilling confirmed high-grade gold intercepts and multiple new exploration targets within the Paris Gold Corridor.

Torque also progressed the exploration activities for Nickel at the Paris Project. The Company commissioned a Ground Moving Loop Electromagnetic (MLEM) survey to test for conductive nickel sulphides at the Domingo and Melchior nickel prospects. This survey commenced subsequent to the period and included an additional target "Melchior West" south of Domingo as result of improvements to the initial survey.

The Company commenced the maiden Reverse Circulation (RC) drill program at Withers Find prospect at the Bullfinch Project area, near Southern Cross, in Western Australia. The Torque program completed 1,260m of RC drilling. An intensive data review also identified several high-quality follow up targets. Exploration of these targets will be scheduled for attention early next year.

1. **Paris Gold Project**

Project Background – The Paris Project

Torque's Paris Project lies within the area known as the Boulder-Lefroy Fault Zone (Figure 1). This prolific gold-bearing structure is host to numerous mines that have produced many millions of ounces of gold, including the world famous "Super Pit" in Kalgoorlie.

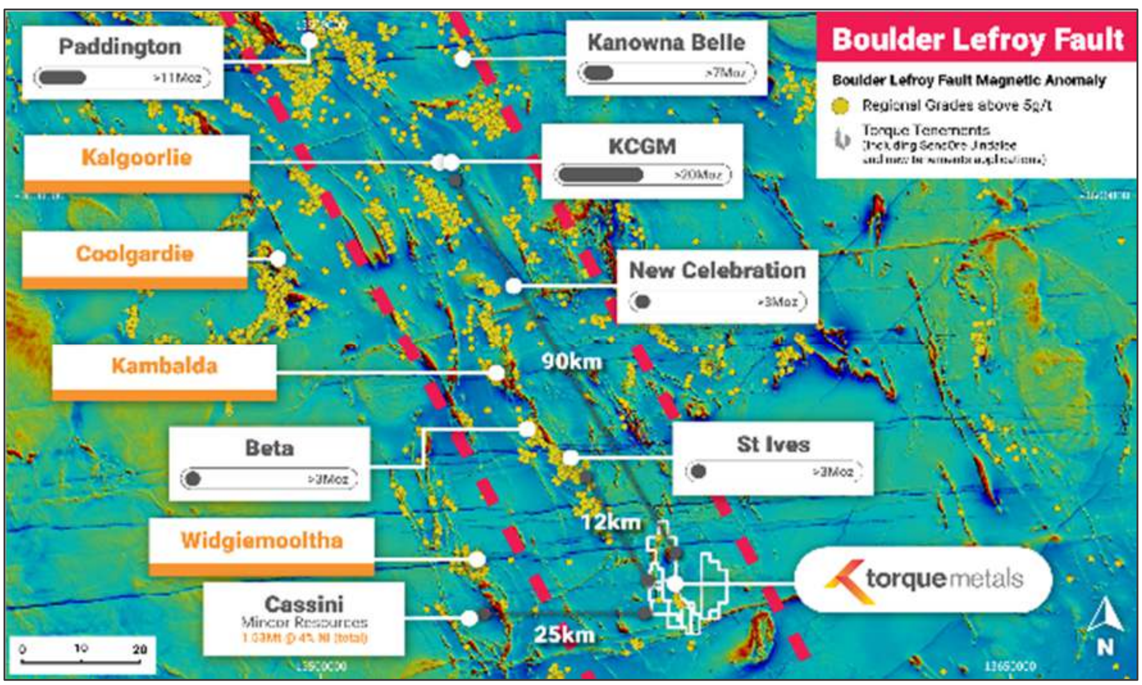


Figure 1: The Boulder-Lefroy Fault

Torque's Paris Project area remains vastly underexplored, with past drilling limited in extent and generally restricted to the top 50 metres. Significant opportunities for discovery of gold mineralisation by the application of modern-day exploration techniques and the undertaking of more extensive, and deeper, drilling exists at the project. Torque undertook three drilling campaigns at Paris during the year with the objective of better defining the zones most likely to rapidly increase the project's gold resource base. As a result, Torque has discovered six new prospects within the "Paris Gold Corridor"[1] (Figure 2).

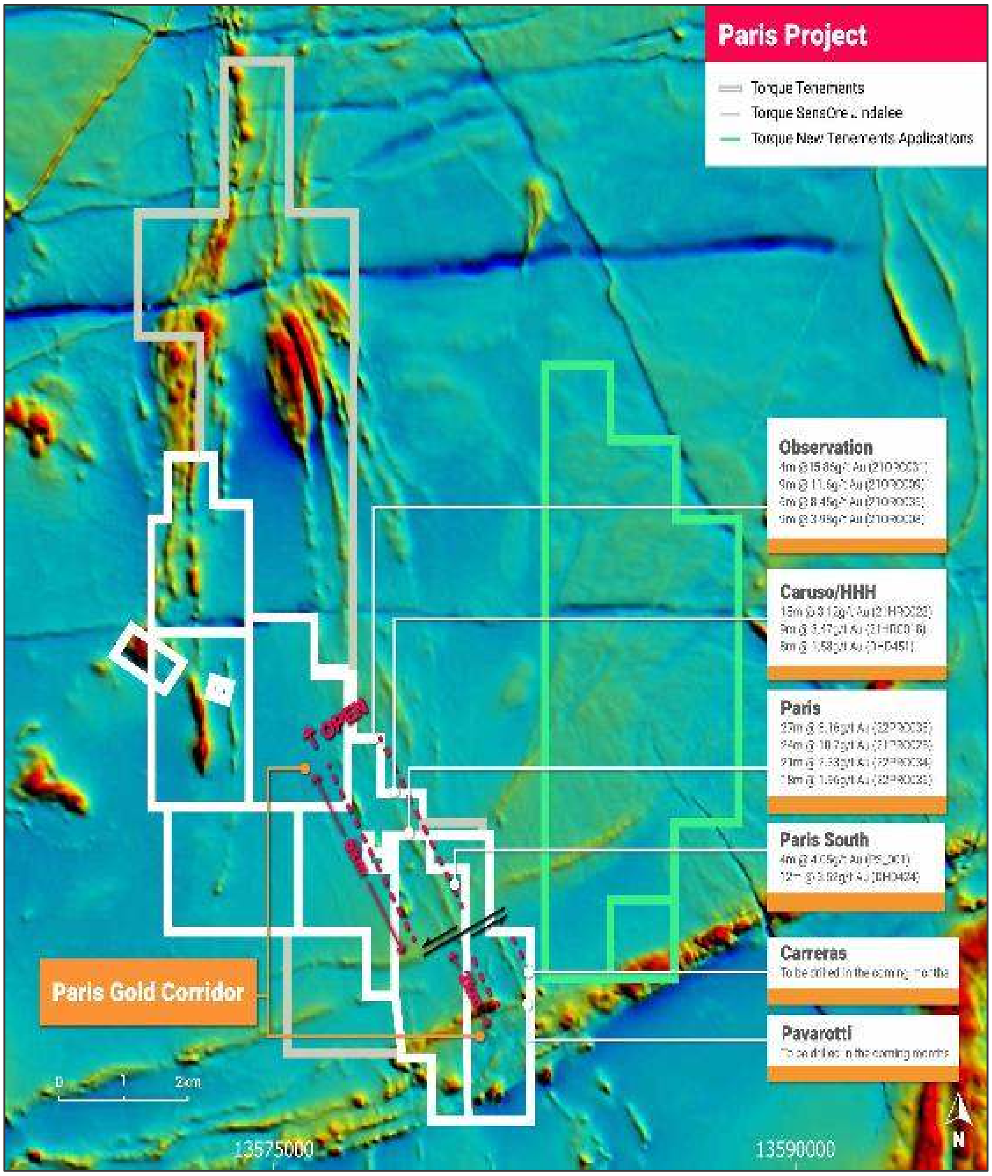


Figure 2: The Paris Gold Corridor

[1] Refer to ASX announcement dated 15 March 2022 - Gold Anomalies Provide Evidence of a Paris Gold Corridor

Paris Project First Pass Drilling

First pass drilling commenced at the Paris Project in Q1 for a total of 102 Reverse Circulation (RC) holes, aggregating 7427m [2],[3],[4] Broad, high-grade gold was intersected in 6 of the 8 targeted prospects and the eight prospects drilled by Torque at the Paris Project were:

- Observation (22 holes for 1,688m)
- Strauss (24 holes for 1,722m)
- HHH South (11 holes for 804m)
- Paris North (6 holes for 402m)
- HHH Pit (3 holes for 308m)
- Paris Pit (4 holes for 619m)
- Marmaracs (21 holes for 1,116m)
- Lady Doris (11 holes for 768m)

Follow-up Drilling at Gold Discoveries Observation, Strauss, Caruso, Paris & HHH Pits

Further follow-up holes were drilled in Q2 of the period at the Paris Project [5],[6],[7],[8]. The supplementary drilling tested new gold discoveries at the Observation and Strauss prospects and adjacent to existing open pits at Paris and HHH[6]

Results from the drilling at Paris and HHH confirmed very strong, broad zones of high-grade gold along strike and both up and down dip, demonstrating considerable potential for growth in gold resources below and adjacent to the existing pits.

Assay highlights from drilling adjacent to HHH open pit included an intersection of 3m @ 3.89 g/t Au from 87m in hole 21HRC003.
Drilling at the Observation Prospect delivered high grade intercepts at shallow depth, including[9]

- 6m @ 9.86g/t Au from 57m (21ORC031)
- 6m @ 8.45g/t Au from 51m (21ORC036)
- 3m @ 9.87g/t Au from 72m (21ORC037)

A further new discovery, subsequently named the Caruso Prospect, came from drilling centred 200m northeast of the HHH open pit mine[10]. 9 holes for 798 metres were drilled at Caruso returning strong results, including:

- 15m @ 3.12 g/t Au from 15m (HRC023)
- 9m @ 3.47 g/t Au from 30m (HRC018)
- 6m @ 1.37 g/t Au from 24m (HRC016)

Further High-Grade Gold Intercepts from Phase 3 Drilling at Paris Prospect

Phase 3 RC drilling commenced during Q3[11] and reaffirmed a very strong, broad zone of high-grade gold extending approximately 50m westbound of Torque's first discovery that intersected a wide gold zone of 24m @ 10.7 g/t Au[12] [13] (Figure 3).

---

[2] Refer to ASX announcement dated 1 July 2021 - Drilling for Resource Extension at Paris and HHH Completed
[3] Refer to ASX announcement dated 14 July 2021 - Paris First Phase Drilling Report
[4] Refer to ASX announcement dated 18 August 2021 Broad, High Grade Gold hits at Paris
[5] Refer to ASX announcement dated 18 October 2021 – New High-Grade Discovery at Paris Gold Mine
[6] Refer to ASX announcement dated 15 September 2021 - New Gold Discovery at Paris Project
[7] Refer to ASX announcement dated 16 November 2021 – Follow-up drilling begins at Paris Gold Discoveries
[8] Refer to ASX announcement dated 15 December 2021 – Paris Gold Project Drilling Update
[9] Refer to ASX announcement dated 20 January 2022 – Outstanding gold intercepts from Paris Project
[10] Refer to ASX announcement dated 27 January 2022 – New Gold discovery at Paris Project
11 Refer to ASX announcement dated 7 February 2022 – Drilling recommences at Paris Gold Project Discoveries
12 Refer to ASX announcement dated 28 April 2022 – High Grade Gold Zones Intersected Paris Gold Project
13 Refer to ASX announcement dated 24 May 2022 – Further wide high-grade gold intercepts at Paris

Figure 3: Wide High-grade continues at Paris Prospect

Drilling also confirmed very strong, broad zones of high-grade gold both up and down dip at Paris, indicating significant potential for growth in gold resources below and adjacent to the existing pit[13,14].

Assay results from the Phase 3 drill program confirmed a mineralised zone covering a minimum strike length of ~120 metres. The Company notes that historical drill results from its database demonstrate that there is strong potential for a strike extent in excess of 300 metres to the west. This too remains open to the northwest, southeast, and at depth (Figure 4).

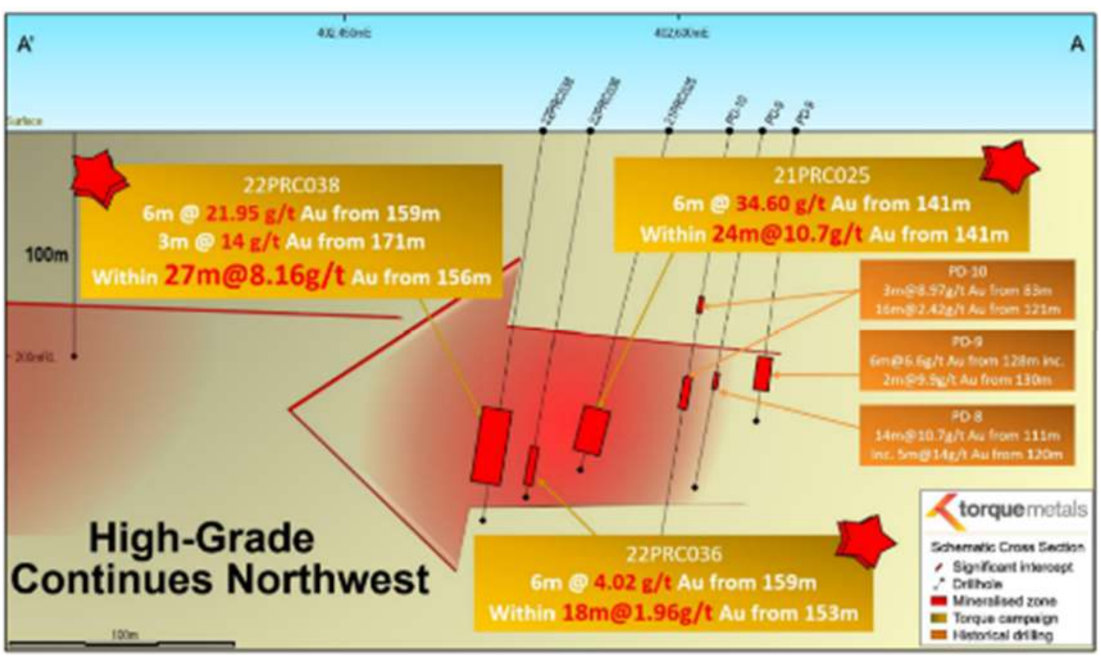


Figure 4: Wide High-grade continues northwest

14 Refer to ASX announcement dated 21 February 2022 – Emerging high grade gold zone adjacent to Paris pit

Paris Gold Corridor

In March 2022, Torque announced highly anomalous auger geochemistry results (up to 249ppb), with ~600m continuous NNW trending gold anomaly on and south-east of the "Paris South" prospect[15 16].

Two additional gold anomalies were also identified in a previously unexplored area, approximately 3.7kms to the SSE of the Paris Mine – "Pavarotti" and "Carreras". All anomalies line up in an NNW orientation and provide further confirmation for the existence of a "Paris Gold Corridor" (Figures 5 and 6).

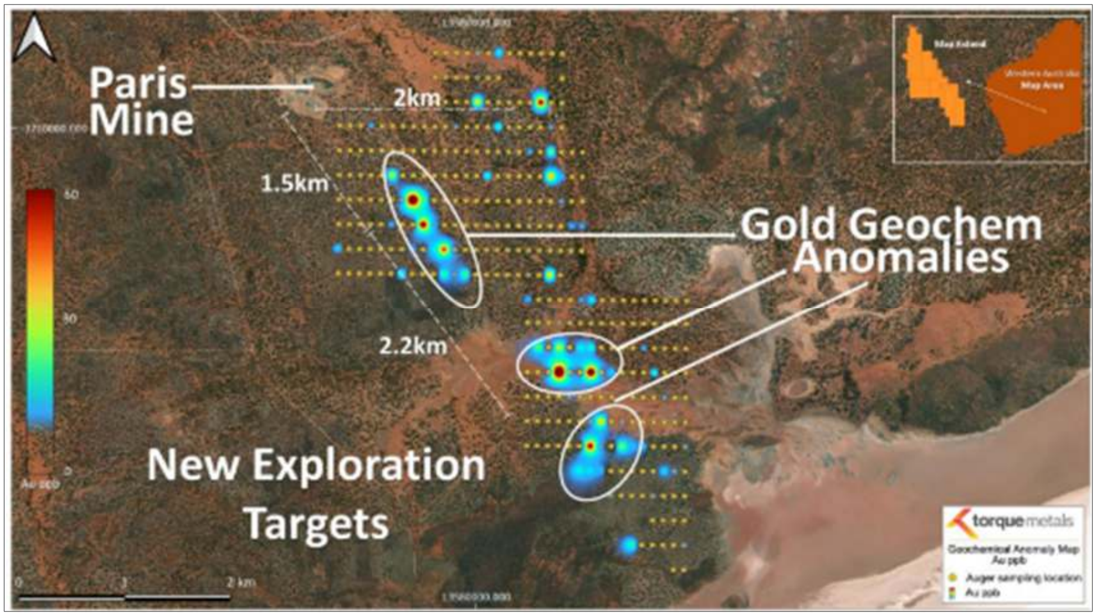


Figure 5: Location of auger sample points and gold geochemical anomalies

15 Refer to ASX announcement dated 15 March 2022 – New gold anomalies provide further evidence of a Paris Gold Corridor
16 Refer to ASX announcement dated 28 April 2022 – High grade gold zones intersected Paris Gold Project

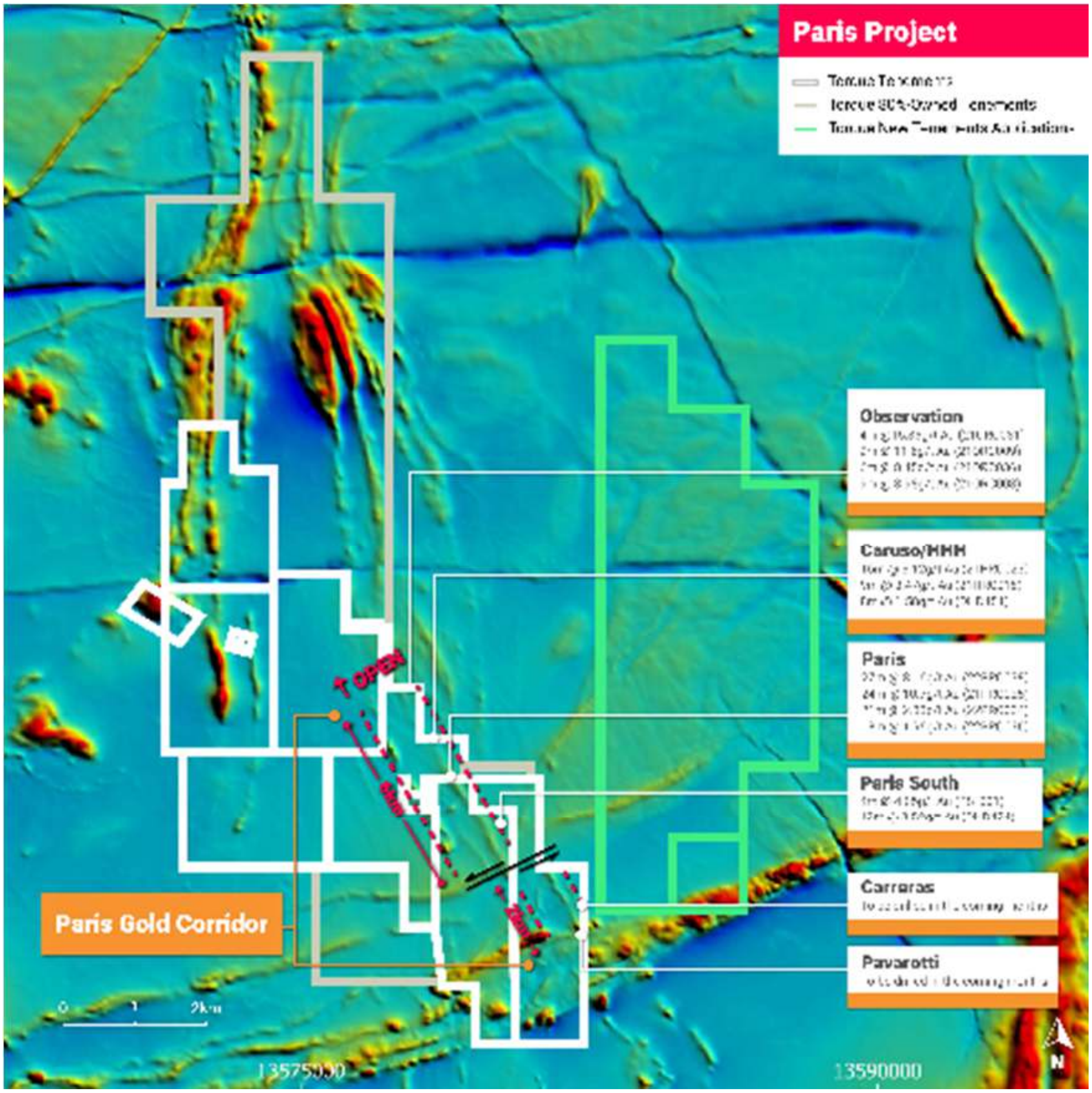


Figure 6: Paris Gold Corridor

1.2 Nickel Potential at Paris

The Company announced during Q4 that following extensive search of its datasets, 10 historical drill holes had been identified with significant elevated and anomalous nickel values[17 18 19]. This further encouraged Torque's view of the prospective nickel at the Company's 100% owned Paris Project.

The holes were drilled on, or adjacent to, a large positive magnetic anomaly ("Domingo") located approximately 10km NNW from defined Electro Magnetic (EM) anomalies (the "Melchior Anomalies"). These large EM anomalies occur approximately 2km west of the HHH/Caruso gold prospects at Paris and resemble the AEM anomaly seen at Mincor Resources Cassini prospect approximately 25 km to the West.

The Company commissioned Resource Potentials (ResPot) and GAP Geophysics to conduct a moving loop electromagnetic (MLEM) survey over the Melchior Anomalies[20] (Figure 7).

17 Refer to ASX announcement dated 06 April 2022 – Nickel Potential Upgraded at Paris
18 Refer to ASX announcement dated 05 May 2022 – Electromagnetic Survey of New Nickel Targets
19 Refer to ASX announcement dated 13 July 2022 – Nickel Exploration commences at Paris Project
20 Refer to ASX announcement dated 05 May 2022 – Electromagnetic Survey of New Nickel Targets

Subsequent to the period, the Ground Moving Loop Electromagnetic (MLEM) survey commenced to test for conductive nickel sulphides at the Domingo and Melchior nickel prospects[21]. Furthermore, Torque included an additional target "Melchior West" south of Domingo as result of developments to the initial survey (Figure 8).

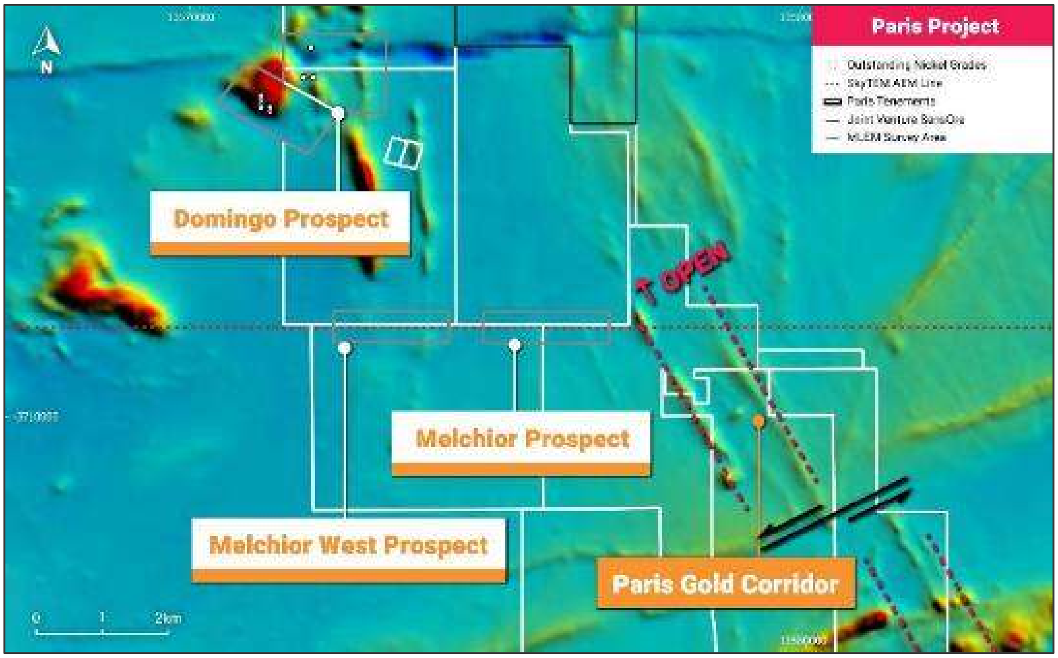


Figure 7: Potential conductive anomalies at the Paris Project

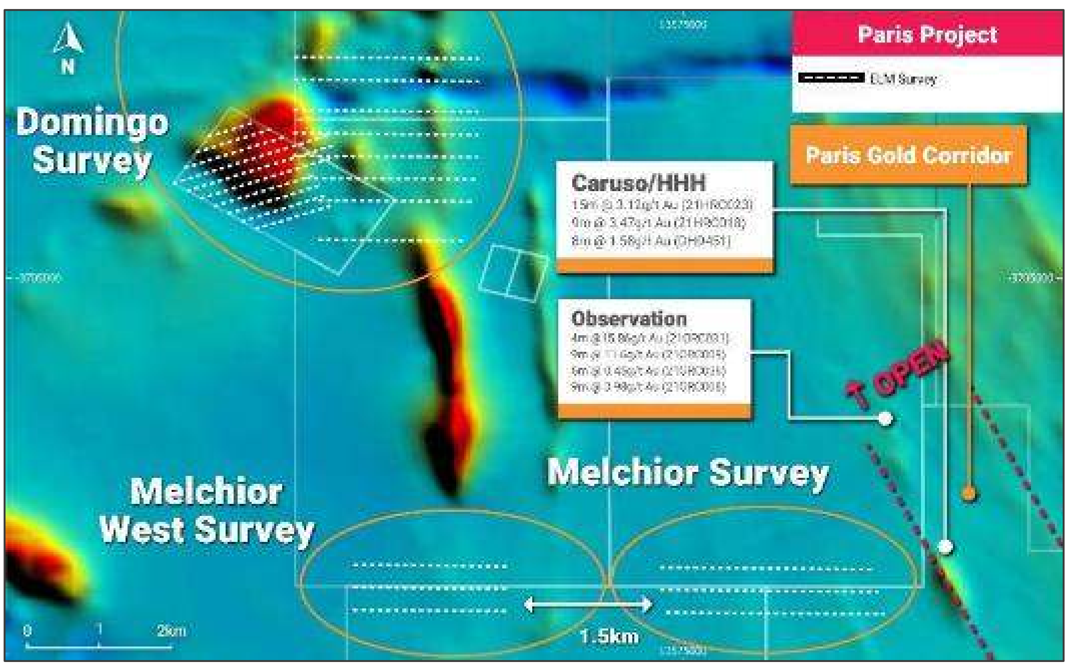


Figure 8: Ground Electromagnetic Survey Design

21 Refer to ASX announcement 13 July 2022 – Nickel Exploration commences at Paris Project

2. Bullfinch Gold Project

Torque controls approximately 600 Km^2 of highly prospective, contiguous title within the Bullfinch Gold field, 34kms north of the mining town of Southern Cross in Western Australia. They are collectively known as the Bullfinch Project (Figure 9).

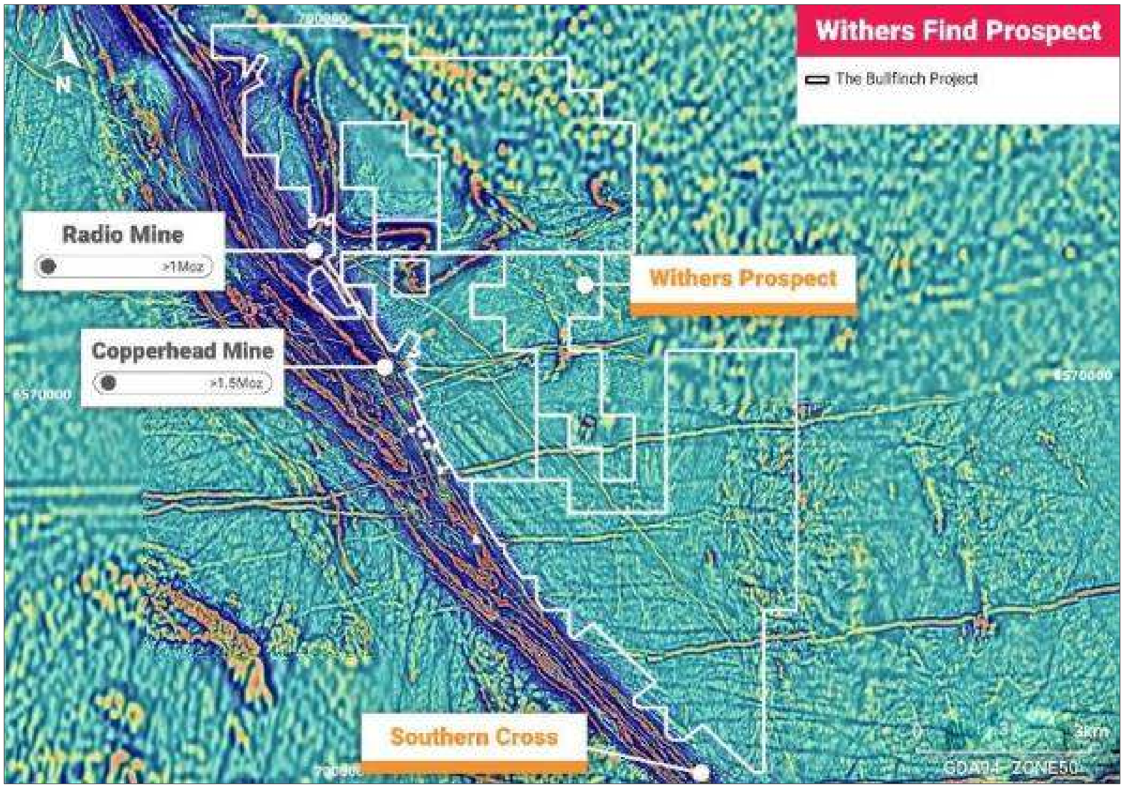


Figure 9: Bullfinch Project

Subsequent to the period, the Company announced the commencement of a maiden Reverse Circulation (RC) drill program at Withers Find prospect at the Bullfinch Project area[22].

Designed to complete a total of 1260m of RC drilling informed by extensive compilation and review of historical exploration activity, Torque's program involves the reprocessing of magnetics, radiometric, and gravity geophysics, and the collection of geochemical samples with extensive multi-element assays and proprietary machine learning analysis.

Recent, intensive data review carried out by the Company identified several high-quality follow up targets. Exploration of these targets will be a focal point of attention throughout the next half year. (Figure 10).

22 Refer to ASX announcement 06 July 2022 – Drilling starts at Bullfinch Gold Project

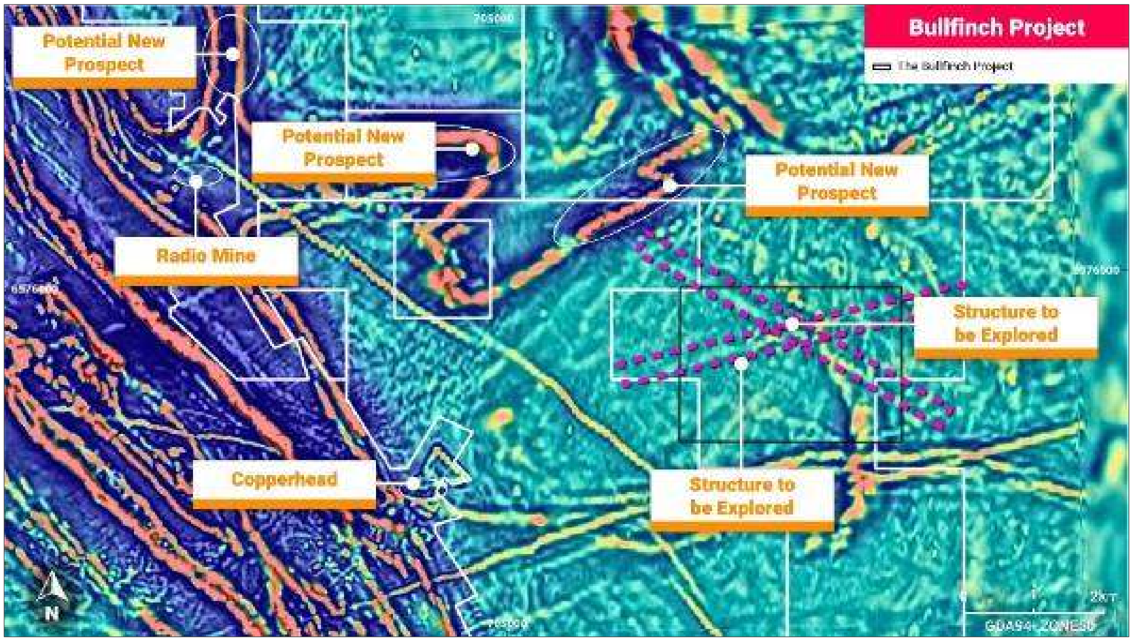


Figure 10: The Bullfinch Project Exploration Potential

This Annual Report has been authorised by the Board of Torque Metals.

Competent Person Statement – Exploration Results

The information in this annual report that relates to Exploration Results is based on information compiled by Mr Ian Finch, who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Finch is an employee of Torque Metals Limited ("the Company"). Mr Finch is eligible to participate in short and long-term incentive plans in the Company and holds shares and performance rights in the Company as has been previously disclosed. Ian Finch has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Finch consents to the inclusion in this announcement of the matters based on his information in the form and context in which it appears.

Forward Looking Statements

This report may contain certain "forward-looking statements" which may not have been based solely on historical facts, but rather may be based on the Company's current expectations about future events and results. Where the Company expresses or implies an expectation or belief as to future events or results, such expectation or belief is expressed in good faith and believed to have a reasonable basis.

However, forward looking statements are subject to risks, uncertainties, assumptions and other factors which could cause actual results to differ materially from future results expressed, projected or implied by such forward-looking statements. Readers should not place undue reliance on forward looking information. The Company does not undertake any obligation to release publicly any revisions to any "forward-looking statement" to reflect events or circumstances after the date of this report, or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws.

Overview of Company Performance

The table below sets out information about the Company's earnings and movements in shareholder wealth for the past two years from the date of listing on ASX up to and including the current financial year.

	2022	2021
NLAT ($'m)	(2.15)	(1.82)
Share price at year end (cents)	ASX 24.0	ASX 21.5
Basic EPS (cents)	(0.033)	(0.04)

Directors Remuneration Report- Audited

This report details the nature and amount of remuneration for each director of the Company.

Options

No director or Key Management Personnel has been granted options in the Company as part of their remuneration.

The remuneration policy of Torque has been designed to align Director and executive objectives with shareholder and business objectives by providing a fixed remuneration component which is assessed on an annual basis in line with market rates. The further tailoring of goals between shareholders and the Directors and executives is achieved through the issue of equity to the directors and executives to encourage the alignment of personal and shareholder interest.

The Board of the Company believes the remuneration policy is below accepted industry standards but appropriate and effective while the Company is in the initial phase of being listed on a Stock Exchange.
The remuneration policy, setting the terms and conditions for the Directors and executives was developed by the Directors and approved by the Board.

The Board recognises that the remuneration rates are below competitive remuneration rates of local and international trends among comparative companies and industry generally.

The Group is exploration and development focussed, and therefore speculative in terms of performance. The Directors and executives are paid below market rates associated with individuals in similar positions, within the same industry.

Options and performance incentives will be issued, and key performance indicators such as share price, profits and market value can be used as measurements for assessing Board and executive performance.
All remuneration paid to Directors and executives is valued at the cost to the Company and expensed or carried forward on the balance sheet for time that is attributable to exploration and evaluation.

The Board policy is to remunerate, where possible, non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The Executive Chairman with independent advisors as necessary, determine payments to the non-executive Directors and review their remuneration annually, based on market practice, duties and accountability. The maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at the Annual General Meeting. Fees for non-executive Directors are not linked to the performance of the Company. However, remuneration of non-executive directors at this present time are below comparable market expectations.

Details of remuneration for the years ended 30 June 2022 and 30 June 2021

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

2022	Fixed Remuneration			Variable Remuneration		
	Salaries Consulting Fees	**Super**	**Total**	**Performance Rights**	**Total**	**Value of Rights as % of remuneration**
Directors						
Ian Finch	225,229	22,256	247,485	290,113	537,598	53.96%
Tony Lofthouse	36,861	3,686	40,547	145,056	185,603	78.15%
Pat Burke	40,547	-	40,547	145,056	185,603	78.15%
	302,637	**25,942**	**328,579**	**580,225**	**908,804**	
Senior Management						
Cristian Moreno[1]	107,273	10,727	118,000	110,464	228,464	48.35%
Neil McKay	179,183	17,913	197,096	123,053	320,149	38.44%
	286,456	**28,640**	**315,096**	**233,517**	**548,613**	
Total	**589,093**	**54,582**	**643,675**	**813,742**	**1,457,417**	

Cristian Moreno appointed 15 November 2021

2021	Fixed Remuneration			Variable Remuneration		
	Salaries Director/ Consulting Fees	**Super**	**Total**	**Performance Rights**	**Total**	**Value of Rights as % of remuneration**
Directors						
Ian Finch	50,536	526	51,062	-	51,062	-
Neil McKay*	38,397	3,668	42,065	-	42,065	-
Tony Lofthouse	861	86	947	-	947	-
Pat Burke**	947	0	947	-	947	-
Total	**90,741**	**4,280**	**95,021**	**-**	**95,021**	
Performance Rights were cancelled on 28 May 2021 as part of ASX listing requirements						

Mr. Finch	Executive Chairman	
Mr. McKay*	Director	Resigned 23 June 2021
Mr. Lofthouse	Director	Appointed 30 January 2020
Mr. Burke**	Director	Appointed 8 February 2021

Key Management Personnel (KMP) Equity Holdings and Performance Rights

Shares

30 June 2022	Balance 1/07/2021	Number acquired during the year	Performance Rights Exercised	Balance 30/06/2022
Turf Moor Pty. Ltd[1]	5,000,000	-	-	5,000,000
Ian Finch	296,268	-	-	296,268
Tony Lofthouse	50,000	50,000	-	100,000
Pat Burke	-	-	-	-
Senior Management				
Cristian Moreno	-	-	-	-
Neil McKay	113,433	-	-	113,433

1 Mr. Finch and Mr. McKay are equal 50% shareholders in Turf Moor Pty. Ltd. which holds 5,000,000 Shares

30 June 2021	Balance 1/07/2020	Number acquired during the year	Performance Rights Exercised	Balance 30/06/2021
Turf Moor Pty. Ltd[1]	5,000,000	-	-	5,000,000
Ian Finch	-	296,268	-	296,268
Tony Lofthouse	50,000	-	-	50,000
Pat Burke	-	-	-	-
Senior Management				
Cristian Moreno	-	-	-	-
Neil McKay	-	113,433	-	113,433

Options

30 June 2022	Balance 1/07/2021	Number acquired during the year	Performance Rights Exercised	Balance 30/06/2022
Turf Moor Pty. Ltd[1].	-	1,250,000	-	1,250,000
Ian Finch	-	61,567	-	61,567
Tony Lofthouse	-	37,500	-	37,500
Pat Burke	-	-	-	-
Senior Management				
Cristian Moreno	-	-	-	-
Neil McKay	-	28,359	-	28,359

1 Mr. Finch and Mr. McKay are equal 50% shareholders in Turf Moor Pty. Ltd. which holds 1,250,000 Options

30 June 2021	Balance 1/07/2020	Number acquired during the year	Performance Rights Exercised	Balance 30/06/2021
Turf Moor Pty. Ltd[1]	-	-	-	-
Ian Finch	-	-	-	-
Tony Lofthouse	-	-	-	-
Pat Burke	-	-	-	-
Senior Management				
Cristian Moreno	-	-	-	-
Neil McKay`	-	-	-	-

Performance Rights	Granted Number	Grant Date	Fair Value Performance Rights	Expiry Date	Vested Number
Ian D. Finch	2,000,000	23 November.2021	$0.15153	3 Years from date	-
	2,000,000	23 November 2021	$0.25000	of Issue	-
Total	4,000,000				-
Patrick N. Burke	1,000,000	23 November. 2021	$0.15153	3 Years from date	-
	1,000,000	23 November 2021	$0.25000	of Issue	-
Total	2,000,000				-
Antony L. Lofthouse	1,000,000	23 November 2021	$0.15153	3 Years from date	-
	1,000,000	23 November 2021	$0.25500	of Issue	-
Total	2,000,000				-
Cristian Moreno	1,000,000	1 May 2022	$0.13800	3 Years from date	-
	1,000,000	1 May 2022	$0.23000	of Issue	
Total	2,000,000				
Neil W. McKay	1,000,000	23 November 2021	$0.15153	3 Years from date	-
	1,000,000	23 November 2021	$0.25000	of Issue	
Total	2,000,000				
Total	**12,000,000**				-

Transactions with key management personnel

During the year, there were no other transactions with key management personnel.

End of Remuneration Report

Review of Operation

The loss of the Company for the Year after providing for income tax, amounted to $2,154,504 (year ended 30 June 2021: $1,820,026). The expenditure incurred during the Year related to corporate and administration expenditure, and non-capitalized expenses relating to tenement acquisition.

Unlisted options issued during the year to providers of financial services related to capital raising have been valued in accordance with the Black and Scholes and expensed in the year $215,138 (2021: $1,120,372)

Corporate

The Company raised a total of $2,946,340 (after costs):

Description	**Quantity**	**Price**	**Total**
		$	**$**
Placement Ordinary Shares	15,000,000	$0.20	3,000,000
Cost of Capital			(180,001)
			2,818,999
Placement 30 cent Options to shareholders	12,634,092	$0.01	126,341
Total			**$2,946,340**

Meeting of Directors

The number of directors' meetings held and conducted during the financial year that each director held office during the financial year and the number of meetings attended by each director is:

	Directors	**Meetings**
Director	Number Eligible	Number Attended
I. D. Finch	11	11
A.L. Lofthouse	11	11
P. N. Burke	11	11

The Company does not have a formally constituted audit and risk committee or remuneration and nomination committee as the Board considers that the Company's size and type of operation do not warrant the formation of such committees

Likely developments and expected results

Likely developments in the operations of the Company and the expected results of those operations in future financial periods have not been included in this report as the inclusion of such information is likely to result in unreasonable prejudice to the Company.

Environmental Issues

The Company's operations are subject to environmental regulations under a law of the Commonwealth or state or territory of Australia.

Dividends

No amounts have been paid or declared by way of dividend shares since the date of incorporation

Options

The following options over issued shares in the Company were granted during the Year.

Date	Number	Entity	Terms
1 Dec 2021	12,634,092	Entitlement Issue	30 cents 30 November 2023
18 Feb 2022	2,000,000	Zenix Nominees Pty. Ltd.	30 cents 17 February 2024
29 June 2022	7,500,000	Attaching Option	30 cents 28 December 2023
29 June 2022	3,000,000	Zenix Nominees Pty. Ltd	30 cents 28 December 2023
29 June 2022	750,000	Harshell Investments Pty Ltd.	30 cents 28 December 2023
Total	**25,884,092**		

Indemnification and insurance of directors and officers

The Company has entered into Deeds of Indemnification with the directors and officers of the Company.
The Company has insurance policies in place for Directors and Officers insurance.

Proceedings on behalf of the Company

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

Events arising since the end of the Year

There have been no significant events arising since the end of the year.

Non-Audit Services

During the period ending 30 June 2022, the Company's Auditor, Hall Chadwick WA Audit Pty Ltd performed the non-audit services totaling $5,995

Auditor's Independence Declaration

The auditor's independence declaration for the year ended 30 June 2022 forms part of the Director's Report and can be found on page 23

Signed in accordance with a resolution of directors.

On behalf of the directors

Ian D. Finch
Executive Chairman

Corporate Governance Statement

The Company has established a corporate governance framework, the key features of which are set out in its Corporate Governance statement which can be found on the Company's website at www.torquemetals.com, under the section marked "Corporate Governance".

In establishing its corporate governance framework, the Company has referred to the recommendations set out in the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 4th edition (Principles & Recommendations). The Company has followed each recommendation where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices.

Where the Company's corporate governance practices follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation.

In compliance with the "if not, why not" reporting regime, where, after due consideration, the Company's corporate governance practices do not follow a recommendation, the Board has explained its reasons for not following the recommendation and disclosed what, if any, alternative practices the Company has adopted instead of those in the recommendation.

In the 12 months ending 30 June 2022, the Company used the cash it had at the time of admission in a way consistent with its business objectives.

Auditor's Independent Declaration

HALL CHADWICK

To the Board of Directors

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

As lead audit Director for the audit of the financial statements of Torque Metals Limited for the financial year ended 30 June 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours Faithfully,

Hall Chadwick
HALL CHADWICK WA AUDIT PTY LTD
Chartered Accountants

Mark Delaurentis
MARK DELAURENTIS CA
Director

Dated in Perth, Western Australia this 30th day of September 2022

PrimeGlobal
A Member of PrimeGlobal
An Association of Independent Accounting Firms

PERTH • SYDNEY • MELBOURNE • BRISBANE • ADELAIDE • DARWIN
Hall Chadwick WA Audit Pty Ltd ABN 33 121 222 802
Liability limited by a scheme approved under Professional Standards Legislation.
Hall Chadwick Association is a national group of independent Chartered Accountants and Business Advisory firms.
hallchadwickwa.com.au

PO Box 1288 Subiaco WA 6904
283 Rokeby Rd Subiaco WA 6008
T: +61 8 9426 0666

HALL CHADWICK

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF TORQUE METALS LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Torque Metals Limited ("the Company"), which comprises the statement of financial position as at 30 June 2022, 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:

a. the accompanying 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 2022 and of its financial performance for the year then ended; and

   (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

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

Key Audit Matters

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

Key Audit Matter	How our audit addressed the Key Audit Matter
Accounting for share based payments As disclosed in note 2 to the financial statements, during the year ended 30 June 2022 the Consolidated Entity incurred share based payments of $1,084,707. Share based payments are considered to be a key audit matter due to • the value of the transactions; • the complexities involved in the recognition and measurement of these instruments; and • the judgement involved in determining the inputs used in the valuations. Management used the Black-Scholes option valuation model to determine the fair value of the options granted. This process involved significant estimation and judgement required to determine the fair value of the equity instruments granted.	Our procedures amongst others included: • Analysing agreements to identify the key terms and conditions of share based payments issued and relevant vesting conditions in accordance with AASB 2 Share Based Payments; • Evaluating management's Black-Scholes Valuation Models and assessing the assumptions and inputs used; • Assessing the amount recognised during the year in accordance with the vesting conditions of the agreements; and • Assessing the adequacy of the disclosures included in Note 2 to the financial statements.
Capitalised Exploration and Evaluation Costs As disclosed in note 11 to the financial statements, the Group has incurred significant exploration and evaluation expenditures which have been capitalised in accordance with the requirement of Exploration for and Evaluation of Mineral Resources (AASB 6). As at 30 June 2022, the Group's capitalised exploration and evaluation costs are carried at $6,665,101. The recognition and recoverability of the capitalised exploration and evaluation costs was	Our audit procedures included but were not limited to: • Assessing management's determination of its areas of interest for consistency with the definition in AASB 6 *Exploration and Evaluation of Mineral Resources* ("AASB 6"); • Confirming rights to tenure for a sample of tenements held and confirming rights to tenure on tenements nearing expiry will be renewed; • Testing the Group's additions to capitalised exploration costs for the year

Key Audit Matter	How our audit addressed the Key Audit Matter

considered a key audit matter due to:
• The carrying value of capitalised exploration and evaluation costs represents a significant asset of the Group, we considered it necessary to assess whether facts and circumstances existed to suggest the carrying amount of this asset may exceed the recoverable amount; and
• Determining whether impairment indicators exist involves significant judgement by management.
 	
Note 1(a) and 11 to the financial statements contain the accounting policy and disclosures in relation to exploration and evaluation expenditures.
	by evaluating a sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Group's accounting policy and the requirements of AASB 6;
	• By testing the status of the Group's tenure and planned future activities, reading board minutes and discussions with management we assessed each area of interest for one or more of the following circumstances that may indicate impairment of the capitalised exploration costs:
	  ○ The licenses for the rights to explore expiring in the near future or are not expected to be renewed;
	  ○ Substantive expenditure for further exploration in the area of interest is not budgeted or planned;
	  ○ Decision or intent by the Group to discontinue activities in the specific area of interest due to lack of commercially viable quantities of resources;
	  ○ Data indicating that, although a development in the specific area is likely to proceed, the carrying amount of the exploration asset is unlikely to be recorded in full from successful development or sale; and
	• Assessing the appropriateness of the related disclosures in the financial statements.

Other Information

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 2022, 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 Note 1, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

In preparing the financial report, the directors are responsible for assessing the Company's ability 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 has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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.

HALL CHADWICK

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2022. The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with s 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.

Auditor's Opinion

In our opinion, the Remuneration Report of the Company, for the year ended 30 June 2022, complies with section 300A of the *Corporations Act 2001*.

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD
Chartered Accountants

Mark Delaurentis

MARK DELAURENTIS CA
Director

Dated in Perth, Western Australia this 30th day of September 2022

Director's Declaration

In accordance with a resolution of the directors of Torque Metals Limited, the directors of the Company declare that:

- the financial statements and notes, as set out, are in accordance with the Corporations Act 2001 and comply with Australian Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards (IFRS); and give a true and fair view of the financial position as at 30 June 2022 and of the performance for the year ended on that date of the Company;

- in the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and

- the directors have been given the declarations required by s 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer

On behalf of the Directors

Ian D. Finch
Executive Chairman
Perth
30 September 2022

Statement of profit or loss and other comprehensive income for the year ended 30 June 2022

	Note	Year Ended 30 June 2022 $	Year Ended 30 June 2021 $
Revenue from continuing operations		-	-
Other income			50,000
Total revenue and other income			
Corporate administrative expenses	2	(870,801)	(390,892)
Depreciation and amortisation		(24,932)	-
Financial expense interest	2	(2,228)	(14,813)
Share based payments	2	(1,084,707)	(1,291,326)
Exploration expense written off	2	(171,836)	-
Prospectus expense written off	2	-	(172,995)
Loss before income tax		**(2,154,504)**	**(1,820,026)**
Income tax expense	5	-	-
Loss for the period		(2,154,504)	(1,820,026)
Other comprehensive income, net of income tax		-	-
Total comprehensive loss for the period		**(2,154,504)**	**(1,820,026)**
Loss attributable to:			
Owners of Torque Metals Limited		(2,154,504)	(1,820,025)
Total comprehensive loss attributable to:			
Owners of Torque Metals Limited		**(2,154,504)**	**(1,820,026)**
Earnings/(loss) per share from continuing and discontinuing operations			
Basic weighted average earnings/(loss) per share	22	(0.033)	(0.04)
Diluted weighted average earnings/(loss) per share	22	(0.033)	(0.04)

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

Statement of financial position as at 30 June 2022

	Note	30 June 2022 $	30 June 2021 $
Current assets			
Cash and cash equivalents	7	3,440,943	5,084,472
Trade and other receivables	8	21,893	37,108
Total current assets		**3,462,836**	**5,121,580**
Non current assets			
Plant and Equipment	9	99,966	-
Right of use assets	10	59,253	-
Exploration and evaluation expenditure	11	6,665,101	3,695,023
Total non-current assets		**6,824,320**	**3,695,023**
Total assets		**10,287,156**	**8,816,603**
Current liabilities			
Trade and other payables	12	302,880	769,920
Lease Liabilities	10	26,859	-
Unsecured loans	13	180	-
Total current liabilities		**329,920**	**769,920**
Non-Current liabilities			
Lease Liabilities	10	34,010	-
Total non-current liabilities		**34,010**	**-**
Total liabilities		**363,930**	**769,920**
Net assets		**9,923,226**	**8,046,683**
Equity			
Issued capital	14	11,491,768	9,041,144
Options	16	126,341	-
Option Reserves	17	1,704,885	1,120,372
Performance Reserve	19	1,223,584	354,015
Accumulated losses	20	(4,623,352)	(2,468,848)
Total equity		**9,923,226**	**8,046,683**

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

Statement of changes in equity for the year ended 30 June 2022

	Issued Capital	Options on Issue	Accumulated Losses	Performance Rights Reserve	Option Reserve	Equity Reserve	Total
	$	**$**	**$**	**$**	**$**	**$**	**$**
Balance as at 1 July 2020	**1,161,404**	**-**	**(648,822)**	**183,060**	**-**	**13,592**	**709,234**
Total comprehensive Income/loss **for the Period**	-	-	(1,820,026)	-	-	-	**(1,820,026)**
Issue of ordinary shares	8,357,008	-	-	-	-	-	**8,357,008**
Performance Rights issued	-	-	-	170,955	-	-	**170,955**
Option Reserve	-	-	-	-	1,120,372	-	**1,120,372**
Equity Reserve		-	-	-	-	(13,592)	**(13,592)**
Transaction costs	(477,268)	-	-	-	-	-	**(477,268)**
	9,041,144	**-**	**(2,468,848)**	**354,015**	**1,120,372**	**-**	**8,046,683**
Balance as at 1 July 2021	**9,041,144**	**-**	**(2,468,848)**	**354,015**	**1,120,372**	**-**	**8,046,683**
Total comprehensive Income/loss for the Period	-	-	(2,154,504)	-	-	-	(2,154,504)
Issue of ordinary shares	3,000,000	-	-	-		-	3,000,000
Issue of Options	-	126,341	-	-	-	-	126,341
Performance Rights issued	-	-	-	869,569	-	-	869,569
Option Reserve	-	-	-	-	584,513	-	584,513
Transaction costs	(549,376)	-	-	-	-	-	(549,376)
Balance as at 30 June2022	**11,491,768**	**126,341**	**(4,623,352)**	**1,223,584**	**1,704,885**	**-**	**9,923,226**

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

Statement of cash flow for the year ended 30 June 2022

	Notes	30 June 2022 $	30 June 2021 $
Cash flow used in operating activities			
Payments to suppliers and employees		(1,224,483)	(2,684)
Net cash (used) in operating activities	6	(1,224,483)	(2,684)
Cash flow from investing activities			
Tenement acquisition		(119,607)	(601,045)
Exploration and evaluation		(3,117,907)	(827,099)
Plant and Equipment		(104,268)	-
Net cash (used) in investing activities		(3,341,782)	(1,428,144)
Cash flow from financing activities			
Proceeds from share issue		2,819,999	6,646,148
Proceeds from option issue		126,341	
Repayment with Interest		(23,784)	-
Unsecured Advance		180	(43,476)
Convertible Notes			
Associates		-	(48,200)
Other		-	(30,000)
Interest Paid to Other than a Director		-	(11,228)
Net cash from financing activities		2,922,736	6,513,244
Net (decrease) increase in cash and cash equivalents		(1,643,529)	5,082,416
Cash and cash equivalents at the beginning of the period		5,084,472	2,056
Cash and cash equivalents 30 June 2022		**3,440,943**	**5,084,472**

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

Notes to the financial statements for the Year 30 June 2022

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

These financial statements and notes represent those of Torque Metals Limited (the Company or Torque). Torque Metals Limited is a listed public company, incorporated and domiciled in Australia.

The financial statements were authorised for issue on 30 September 2022 by the Directors of the Company.

Basis of preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Australian Accounting Standards set out in accounting policies that the AASB has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the IASB. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated.

These financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities

Going Concern

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business.

The Company incurred a net loss of $2,154,504 (2021: net loss $1,820,026) and experienced net cash outflow from operations of $1,224,483 (2021: outflow $2,684). The Company has liabilities of $ 363,930 (2021: $769,920) and cash on hand of $3,440,943 (2021: $5,084,472).

The Directors have prepared a cash flow forecast which indicates that the Company will have sufficient cash flows to meet all commitments and working capital requirements for the 12 month period from the date of signing this financial report. The Directors believe it is appropriate to prepare these accounts on a going concern basis because of the following factors:

- the Company has the ability to curtail discretionary expenditure as and when required in order to manage its cash flows. Based on the cashflow forecast and other factors referred to above, the Directors are satisfied that the going concern basis of preparation is appropriate

(a) **Exploration, Evaluation and Development Expenditure**

Costs incurred during exploration and evaluations relating to an area of interest are accumulated. Costs are carried forward to the extent they are expected to be recouped through successful development, or by sale, or where exploration and evaluation activities have not yet reached a stage to allow a reasonable assessment regarding the existence of economically recoverable reserves. In these instances the entity must have rights of tenure to the area of interest and must be continuing to undertake exploration operations in the area.

Accumulated costs carried forward in respect of an area of interest that is abandoned are written off in full against profit in the year in which the decision to abandon the area is made. When production commences, the accumulated costs for the relevant area of interest will be amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area of interest.

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

(b) Financial Instruments Financial Assets

Initial Recognition and Measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and

  either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows

Financial Liabilities

<u>Initial Recognition and Measurement</u>

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payable and convertible notes. The accounting policy on convertible notes are at (q).

(c) Cash and cash equivalents

For the purpose of the statement of cash flow, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, high liquid investments with original maturities of three (3) months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value and bank overdraft

(d) Trade and Other Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowances for impairment. Trade receivables are generally due for settlement within 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is sued when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter into bankruptcy or financial reorganization and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivables is impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of impairment loss is recognised in the statement of comprehensive income within impairment losses – financial assets. When a trade receivable for which an impairment allowance has been recogognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against impairment losses – financial assets in the statement of comprehensive income.

(e) Revenue and Other Income

Revenue from the sale of goods is recognised upon the delivery of goods to customers. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. Revenue from the rendering of a service is recognised upon the delivery of the service to the customers. All revenue is stated net of the amount of goods and services tax (GST).

(h) Impairment of Assets

At the end of each reporting period, the Company assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information including dividends received from subsidiaries, associates or jointly controlled entities deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another standard (e.g. in accordance with the revaluation model in AASB 116). Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other standard.

Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

(g) Trade and other payables

Liabilities for trade creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Company. Interest, when charged by the lender, is 38recognized as an expense on an accrued basis.

(h) Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

(i) Goods and service tax (GST)

Revenues, expenses and assets are 38recognized net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances, the GST is 38ecognized as part of the cost of acquisition of

the asset or as part of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST. Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(j) Income tax

The income tax expense/ (benefit) for the year comprises current income tax expense/ (benefit) and deferred tax expenses/ (benefit). Current and deferred income tax expenses/(benefit) is charge or credited directly to other comprehensive income instead of the profit or loss when the tax relates to items that are credited or charged directly to other comprehensive income.

Current tax

Current income tax expense charge to profit or loss is the tax payable on taxable income using applicable income tax rates enacted, or substantially enacted, as at reporting date.

Current tax liabilities/ (assets) are therefore at the amounts expected to be paid to/ (recovered from) the relevant taxation authority.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement are simultaneous recognised and settlement of the respective asset and liability will occur.

Deferred tax

Deferred income tax expense reflects movements in deferred tax assets and deferred tax liability during the Period as well as unused tax losses.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of asset and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is recognised or the liability is settled, based on tax rates enacted or substantially enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

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

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

(k) Share Based Payments

The Company operates equity-settled share-based payment employee share and option schemes. The fair value of the equity to which employees become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the good or services cannot be reliably measured and are recorded at the date the goods or services are received. The corresponding amount is shown in the option reserve.

The fair value of shares is ascertained as the market bid price. The fair value of options is ascertained using a Black–Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

(l) Contributed equity

Ordinary issued share capital recognised at fair value of the consideration received by the Company. Any transaction costs arising on the issue of the ordinary shares are recognised directly in equity as a reduction in share proceeds received)

(m) Earnings Per Share

Basic earnings per share is calculated as net earnings attributable to members, adjusted to exclude costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for a bonus element. Diluted earnings per share is calculated as net earnings attributable to members, adjusted for costs of servicing equity (other than dividends) and preference share dividends; the after tax effect of dividends and interest associated with dilutive potential ordinary shares that would have been recognised as expenses; and other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

(n) Interest in Joint Operations

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

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

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

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

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

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

(o) Critical Accounting Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

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

Key Judgements –Exploration and evaluation expenditure

Exploration and evaluation costs are carried forward where right of tenure of the area of interest is current. These costs are carried forward in respect of an area that has not at balance sheet date reached a stage that permits reasonable assessment of the existence of economically recoverable reserves, refer to the accounting policy stated in note 1(a).

Key Judgements -Share based payment transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an internal valuation using a Black-Scholes option pricing model.

Key Judgments–Environmental issues

Balances disclosed in the financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation, and the directors understanding thereof. At the current stage of the company's development and its current environmental impact the directors believe such treatment is reasonable and appropriate.

Key Estimate –Taxation

Balances disclosed in the financial statements and the notes thereto, related to taxation, are based on the best estimates of directors. These estimates take into account both the financial performance and position of the company as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending an assessment by the Australian Taxation Office.

(p) Fair value measurements

The Group measures and recognises the asset, 'Financial assets held for trading' at fair value on a Recurring basis after initial recognition.

The Group does not subsequently measure any liabilities at fair value on a non-recurring basis.

(i) ***Fair Value Hierarchy***

AASB 13: Fair Value Measurement requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows

Level 1	Level 2	Level 3
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date	Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.	Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

(ii) ***Valuation techniques***

The Company selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation technique selected by the Company is the Market approach whereby valuation techniques use prices and other relevant information generated by market transactions for identical or similar assets or liabilities. When selecting a valuation technique, the Company gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable. The following table provides the fair values of the Company's assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy:

(q) Convertible Notes

The component parts of convertible loan notes issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Consolidated Entity's own equity instruments is an equity instrument. Transaction costs that relate to the issue of the convertible loan notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds.

Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the equity component are included in the carrying amount of the liability component and are amortised over the lives of the convertible loan notes using the effective interest method. If the embedded derivative is separated from its host contract (because it is not closely related to the host), then it must be accounted for as if it were a standalone derivative. The embedded derivative should be recognised in the statement of financial position at fair value, with changes in fair value recognised in profit or loss as they arise, unless it is designated as an effective hedging instrument in a cash flow or a net investment hedge.

(r) New, revised or amending accounting standards and interpretations adopted.

The Company has considered the implications of new or amended Accounting Standards which have become applicable for the current financial reporting period. The Group had to change its accounting policies and make adjustments as a result of adopting the following Standard:

AASB 16: Leases
Leases

The Company as lessee

At inception of a contract, the Company assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability are recognised by the Company where the Company is a lessee. However, all contracts that are classified as short-term leases (i.e., a lease with a remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expense on a straight-line basis over the term of the lease.

Initially the lease liability is measured at the present value of the lease payments still to be paid at the commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate.

Lease payments included in the measurement of the lease liability are as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options;
- lease payments under extension options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, any lease payments made at or before the commencement date and any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term or useful life of the underlying asset, whichever is the shortest.

Where a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

Where a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

The Company as lessor

Upon entering into each contract as a lessor, the Company assesses if the lease is finance or operating lease.

A contract is classified as a finance lease when the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases not within this definition are classified as operating leases.

Rental income received from operating leases is recognised on a straight-line basis over the term of the specific lease.

Initial direct costs incurred in entering into an operating lease (for example, legal cost, costs to set up equipment) are included in the carrying amount of the leased asset and recognised as an expense on a straight-line basis over the lease term.

Rental income due under finance leases are recognised as receivables at the amount of the Group's net investment in the leases.

When a contract is determined to include lease and non-lease components, the Group applies AASB 15 to allocate the consideration under the contract to each component

Initial Application of AASB 16: Leases

The Company has adopted AASB 16: Leases retrospectively with the cumulative effect of initially applying AASB 16 recognised at 1 July 2019. In accordance with AASB 16 the comparatives for the 2018 reporting period have not been restated.

Based on the assessment by the Group, it was determined there was no impact on the Company. As such, the Company has not recognised a lease liability and right-of-use asset for all leases (with the exception of short-term and low-value leases) recognised as operating leases under AASB 117: Leases where the Group is the lessee.

There has been no significant change from prior year treatment for leases where the Company is a lessor.

Lease liabilities are measured at the present value of the remaining lease payments, where applicable. The Company's incremental borrowing rate as at 1 July 2019 was used to discount the lease payments.

The right-of-use assets, where applicable for the remaining leases have been measured and recognised in the statement of financial position as at 1 July 2019 by taking into consideration the lease liability and the prepaid and accrued lease payments previously recognised as at 1 July 2019 (that are related to the lease).

(s) Recognition and measurement of fixed assets

Items of plant and equipment are measured at cost less accumulate depreciation and accumulated impairment losses. When pats of an item of plant and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

Depreciation is recognised in profit and loss on a straight-line basis over the estimated useful lives of each part of an item of plant and equipment.
Depreciation, methods, useful lives and residual values are reviewed at each reporting date.
The depreciation rates used for each class of depreciable asset are:

Class of Fixed Asset	**Depreciation Rate**
Vehicles	33 1/3 %
Camp Infrastructure	10

		Year Ended 30 June 2022 $	**Year Ended 30 June 2021 $**
2. Expenses			
Administrative expenses		870,801	390,892
Depreciation and amortisation		24,932	-
Exploration written off		171,836	-
Initial Public Offering expenses		-	172,995
Interest Paid		2,228	14,813
Share Based Payment Net Movement	2a	1,084,707	1,291,326
		2,154,504	**1,870,026**
2a Share Based Payments			
Performance Right - Movement for the year		869,569	-
Performance Rights brought to account in accordance with AASB2 (28) upon cancellation		-	170,954
Options issued during the year	15	215,138	1,120,372
		1,084,707	**1,291,326**
3. Key Management Personnel			
Short term employee benefits		643,675	95,021
Share based payments		813,742	-
		1,457,417	**95,021**

No termination benefits were paid to any Key Management Persons

Names and positions held of the Company's key management personnel in office at any time during the 2021/2022 financial year are:

Key Management Personnel	**Position**
Ian D. Finch	Executive Chairman
Patrick N. Burke	Non-Executive Director
Antony L. Lofthouse	Non-Executive Director
Cristian Moreno	Chief Executive Officer
Neil W. McKay	Company Secretary/CFO

Refer to the Remuneration Report contained in the Director's Report for details of the shares and rights held and remuneration paid of payable to each member of the Company's key management personnel for the year ended 30 June 2022.

4. Auditors Remuneration

Remuneration of the auditor for:		
Auding or reviewing the financial report	27,500	15,000
	27,500	**15,000**

5. Income tax benefit/(expense)

(a) Current Tax Expense

Current Year	-	-
Under/(over) provided in prior years	-	-
Total	**-**	**-**

(b) Reconciliation of income tax expense to prima facie tax payable

Profit before tax	(2,154,505)	(1,820,026)
Income tax expense/(benefit) using the domestic corporation tax rate of 25% (2021: 26%)	(538,626)	(473,207)
Tax effect of permanent differences:		
Non-deductible expenses	271,648	336,760
Capital Raising Costs	(53,345)	(24,090)
Capitalised exploration	(735,176)	
Other	5,431	8,024
temporary differences not brought to account	**(1,050,068)**	**(252,512)**
Income tax attributable to operating loss	-	-

(c) Deferred tax assets

Tax losses	1,564,291	532,215
Provisions and Accruals	16,215	16,215
Capital Raising Costs	149,558	164,219
Total deferred assets	1,730,064	712,650
Set-off deferred tax liabilities pursuant to set-off provisions	(313,026)	(313,026)
Net deferred tax assets	1,417,038	399,624
Less: Deferred tax assets not recognised	(1,417,038)	(399,624)
Net tax assets	-	**-**

	30 June 2022	**30 June 2021**
(d) Deferred tax liabilities	**$**	**$**
Exploration Expenditure	313,026	313,026
Other		-
Non-recognition of deferred tax assets	(313,026)	(313,026)
	-	**-**

(e) Tax Losses

Unused tax losses for which no deferred tax asset has been recognised	6,257,164	2,046,982
Potential tax benefit @ 25% (2021 : 26%)	1,564,291	532,215

The benefit for tax losses will only be obtained if:

(a) The company and consolidated entity derive future assessable income of a nature and an amount sufficient to enable the benefit from the deductions for the losses to be realised;

(b) The company and the consolidated entity continue to comply with the conditions for deductibility imposed by law; and

(c) No changes in tax legislation adversely affect the ability of the Company to realise these

	30 June 2022 $	**30 June 2021 $**
6. Reconciliation of loss for the Period to net cash flows from Operating Activities		
Net (loss) Loss for the period	(2,154,504)	(1,820,026)
Interest expense	4,771	12,901
Depreciation and amortisation	24,932	0
Exploration expense written off	171,836	0
Performance Rights Net Movement	869,569	170,955
Option Reserve Movement	215,138	1,120,372
Issue of Shares	-	20,000
Operating loss before changes in working capital	**(868,258)**	**(495,798)**
Decrease / (Increase) in receivables and prepayments	15,214	32,542
Increase / (Decrease) in payables and accruals	(371,439)	460,572
Net cash used in operating activities	**(1,224,483)**	**(2,684)**
7. Cash on Hand and Equivalents	**3,440,943**	**5,084,472**
8. Trade Receivables		
G.S.T. receivables	19,911	17,374
Other	1,982	19,734
	21,893	**37,108**

9. Plant and equipment

	Vehicle $	**Camp $**	**Total $**
Plant and equipment as at 30 June 2021			
Cost	-	-	-
Accumulated Depreciation	-	-	-
Net Book Value	-	-	-

Plant & equipment (continued)

Year ended 30 June 2022

	Vehicle	Camp	Total
	$	$	$
Opening net book amount	-	-	-
Additions	22,127	82,141	104,268
Depreciation Charged	(4,302)	-	(4,302)
Closing book amount	17,825	82,141	99,966
As at 30 June 2022			
Cost	22,127	82,141	104,268
Accumulated Depreciation	(4,302)	-	(4,302)
Net book amount	**17,825**	**82,141**	**99,966**

	30 June 2022	30 June 2021
	$	$
10. Right of use assets - Leases		
a. Amounts recognised in the balance sheet		
Right of use asset		
Opening Balance	83,321	-
Less Depreciation	(24,068)	-
Closing balance	**59,253**	**-**
Lease Liabilities		
Opening Balance - Current	22,071	-
Opening Balance - Non-Current	61,250	-
Opening Balance - Total	**83,321**	-
Add : Interest	4,771	-
Less : Payments	(23,784)	-
Closing balance - Total	**64,308**	-
Closing Balance - Current	26,859	-
Closing Balance - Non-Current	34,010	-
b. Amounts recognised in the income statement		
Depreciation of right of use asset	10,315	-
Interest expense on lease liabilities	2,543	-

c. Leasing Activities

The Company entered into an office lease for the premises at Unit 8/16 Nicholson Road, Subiaco, WA 6008. The lease commenced on 15 May 2021 with an option to extend for a further 36 months ending 14 May 2025. The Company intends to exercise the option.

The lease is recognised as a right of use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right of use asset is amortised over the shorter of the asset's useful life and the lease term on a straight line basis.

Initial measurement

Assets and liabilities from a lease are initially measured on a present value basis. The lease liability included the present value of the fixed payments and variable lease payments that depend on an index, initially measured using the index as at the commencement date (reconciled and adjusted for actual index each year). The lease payments are discounted using an incremental borrowing rate of 6.66%.

The right of use asset is measured at cost comprising of the initial measurement of the lease liability.

Subsequent measurement

The right of use asset is subsequently measure at cost less any accumulated amortisation and any accumulated impairment losses and adjusted for any re-measurement of the
lease liability accumulated impairment losses and adjusted for any re-measurement of the lease liability.

The lease liability is subsequently measured to reflect the interest on the lease liability, the lease payments made and any reassessment of the variable payments.

		30 June 2022	30 June 2021
11. Exploration and Evaluation Expenditure		**6,665,101**	**3,695,023**
Tenement Acquisition		2,450,518	2,491,079
Represented by:			
Acquisition of Bullfinch Project from Talga Resources Ltd		397,493	397,493
Less written off		(69,933)	-
		327,560	397,493
Acquisition of Bullfinch Project from Tribal Mining Pty Ltd.		51,045	52,090
Acquisition of Paris Gold Project from Austral Pacific Pty. Ltd.	(a)	2,031,306	2,031,306
Joint Venture from Jindalee Resources Ltd.		40,607	10,190
		2,450,518	**2,491,079**
Exploration and evaluation expenditure			
Opening Balance		1,203,944	321,500
Expenditure for the period		3,112,542	882,444
Expenditure written off		(101,903)	-
Closing Balance		**4,214,583**	**1,203,944**
Total Exploration and Expenditure		**6,665,101**	**3,695,023**

The Company entered into an Option Deed to purchase the Paris Tailings from Austal Pacific Pty. Ltd. by way of a $50,000 non refundable 4 month option fee with the ability to extend for a further one month by payment of an additional $10,000 and subsequently extended for a further 1 month. the Company informed Austal Pacific Pty. Ltd. that it did not intend to further extend the Option Period and wrote off $101,903 in the year ended 30 June 2022.

	30 June 2022	30 June 2021
12. Trade and other payables		
Trade Creditors	226,514	555,000
Other creditors and accrued expenses	76,366	214,920
	302,880	**769,920**

Trade and other payables are non-interest bearing liabilities stated at cost.

13. Unsecured Loans

	30 June 2022	30 June 2021
(i) Advances (to)/from Directors	(180)	-
	(180)	**-**

(i) Working capital advances, with no fixed term of repayment and without interest

14. Issued Capital	**Year ended 30 June 2022**		**Year ended 30 June 2021**	
a. Ordinary Shares	**No.**	**$**	**No.**	**$**
Opening balance for the period	62,818,519	9,041,144	31,824,876	1,161,404
Placement at $0.067			16,346,506	1,095,216
Convertible Note at $0.067			1,167,164	91,792
Placement at $0.05			9,000,000	450,000
Placement to Vendor			12,000,000	1,200,000
Cost relating to share issue			-	-
			70,338,546	3,998,412
2 : 1 Consolidation			35,169,266	3,998,412
Issue to Financier			149,253	20,000
Placement at $0.20			27,500,000	5,500,000
Placement at $0.20	15,000,000	3,000,000		
Cost relating to share issue		(549,376)	-	(477,268)
	77,818,519	**11,491,768**	**62,818,519**	**9,041,144**

b. Capital risk management

The Board controls the capital of the Company in order to provide the shareholders with adequate returns and ensure that the Company can fund its operations and continue as a going concern. The Company's capital includes ordinary share capital. There are no externally imposed capital requirements.

The Working Capital position of the Company for year endings 30 June 2022 and 2021 are as follows:

	30 June 2022 $	30 June 2021 $
15. Working Capital		
Cash and Cash Equivalents	3,440,942	5,084,472
Trade and Other Receivables	21,893	37,108
Current Liabilities	(329,740)	(769,920)
Working Capital Position	**3,133,095**	**4,351,660**

16. Option Entitlement	**Year ended 30 June 2022**		**Year ended 30 June 2021**	
1 cent	**No.**	**$**	**No.**	**$**
Opening Balance	-	-	-	-
Entitlement Issue 1 cent	12,634,092	126,341		
Closing Balance	**12,634,092**	**126,341**	**-**	**-**

Pro Rata Loyalty Option issued 1 December 2021 in accordance with Prospectus dated 8 November 2021

	30 June 2022	30 June 2021
17. Option Reserve	**$**	**$**
Opening Balance	1,120,372	-
Issuance of Options Financial Services	584,513	1,120,372
Closing Balance	1,704,085	1,120,372

18 Share Based Payments

(a) Unlisted Options

i) 1,000,000 (post consolidation) options with an expiry date of 27 July 2023 were issued on 28 July 2020 pursuant to the Martin Place Securities Pty. Ltd. Corporate Advisory letter dated 22 April 2020 at an exercise price of $0.30 each

The options were valued at $0.0534 and during the year ended 30 June 2021 $106,857 was expensed as share based payments.

ii) 3,875,000 (post consolidation) options with an expiry date of 1 June 2024 were issued on 2 June 2021 to the Euroz Harletys I.P.O. Capital Raising Mandate dated 17 December 2020.

The options were valued at $0.1102 cents and during the year ended 30 June 2021 $426,939 was expensed as share based payments at an exercise price of $0.275 each

iii) 5,500,000 (post consolidation) options with an expiry date of 1 June 2024 were issued on 2 June 2021 pursuant to the Euroz Harleys I.P.O. Capital Raising Mandate dated 17 December 2020.
The options were valued at $0.1067 cents and during the year ended 30 June 2021 $586,576 was expensed as share based payments at an exercise price of $0.30 each.

iv) 2,250,000 options with an expiry date of 22 December 2023 were issued on 23 December 2020 pursuant to a 1 for 2 free attaching option to raise $450,000 to sophisticated Investors on 22 December 2020 at an exercise price of $0.25 each.

v) 12,634,092 options with an expiry date of 30 November 2023 were issued on 1 December 2021 pursuant to a Loyalty Entitlement Prospectus dated 8 November 2021 at an exercise price of $0.30 each.

vi) 2,000,000 options with an expiry date of 17 February 2024 were issued on 18 February 2022 to Euroz Hartleys in part payment of the Loyalty Entitlement Prospectus.

vii) 7,500,000 options with an expiry date of 28 December 2023 were issued on 29 June 2022 pursuant to a 1 for 2 free attaching option to raise $3,000,000 to participating shareholders at an exercise price of $0.30 each.

vii) 3,750,000 options with an expiry date of 28 December 2023 were issued on 29 June 2022 pursuant to a Capital Raising Agreement dated 24 May 2022 as a Broker Fee for the capital raising of $3,000,000. The options expire on 28 December 2022.

(b) Option valuation assumptions

The fair value of the options granted we estimated as at the date of grant using a Black-Scholes option valuation model and a Monte Carlo simulation valuation model. The following table lists the inputs to the models:

	ASX Code	Expected Volatility (%)	Risk Free Interest Rate (%)	Expected life (years)	Share Price at grant date	Exercise Price
Options issued 27 July 2020	TORAF	100	7	3	$0.20	$0.30
Options issued 2 June 2021	TORAG	100	7	3	$0.20	$0.275
Options issued 2 June 2021	TORAH	100	7	3	$0.20	$0.30
Options issued 22 Dec 2020	TORAE	100	7	2	$0.07	$0.25
Options issued 1 Dec 2021	TORAI	100	7	2	$0.23	$0.30
Options issued 17 Feb 2022	TORAL	100	7	2	$0.21	$0.30
Options issued 29 June 2022	TORAM	100	7	1.5	$0.24	$0.30
Options issued 29 June 2022	TORAM	100	7	1.5	$0.24	$0.30

c Options outstanding at end of year

The following table illustrate the number and weighted average exercise prices (WAEP)of share options granted as share based payments on issue during the year

	2022 Number	2022 WAEP $	2021 Number	2021 WAEP
Outstanding at 1 July	12,625,000	$0.283		
Granted during the year	25,884,092	$0.30	12,625,000	$0.283
Outstanding 30 June	**38,509,092**		**12,625,000**	**-**

The weighted average remaining contractual life for options outstanding as at 30 June 2022 is 1.6 years (2021 2.5 years).

(d) Share based Payments Summary

Class	Quantity	Grant Date	Value recognised during year $	Exercise Price $	Vesting Date	Value recognised in future years $
2021						
Options	1,000,000	28/07/2020	106,857	0.300	27/07/2023	-
Options	2,500,000	23/12/2020	-	0.250	22/12/2023	-
Options	5,500,000	2/06/2021	586,576	0.300	1/06/2024	-
Options	3,875,000	2/06/2021	426,939	0.275	1/06/2024	-
			1,120,372			**-**
2022						
Options	12,634,092	1/12/2021	126,341	0.30	30/11/2023	-
Options	2,000,000	18/02/2022	215,138	0.30	17/02/2024	-
Options	7,500,000	29/06/2022	-	0.30	28/12/2023	-
Options	3,750,000	29/06/2022	369,375	0.30	28/12/2023	-
			710,854			

19. Performance Rights

The Company has the following Performance Rights issued to Directors and staff in existence during the current and prior reporting periods.

				Performance Rights 2022					
Class	**Grant Date**	**Expiry Date**	**Opening balance 1 July 2021**	**Granted during the year**	**Vested During the year**	**Rights Exercised**	**Rights Expired**	**Rights Vested at 30 June 2022**	**Rights Unvested at 30 June 2022**
A	23/11/21	22/11/24	-	5,000,000	-	-	-	-	5,000,000
A	1/05/22	30/04/25	-	1,000,000	-	-	-	-	1,000,000
A	1/06/22	31/05/25	-	500,000	-	-	-	-	500,000
B	23/11/21	22/11/24	-	5,000,000	-	-	-	-	5,000,000
B	1/05/22	30/04/25	-	1,000,000	-	-	-	-	1,000,000
B	1/06/22	31/05/25	-	500,000	-	-	-	-	500,000

Performance Rights 2021

Class	Grant Date	Expiry Date	Opening balance 1 July 2020	Granted during the year	Vested During the year	Rights Exercised	Rights Cancelled	Rights Vested at 30 June 2021	Rights Unvested at 30 June 2021
1	4/09/2018	1	1,000,000		-	-	(1,000,000)	-	-
1	11/05/2020	1	250,000		-	-	(250,000)	-	-
2	4/09/2018	2	1,333,333		-	-	(1,333,333)	-	-
2	11/05/2020	2	333,333		-	-	(333,333)	-	-
3	4/09/2018	3	1,666,667		-	-	(1,666,667)	-	-
3	11/05/2020	3	416,667		-	-	(416,667)	-	-

Valuation of the Class A performance rights was undertaken with factors and assumptions being used in determining the fair value of each right on the grant date.

Note1 12 months from admission date

Note2 24 months from admission date

Note3 36 months from admission date

Valuation of the he Class B performance rights was undertaken with factors and assumptions being used in determine the fair value of the rights after taking into consideration the drilling and assay results achieved to date.

2022

Class		Number	Fair Value S	Grant Date	Expiry Date	Expense During the Period
A	Finch, Burke, Lofthouse, McKay	5,000,000	757,650	23/11/2021	22/11/2024	129,528
A	Moreno	1,000,000	127,090	1 /05/2022	30/04/2025	6,964
A	Meshesha	500,000	63,545	1/06/2022	31/05/2025	1,827
Total Class A		**6,500,000**	**948,285**			**138,319**
B	Finch, Burke, Lofthouse, McKay	5,000,000	1,277,500	23/11/2021	22/11/2024	573,750
B	Moreno	1,000,000	230,000	1 /05/2022	30/04/2025	103,500
B	Meshesha	500,000	115,000	1/06/2022	31/05/2025	54,000
Total Class B		**6,500,000**	**1,622,500**			**731,250**
TOTAL		**13,000,000**	**2,570,785**			**869,569**

Performance Valuation

	Directors/CFO	CEO	Other	Directors/CFO	CEO	Other	Total
Tranche	A			B			
Exercise Price	nil			nil			
Grant Date	23/11/21	1/05/22	1/06/22	23/11/21	1/05/22	1/06/22	
Value per PR	$0.15153	$0.12709	$0.1380	$0.25	$0.23	$0.24	
Number of PRs	5,000,000	1,000,000	500,000	5,000,000	1,000,000	500,000	13,000,000
Vesting Date	22/11/24	30/04/25	31/05/25	22/11/24	30/04/25	31/05/25	
P.R. Hurdle	40 cents			250,000 Oz JORC			

	30 June 2022	30 June 2021
20. Accumulated Losses	**$**	**$**
Opening Balance	(2,468,848)	(648,822)
Net Loss attributable to members	(2,154,504)	(1,820,026)
Closing Balance	**(4,623,352)**	**(2,468,848)**

21. Financial Risk Management

The Company's principal financial instruments comprise receivables, payables, and cash.

The Board of Directors has overall responsibility for the oversight and management of the Company's exposure to a variety of financial risks (including fair value interest rate risk, credit risk, liquidity risk and cash flow interest rate risk).

The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company.

Interest rate risks

The Company's exposure to market interest rates relates to cash deposits held at variable rates. The Board constantly analyses its interest rate exposure. Within this analysis consideration is given to potential renewals of existing positions

Credit risk

The maximum exposure to credit risk at balance date is the carrying amount (net of provision of doubtful debts) of those assets as disclosed in the Statement of Financial Position and notes to the financial statements. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Credit risk related to balances with banks and other financial institutions is managed by the board. The board's policy requires that surplus funds are only invested with counterparties with a Standard & Poor's rating of at least A+.

Liquidity risk

The responsibility for liquidity risk management rests with the Board of Directors. The Company's liquidity risk by maintaining sufficient cash or credit facilities to meet the operating requirements of the business and investing excess funds in highly liquid short term investments

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Maturity profile of financial instruments

The following tables detail the Company's exposure to interest rate risk as at 30 June 2022 and 30 June 2021:

30 June 2022	Floating Interest Rate	Fixed Interest Maturing in 1 year or less	Non Interest Bearing	2022 Total
	$	$	$	$
Financial Assets				
Cash and Cash Equivalents	-	-	3,440,943	3,440,943
Trade and Other Receivables	-	-	21,893	21,893
	-	**-**	**3,462,836**	**3,462,836**
Weighted average effective interest rate	nil			
Financial Liabilities				
Trade and Other Payables	-	-	302,880	302,880
Lease Liabilities	60,869	-	-	60,869
	60,869	-	**302,880**	**363,749**

30 June 2021	Floating Interest Rate	Fixed Interest Maturing in 1 year or less	Non Interest Bearing	2021 Total
	$	$	$	$
Financial Assets				
Cash and Cash Equivalents	-	-	5,084,472	5,084,472
Trade and Other Receivables	-	-	37,108	37,108
	-	**-**	**5,121,580**	**5,121,580**
Weighted average effective interest rate	nil			
Financial Liabilities				
Trade and Other Payables	-	-	769,920	769,920
	-	**-**	**769,920**	**769,920**

Net Fair Value

The carrying value and net fair values of financial assets and liabilities at balance date are:

	2022		2021	
	Carrying Value	Net Fair Value	Carrying Value	Net Fair Value
	$	$	$	$
Financial Assets				
Cash and Deposits	3,440,943	3,440,943	5,084,472	5,084,472
Receivables	21,893	21,893	37,108	37,108
	3,462,836	**3,462,836**	**5,121,580**	**5,121,580**
Financial Liabilities				
Payables	302,880	302,880	769,920	769,920
Unsecured Loans	60,869	60,869	-	-

	363,749	**363,749**	**769,920**	**769,920**

The financial instruments recognised at fair value in the statement of financial position have been analysed and classified using a fair value hierarchy reflecting the significance of the inputs used in making the measurements. All financial instruments measured at fair value are level one, meaning fair value is determined from quoted prices in active markets for identical assets.

Sensitivity Analysis
Interest Rate Risk

The Company has performed sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks

Sensitivity

	30 June 2022 $	**30 June 2021 $**
Change in Loss		
- Increase in interest rate by 100 basis points	34,409	50,845
- Decrease in interest rate by 100 basis points	(34,409)	(50,845)
Change in Equity		
- Increase in interest rate by 100 basis points	34,409	50,845
- Decrease in interest rate by 100 basis points	(34,409)	(50,845)

22. Earnings per Share

a) Reconciliation of earnings to profit or loss:

Loss for the year	(2,154,504)	(1,820,025)
Loss used to calculate the basic and diluted EPS	(2,154,504)	(1,820,025)

b) Basic and diluted weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	65,318,519	43,985,566

23. Commitments

In order to maintain rights of tenure to mining tenements, the Company would have the following discretionary exploration expenditure requirements up until expiry of leases. These obligations, which are subject to renegotiation upon expiry of the leases, are not are not provided for in the financial statements and are payable:

	30 June 2022 $	**30 June 2021 $**
Tenement Commitments		
Not longer than one year	1,010,534	1,010,534
Longer than one year but not longer than five years	3,373,764	3,280,468
Longer than five years	3,531,823	4,138,600
	7,916,121	**8,429,602**

The Company currently has commitments in excess of cash, however the Board believes will be able to raise the additional funds to satisfy the commitments for the future.

If the Company decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties will reduce or extinguish these obligations.

	30 June 2022 $	30 June 2021 $
Tenement Capital Commitments		
Not longer than one year	-	50,000

24. Operating Segments

The Company operates in Western Australia, Australia.

25. Contingencies

The directors are not aware of any contingent liabilities or assets as at 30 June 2022.

26. Events after the reporting period

No material event has occurred after the reporting period.

Additional Shareholders Information

Information required by Australian Stock Exchange Limited and not shown elsewhere in this Annual Report is as follows. The information is provided as at 20 September 2022.

DETAILS OF HOLDERS OF EQUITY SECURITIES

ORDINARY SHAREHOLDERS

There are 77,818,519 fully paid ordinary shares on issue, held by 407 individual shareholders. Each member entitled to vote may vote in person or by proxy or by attorney and on a show of hands. Every person who is a member or a representative or a proxy of a member shall have one vote and on a poll every member present in person or by proxy or attorney or other authorised representative shall have one vote for each share held

20 LARGEST SHAREHOLDERS AS AT 20 SEPTEMBER 2022

Rank	Name	Units	% of Units
1	AUSTRAL PACIFIC PTY LTD	5,820,000	7.48
2	TURF MOOR PTY LTD	5,000,000	6.43
3	MR TSHUNG HUI CHANG	3,352,500	4.31
4	MR PHILLIP RICHARD PERRY	2,964,697	3.81
5	MR DARREN CARTER	2,850,000	3.66
6	TWO TOPS PTY LTD	1,750,000	2.25
7	JOJO ENTERPRISES PTY LTD <SFI FAMILY A/C>	1,625,000	2.09
8	BEARAY PTY LTD <BRIAN CLAYTON S/F A/C>	1,492,537	1.92
9	INJI INVESTMENTS PTY LTD	1,405,000	1.81
10	BLUE COASTERS PTY LTD	1,250,000	1.61
11	FAIRBROTHER HOLDINGS PTY LTD	1,250,000	1.61
12	OCEAN REEF HOLDINGS PTY LTD	1,250,000	1.61
13	MANDOLIN NOMINEES PTY LTD <TJ COWCHER FAMILY A/C>	1,150,000	1.48
14	ATKINS SUPERANNUATION FUND PTY LTD <ATKINS SUPER A/C>	1,000,000	1.29
15	CERTANE CT PTY LTD <BC1>	850,000	1.09
16	KHE SANH PTY LTD <TRADING NO 2 A/C>	850,000	1.09
17	MR SEAGER REX HARBOUR	840,000	1.08
18	OCEANIC CAPITAL PTY LTD	797,323	1.02
19	LADYMAN SUPER PTY LTD <LADYMAN SUPER FUND A/C>	773,134	0.99
20	FLOREANT AMBO PTY LTD <REZOS FAMILY SUPER A/C>	750,000	0.96
Totals: Top 20 holders of TOR ORDINARY FULLY PAID		**37,020,191**	**47.57%**
Total Remaining Holders Balance		**40,798,328**	**52.43%**
Total Holders Balance		**77,818,519**	**100%**

Stock Exchange Information as at 20 September 2022

DISTRIBUTION OF SHAREHOLDER	NUMBER OF HOLDERS	NUMBER OF UNITS	% TOTAL ISSUED ISSUED CAPITAL
1 - 1,000	13	3,134	0.00%
1,001 - 5,000	37	132,682	0.17%
5,001 - 10,000	39	328,966	0.42%
10,001 - 100,000	180	8,890,827	11.43%
100,001 - and over	138	68,462,910	87.98%
TOTAL	**407**	**77,818,519**	**100%**

As at report date, the following shareholders are recorded as Substantial Shareholders

Austral Pacific Pty. Ltd.	5,820,000	7.48%
Turf Moor Pty. Ltd.	5,000,000	6.43%

VOTING RIGHTS

Subject to any rights or restrictions for the time being attached to any class or classes (at present there are none) at general meetings of shareholders or classes of shareholders:

(a) each shareholder entitled to vote, may vote in person or by proxy, attorney or representative;

(b) on a show of hands, every person present who is a shareholder or a proxy, attorney or representative of a shareholder has one vote; and

(c) on a poll, every person present who is a shareholder or a proxy, attorney or representative of a shareholder shall, in respect of each fully paid share held, or in respect of which he/she has appointed a proxy, attorney or representative, have one vote for the share, but in respect of partly paid shares shall have a fraction of a vote equivalent to the proportion which the amount paid up bears to the total issue price for the shares.

HOLDERS OF NON-MARKETABLE PARCELS

There are 19 shareholders who hold less than a marketable parcel of shares.

UNLISTED OPTIONS

Date	Number	Entity	Terms
28/7/2020	1,000,000	Martin Place Securities Pty. Ltd.	30 cents 3years to 27 July 2023
23/12/2020	2,250,000	Seed Capital	25 cents 3 years to 22 Dec 2023
2/6/2021	3,875,000	Zenix Nominees Pty. Ltd.	27.5 cents 3 years to 1 June 2024
2/6/2021	5,500,000	Zenix Nominees Pty. Ltd.	30 cents 3 years to 1 June 2024
1/12/2021	12,634,092	Shareholder Entitlement	30 cents 3 years to 30 November 2023
18/2/2022	2,000,000	Zenix Nominees Pty. Ltd.	30 cents 2 years to 17 February 2024

Date	Number	Entity	Terms
29/6/2022	3,000,000	Zenix Nominees Pty. Ltd.	30 cents 18 months to 28 December 2024
29/6/2022	750,000	Harshell Investments Pty Ltd	30 cents 18 months to 28 December 2023
29/6/2022	25,000	Porites Pty. Ltd. <A.L. Lofthouse Private SF A/C>	30 cents 18 months to 28 December 2023
Total	**38,509,092**		

SHARE BUY-BACKS

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

OTHER INFORMATION

Torque Metals Limited is incorporated and domiciled in Australia and is a Public Listed Company limited by Shares.

Tenements

INTEREST IN MINING TENEMENTS as at 20 September 2022

Tenement	Project Name	Registered Holder	Beneficial Interest
M 15/1175	Paris Gold	Torque Metals Ltd	100%
M 15/479	Paris Gold	Torque Metals Ltd	100%
M 15/480	Paris Gold	Torque Metals Ltd	100%
M 15/481	Paris Gold	Torque Metals Ltd	100%
M 15/482	Paris Gold	Torque Metals Ltd	100%
M 15/496	Paris Gold	Torque Metals Ltd	100%
M 15/497	Paris Gold	Torque Metals Ltd	100%
M 15/498	Paris Gold	Torque Metals Ltd	100%
M 15/1719	Paris Gold	Torque Metals Ltd	100%
P 15/5992	Paris Gold	Torque Metals Ltd	100%
P 15/6149	Paris Gold	Torque Metals Ltd	100%
E 15/1736	Paris Gold	Jindalee Resources Ltd*	0%
E 15/1747	Paris Gold	Jindalee Resources Ltd*	0%
E 15/1752	Paris Gold	Jindalee Resources Ltd*	0%
E 77/2522	Bullfinch	Torque Metals Ltd	100%
E 77/2222	Bullfinch	Torque Metals Ltd	100%
E 77/2251	Bullfinch	Torque Metals Ltd	100%
E 77/2350	Bullfinch	Torque Metals Ltd	100%
E 77/2607	Bullfinch	Torque Metals Ltd	100%

**Jindalee Resources Ltd = first year farm-in earning interest*
Torque Metals Limited is the Manager of all Tenements
P: Prospecting Licence
E: Exploration Licence
M: Mineral Licence