TERRAMIN

28 February 2020

ASX Market Announcements Office

ASX Limited

Exchange Centre

Level 4, 20 Bridge Street

SYDNEY NSW 2000

Dear Sir/Madam,

Terramin Australia's 2019 Full Year Financial Results for Announcement to the Market

Terramin Australia Limited announced its results today for the full year ended 31 December 2019.

Please find attached Appendix 4E and 2019 Annual Report including:

- Annual Financial Report
- Additional Securities Exchange Information

This ASX Release was approved by the Terramin Board.

Regards

Richard Taylor
Chief Executive Officer and Company Secretary

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Appendix 4E Statement

TERRAMIN AUSTRALIA LIMITED

PRELIMINARY FINAL REPORT

Current reporting period:	12 months ended 31 December 2019
Previous corresponding period:	12 months ended 31 December 2018
Reporting Cycle:	12 months

Results for Announcement to the Market

(All comparisons to year ended 31 December 2019)	$'000	Up/down	Movement %
Revenues from ordinary activities	-	-	-
Revenues from ordinary activities excluding interest income	-	-	-
Loss after tax from ordinary activities	(5,611)	down	7

Operating and Financial Review

There was no revenue from ordinary activities for the financial year ended 31 December 2019.

The commentary on the consolidated results and outlook, including changes in the state of affairs and likely developments of the consolidated entity, are set out in the Review of Operations section of the Directors Report. Further Appendix 4E disclosure requirements can be found in the 31 December 2019 Annual Financial Report and accompanying notes.

Dividends Information

	Amount per share (cents)	Franked amount per share (cents)	Tax rate for franking credit
Interim 2018 dividend per share	Nil	Nil	Nil
Final 2018 dividend per share	Nil	Nil	Nil

No interim dividend was paid for the year ending 31 December 2019 and no final dividend has been proposed for the year ending 31 December 2019.

Net Tangible Assets per Security

	31 December 2019	31 December 2018
Net tangible assets per security	0.02	0.03

Independent Auditors Report

The consolidated financial statements upon which this Appendix 4E is based have been audited and the Independent Auditors Report to the members of Terramin Australia Limited is included in the attached Annual Financial Report.

TERRAMIN

2019 Annual Report

Contents

About Terramin

Terramin Australia Limited engages in the exploration, evaluation and development of base and precious metal projects in Australia and overseas.

Terramin has a clear focus on growing a production pipeline of base and precious metal projects close to infrastructure and with low capital and operating costs. Consistent with this focus, the Group holds a number of highly prospective mineral deposits and exploration tenements across South Australian and Algerian locations.

Projects include the flagship Tala Hamza Zinc Project, which is located on the Mediterranean coast of Algeria and is a joint venture with two Algerian government-owned companies, as well as the Bird-in-Hand Gold Project, Angas Zinc Mine, the Kitticoola joint venture, the Kapunda joint venture, the Adelaide Hills exploration tenements and two exploration earn-in agreements relating to the South Gawler Ranges and Wild Horse tenements in South Australia. In total, the Group has access to 3 billion pounds of zinc, 265,000 ounces of gold and 260 million pounds of copper in situ.

Terramin has a highly capable team to take projects from exploration through feasibility to production. This team is supported by a Board which has extensive business and project development experience.

The safety of everyone involved in operations is at the core of the Company. The primary objective is to operate in a manner that builds long term, sustainable value for shareholders.

Registered and Business Office

Terramin Australia Limited

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Fullarton, South Australia, 5063
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W www.terramin.com.au
ABN 67 062 576 238
ACN 062 576 238

Auditors

Grant Thornton Audit Pty Ltd

Level 3, 170 Frome Street
Adelaide, South Australia, 5000

Share Registry

Computershare Investor Services Pty Ltd

Level 5, 115 Grenfell Street
Adelaide, South Australia, 5000
T 1300 556 161

Australian Securities Exchange

ASX ticker code: **TZN**

Corporate Information

Directors

Feng Sheng
Executive Chairman

Michael Kennedy
Non-Executive Deputy-Chairman

Angelo Siciliano
Non-Executive Director

Kevin McGuinness
Non-Executive Director

Wang Xinyu
Executive Director

Chief Executive Officer and Company Secretary

Richard Taylor

Chairman's Review

Dear Fellow Shareholders,

In 2019, Terramin continued to focus on moving its major assets, Tala Hamza in Algeria and Bird-in-Hand in South Australia, towards production.

There has been considerable progress in South Australia with the lodgement of the mining lease application for the Bird-in-Hand Gold Mine. Unfortunately, progress has slowed in respect of Tala Hamza as the Algerians work through a peaceful transition of government.

With the Australian dollar gold price trading at historical highs, we are very excited about the prospect of substantial returns from the Bird-in-Hand Gold Project and the outlook for zinc and lead remains strong which will underwrite the Tala Hamza Project.

There has also been considerable progress made in adding value to Terramin's considerable mineral portfolio with the establishment of two exploration joint ventures with Freeport McMoRan totalling $31.0 million, positive progress at the Kapunda Copper Joint venture and the negotiation of exploration rights of the high grade historic Kitticoola

My Directors and I are also highly appreciative of the continued support we are getting from many of our shareholders with $8.6 million raised in a recent rights issue.

Our management team have continued to work diligently on all our projects whilst minimising administrative and holding costs.

Tala Hamza Zinc Project

Terramin has continued to engage with its joint venture partners and the Algerian government regarding the development of this project.

Following confirmation from our Algerian partners that they accept the technical aspects of the project, we have continued to have a dialogue in regard to the commercial and financial outcomes of the project.

Unfortunately, whilst discussions have been positive with a high level of cooperation from our partners, progress has been slowed as the Algerian government has been in a transitional political phase as they appoint a new president and government. Now that a new government has been established, we are confident that positive discussions will resume.

Bird-in-Hand Gold Project

We have been continuing to make pleasing progress in respect to advancing the Bird-in-Hand Gold Project towards development.

The completion of the Managed Aquifer Recharge test work enabled the Company to complete and lodge with the South Australian government, a Mining Lease Application. This application is now under consideration by the Department for Energy and Mining and we anticipate approval in 2020.

On behalf of my fellow directors, I would like to acknowledge the devastating impact of the Cudlee Creek fire on the local community. We would like to also acknowledge the great work of all emergency services in protecting the local community. Terramin's Bird-in-Hand property, Goldwyn, was partially damaged by the fire however damage was limited due to the efforts of our staff and our neighbours. Terramin has extended assistance to its near neighbours following the fire.

The Company is advancing the finalisation of a definitive feasibility study which is expected to be finalised in the 2nd quarter of this calendar year. We are also in discussions with a number of parties in respect of the funding of the construction of the Bird-in-Hand Gold Project.

Concluding Remarks

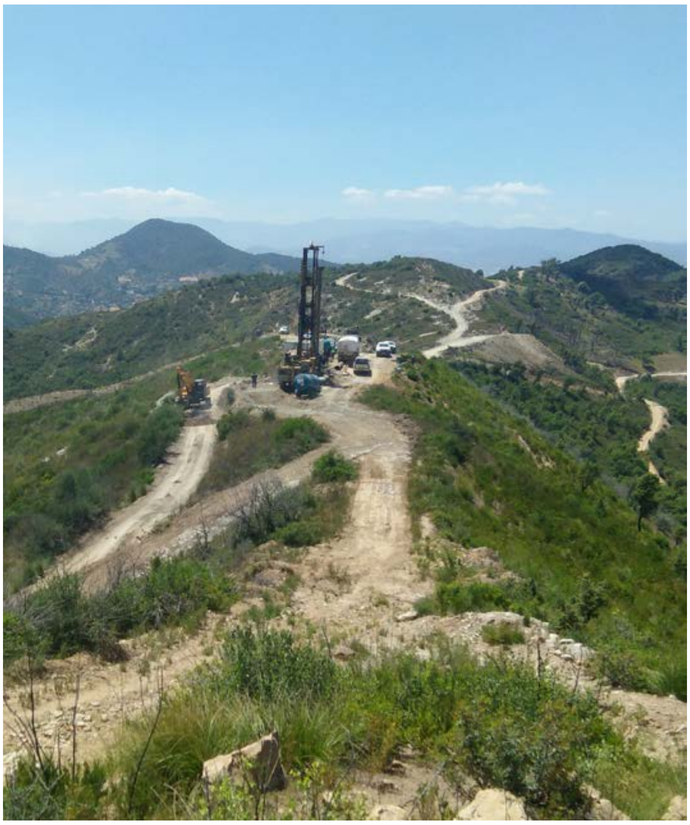
I believe that 2020 is going to be a very exciting year for the Company with positive news on Bird-in-Hand and Tala Hamza and hopefully exciting news of our exploration activities.

Feng (Bruce) Sheng
Executive Chairman

Key Projects

TALA HAMZA ZINC PROJECT
ALGERIA (65%)

- Mineral Resource of 53.0 million tonnes @ 5.3% zinc and 1.3% lead.
- Definitive Feasibility Study 2018, mining lease application and Environmental Impact Study substantially completed and ready for lodgement by joint venture partners.
- Extensive infrastructure in place.
- Low power and fuel costs.
- Attractive regional exploration.



BIRD-IN-HAND GOLD PROJECT
SOUTH AUSTRALIA (100%)

- Mineral Resource of 265,000 ounces at 12.6 g/t gold.
- Ore body remains open at depth with further exploration upside nearby.
- Scoping Study for Bird-in-Hand released with Post-Tax Nominal NPV_8 of $101 and IRR 96%. [1]
- Utilising existing Angas Processing Facility.
- Initial bores required for the Managed Aquifer Recharge (MAR) installed.

1. *NPV_8: NPV has been discounted using a discount rate of 8%. NPV and IRR are discounted from ramp up of start-up capital.*

Financial Report

Directors' Report

for the Year Ended 31 December 2019

Your Directors submit their report on the consolidated entity Terramin Australia Limited (the Company or Terramin) and its controlled entities (the Group), for the year ended 31 December 2019 and auditor's report.

Directors

The following persons were Directors of the Company during the whole of the year and up to the date of the report unless stated otherwise:

Mr Feng (Bruce) Sheng

Executive Chairman

Appointed Director 17 April 2013 and
Executive Chairman 11 January 2018

Mr Sheng is Chairman of Melbourne based Asipac Group (including Asipac Capital Pty Ltd and Asipac Group Pty Ltd) (**Asipac**). He has owned and operated several businesses over the years predominantly focused in property investment and development. Asipac is an active investor in the resources sector and a significant shareholder in Terramin. Asipac is also an active member of the Australia China Business Council (ACBC) and Mr Sheng is the Vice-President of the ACBC (Victoria).

Mr Michael H Kennedy

B.Com (Economics)

Non-Executive Deputy Chairman

Appointed 15 June 2005

Mr Kennedy has enjoyed a 40 year career in the non-ferrous mining and smelting industry, and has held a number of senior marketing and logistics roles with the CRA/RTZ Group, managing raw material sales from the Bougainville, Broken Hill, Cobar and Woodlawn mines, managed raw material purchases and supply into the Port Pirie lead smelter, Budel zinc smelter (Netherlands), and the Avonmouth (UK) and Cockle Creek (Newcastle) zinc-lead smelters. He was the resident Director of the Korea Zinc group of companies in Australia from 1991 until 2005, which encompassed the construction and commissioning of the Sun Metals zinc refinery in Townsville. Mr Kennedy is a member of the Audit, Risk and Compliance Committee and the Nominations and Remuneration Committee.

Mr Wang Xinyu

Executive Director

Appointed Director 2 March 2017 and Executive Director 11 January 2018

Mr Wang has project management experience in a number of smelting and mining operations in the Middle East and Central Asia, notably the Iran Yazd Zinc Mine and Smelter and the Arak Aluminium Smelter Project. Mr Wang is a former vice president of China Non-Ferrous Metal Industry's Foreign Engineering and Construction Co Ltd.

Mr Kevin McGuinness

BAA, ACA

Non-Executive Director

Appointed 17 April 2013

Mr McGuinness is a finance executive with more than 25 years of experience as a Director and in executive management with ASX listed and private companies in the mining, medical equipment industries and not-for-profit organisations. Mr McGuinness was previously the Chief Financial Officer of Exact Mining Services. He is the current Chairman of Green Industries SA, a former Director and Chairman of the Royal Zoological Society of SA and a former Director of ASX listed, Ellex Medical Lasers Limited. Mr McGuinness is Chair of the Audit, Risk and Compliance Committee and the Nominations and Remuneration Committee.

Mr Angelo Siciliano

FIPA, Registered Tax Agent, BBus

Non-Executive Director

Appointed 2 January 2013

Mr Siciliano has more than 20 years of experience as an accountant in property development and financial accounting. Mr Siciliano is the Chief Financial Officer of Asipac and for the last 17 years has owned and managed an accounting practice predominantly focussing on taxation advice and business consulting. Mr Siciliano is a fellow of the Institute of Public Accountants. He is a member of the Company's Audit, Risk and Compliance Committee, and of the Nominations and Remuneration Committee.

Company Secretary

Mr Richard Taylor

BEco & Law (First Class Honours), Masters of Law, MBA, GAICD

Chief Executive Officer

Appointed 1 March 2019

Mr Taylor is a mining executive with more than 15 years' experience in senior international and resource sector roles. He was most recently Managing Director of PanAust Ltd's Asia business subsidiary, Phu Bia Mining Limited, where he held responsibility for business development initiatives in Myanmar and exploration in Laos. He has held senior executive roles with Mineral Deposits Limited, Oxiana Ltd, MMG and the World Bank. Richard is a graduate and member of the Australian Institute of Company Directors (GAICD) and has held board roles with a number of companies and not-for-profit organisations. Richard holds an MBA from the University of Cambridge and is a qualified lawyer admitted to practice in New South Wales.

Directors' Report (continued)

Meetings of Directors

The number of meetings of the Company's Board of Directors and of each Board committee held during the year ended 31 December 2019, and the number of meetings attended by each Director were:

Directors	Directors' Meetings		Audit, Risk & Compliance Committee		Nominations & Remuneration Committee	
	E	A	E	A	E	A
F Sheng	13	13	-	-	-	-
M Kennedy	13	13	4	4	2	2
K McGuinness	13	13	4	4	2	2
A Siciliano	13	12	4	4	2	2
X Wang	13	4	-	-	-	-

E Number of meetings eligible to attend.
A Number of meetings attended.

Principal Activities

During the year, there were no significant changes in the nature of the Group's principal activities which continued to focus on the development of and exploration for base and precious metals (in particular zinc, lead and gold) and other economic mineral deposits.

Operating Results

The consolidated loss of the Group after providing for income tax was $5.6 million for the year ended 31 December 2019 (2018: $6.0 million). The major contributors to the result were development costs, interest and administration expenditure in relation to Australian and overseas operations.

The consolidated net asset position as at 31 December 2019 was $50.5 million, increased from $47.4 million as at 31 December 2018.

Dividends Paid or Recommended

No dividends were paid or declared during the year and no recommendation was made to pay a dividend.

Review of Operations

During the year, the Company continued to focus on the exploration, evaluation and development of base and precious metal projects in Australia and Algeria. Highlights for each of the Company's major projects are reported below.

North African Projects

Tala Hamza Zinc Project
(Terramin 65%)

The Tala Hamza Zinc Project is 100% owned by Western Mediterranean Zinc Spa (WMZ). Terramin has a 65% shareholding in WMZ. The remaining 35% is held by two Algerian Government owned companies: Enterprise National des Produits Miniers Non-Ferreux et des Substances Utiles Spa (ENOF) (32.5%) and Office National de Recherche Géologique et Minière (ORGM) (2.5%). WMZ was formed following a resolution of the State Participation Council (CPE) to create a legal entity between ENOF and Terramin for the development and mining of the Tala Hamza zinc-lead deposit.

In December 2018, Terramin was advised by its joint venture partners that they were satisfied with the technical aspects of the project. This enabled the parties to begin discussions on the economic and commercial aspects of the project, including financing.

In April 2019, Algerian President Abdelaziz Bouteflika stepped down after 20 years in power. This has resulted in the Algerian government essentially being in caretaker mode until the new President, Abdelmadjid Tebboune was elected in December 2019. During this period, the Algerian government was not making any decisions in respect of major projects, including Tala Hamza. Terramin is expecting discussions with the Algerian parties to resume in early 2020 following the establishment of the new government.

Australian Projects

Bird-in-Hand Gold Project (including Angas Zinc Mine and Processing Facility)
(Terramin / Terramin Exploration Pty Ltd 100%)

The Bird-in-Hand Gold Project is located approximately 30km north of Terramin's existing mining and processing facilities at the Angas Zinc Mine in Strathalbyn. The project has a high grade Resource of 265,000 ounces of gold at 12.6g/t, which is amenable to underground mining. Subject to required regulatory approvals, the Bird-in-Hand material will be processed utilising the facilities at the Angas Zinc Mine, which can be modified to process gold-bearing material. The existing tailings dam has the capacity to hold all the Bird-in-Hand tailings.

The Angas Zinc Mine and Processing Facility is located 2 km outside the town of Strathalbyn, 60 km south east of Adelaide. The mine is currently in care and maintenance pending the resumption of exploration at depth and near mine, in addition to evaluation of the development of the Bird-in-Hand Gold Project. The site remains in compliance with the lease conditions on all levels.

The Bird-in-Hand deposit has a global Mineral Resource Estimate of 650 Kt (at a cut off of 1.0 g/t) including an Indicated Resource of 432 Kt. Total material mined (at a project evaluation cut-off grade of 1.0 grams per tonne) is 595 Kt at 11g/t (76% Indicated and 24% Inferred) with an average mine production rate of 150 Ktpa and mine life of 4 years (5 years including pre-production and final backfilling).

In June 2019, Terramin lodged the Mining Lease Application for the Bird-in-Hand Gold Project and a Miscellaneous Purpose Lease in respect of the processing of ore at the Angas Zinc Mine site. The lodgement of these applications was followed by an extensive period of public consultation that closed in late September 2019.

Directors’ Report (continued)

Terramin is expecting to receive feedback on the applications in early 2020 with approval expected later in 2020. In the meantime, Terramin is drafting the Program for Environmental Protection and Rehabilitation (PEPR) which is anticipated to be lodged soon after the approval of the Mining Lease.

Further technical studies in respect of geotechnical conditions, ventilation and surface infrastructure as well as some drilling to obtain ore for metallurgical test work, has been progressed to support the finalisation of the definitive feasibility study in early 2020.

Discussions with potential offtake partners and other parties in respect of the financing of the project have commenced with a high level of interest recorded.

Adelaide Hills Project

(Terramin / Terramin Exploration Pty Ltd 100%)

The Adelaide Hills Project consists of eleven exploration tenements that cover 3,481km² largely over the southern Adelaide Fold Belt. This project area is considered prospective for gold, copper, lead and zinc. In addition to Bird-in-Hand Gold Project and the Kapunda Copper Joint Venture, current active project areas include Wild Horse and Kitticoola.

In January 2019, Terramin acquired a 100 % holding of Private Mine 53, which covers the historic Kitticoola copper gold mine located 2.5km south of Palmer and approximately 62km by road from the Angas Zinc Mine. The Kitticoola Mine operated between 1846 and 1869 as a copper mine producing 7,000 tonnes of ore at an estimated average grade of 2.25% copper. The gold potential was not realised until 1890 and the mine intermittently produced 30,000 tonnes of ore at an average recovered grade of 5.4 g/t gold at that time. Mineralisation in the mine area is comprised of nine lodes, with only three, the Baker, Mastermann and Anstey lodes having been opened to any extent. The lodes occupy two sets of tensional fractures within the Palmer Fault. Lodes occur within the Palmer Granite as narrow veins ranging from 1m to 15m in width and 30m to 200m in length. In 1981 CRA Exploration Pty Ltd (CRA) evaluated the remnant mineralisation in the oxide and sulphides zones as having average grades of 5.24g/t gold and 0.55% copper and 14.52g/t gold and 4.45% copper respectively. Terramin will evaluate Kitticoola by drilling to test the modelled down plunge extension of the Mastermann Lode in early 2020.

In June 2019, Terramin entered into an earn in agreement with Freeport-McMoRan Exploration Pty Ltd (Freeport) in respect of the Wild Horse Copper Gold prospect near Murray Bridge. Freeport have agreed to spend $3.0 million over a maximum of 4 years to earn 51% and a further $20.0 million over a maximum of 6 years to earn a further 24%. Exploration has commenced and is expected to continue in the new year.

Kapunda Copper Joint Venture

(Terramin Exploration Pty Ltd 100%, subject to farm-out)

In August 2017, Terramin entered into an agreement with Environmental Copper Recovery Pty Ltd (ECR) in respect of the potential development of a low cost in situ recovery (ISR) copper project near Kapunda, South Australia, approximately 90 km north of Adelaide. The joint venture is investigating the potential to extract through ISR the copper from shallow oxide ores in and around the historic Kapunda Mine workings. If field leaching tests are successful, then a feasibility study of the project to produce copper (and possibly gold) will be commissioned. Under the terms of the agreement, ECR can earn a 50% interest in the project after spending $2.0 million and a further 25% after spending an additional $4.0 million. Subject to the completion of this expenditure, Terramin will retain 25% and receive a 1.5% royalty in respect of all metals extracted by the joint venture.

Terramin and ECR have estimated a combined Resource of 47.4 million tonnes at 0.25% copper containing 119,000 tonnes of copper using a 0.05% copper cut off. This Resource estimate is only in respect of that part of the Kapunda mineralisation that is considered amendable to ISR (copper oxides and secondary copper sulphides) and only reports mineralisation that is within 100 metres of the surface. ECR was successful in 2018 in securing $2.6 million in government funding to pursue the ISR testwork.

During the year, ECR has advanced its work with the completion of three drill holes at Kapunda. Two of these wells were screened and preliminary pump tests undertaken with further hydrological tests planned for early 2020. Analyses of the drill chips by a hand held X-Ray Fluorescence defined broad zones of copper mineralisation including 66 metres @ 0.27% copper and 23 metres @ 0.49%. Samples from these holes have been submitted to CSIRO for large particle leach tests to evaluate for copper recovery utilising ISR.

South Gawler Ranges Project

(Menninnie Metals Pty Ltd (MMPL) 100%)

The South Gawler Ranges Project is located in the Gawler Craton of South Australia, an area that is becoming increasingly recognised as an under-explored region with high discovery potential. The project comprises a group of eighteen Exploration Licenses totaling 4,524km². The project area is prospective for a range of deposit styles that host combinations of gold, silver, copper, lead and zinc. The project hosts the Menninnie Dam deposit, the largest undeveloped lead-zinc deposit in South Australia.

In July 2019, Terramin entered into an earn-in agreement with Freeport in respect of the South Gawler Ranges Project. Freeport have agreed to spend $3.0 million over a maximum of 4 years to earn 70% and a further $5.0 million over a maximum of 6 years to earn a further 10%. Exploration has commenced and is expected to continue into the new year.

Directors' Report (continued)

Corporate

During the year the Company completed a pro rata non-renounceable rights issue offered to all existing shareholders raising $8.6 million. The funds raised was sufficient to support the Bird in Hand Gold Project Mining Lease Application and feasibility study, and pay down existing debt.

The Company agreed with its major shareholder Asipac to restructure their loan facilities during the year to increase the Standby Term Facility from $6.25 million to $15.55 million, to accommodate refinancing of the $5.3 million Angas Zinc Mine environmental closure bond, and extending the existing debt facilities to 30 April 2021.

The Corporate Facility has been repaid in full and the Standby Term Facility has been reduced to $15.52 million as a result of the Non-Renounceable Rights Issue in December 2019.

There were no options exercised and no options issued during the reporting period.

Business Development Activities

Throughout 2019, the Company continued to identify, assess and, where appropriate, pursue the acquisition of interests in advanced mining projects. The Company negotiated the acquisition of Private Mine 53 (PM53), which contains the historic Kitticoola Mine and entered into joint ventures with Freeport in respect of the Wild Horse copper-gold prospect and the South Gawler Ranges Project.

Significant Changes in State of Affairs

There were no significant changes in the state of affairs of the Group during the year, other than as referred to in this report.

Subsequent Events

There are no other matters or circumstances that have arisen since the end of the year that have significantly affected or may significantly affect either the entities operations or state of affairs in future years or the results of those operations in future years.

Future Developments

The Group will continue to work with its Algerian partners to obtain the regulatory approvals and proceed with the development of the Tala Hamza Zinc Project. The Group also intends to progress the Bird-in-Hand Gold Project through to the permitting of the project and undertake exploration and evaluation expenditure, particularly at Kitticoola.

Competent Person Statement

The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Mr Eric Whittaker (Tala Hamza, Menninnie, Angas and Kapunda Resources and Exploration Results) and Mr Dan Brost (Bird-in-Hand Resource), both being Competent Persons who are Member(s) of The Australasian Institute of Mining and Metallurgy (AusIMM).

Mr Whittaker is employed as the Regional Exploration Manager of Terramin Australia Limited and Mr Brost is a geologist consulting to Terramin. Mr Whittaker and Mr Brost have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as Competent Person(s) as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'.

Mr Whittaker and Mr Brost consent to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The information in this report that relates to Ore Reserves is based on information compiled or reviewed by Mr Luke Neesham, a Competent Person who is a Member of The Australasian Institute of Mining and Metallurgy (AusIMM). Mr Neesham is Principal Mining Engineer for GO Mining Pty Ltd a consulting firm engaged by Terramin Australia Limited to prepare mining designs and schedules for the Tala Hamza Feasibility Study. Mr Neesham has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Neesham consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Directors' Report (continued)

Corporate Governance Statement

Terramin has adopted fit for purpose systems of control and accountability as the basis for the administration and compliance of effective and practical corporate governance. These systems are reviewed regularly and revised if appropriate.

The Board is committed to administering the Company's policies and procedures with transparency and integrity, pursuing the genuine spirit of good corporate governance practice. To the extent they are applicable, the Company has adopted the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, 3rd Edition. As the Group's activities transform in size, nature and scope, additional corporate governance structures will be considered by the Board and assessed as to their relevance.

In accordance with the ASX Listing Rules, the Corporate Governance Statement and Appendix 4G checklist are released to the ASX on the same day the Annual Report is released. The Corporate Governance policies and charters can be found on the Company's website.

Audit and Risk Committee - assists the Board in the effective discharge of its responsibilities in relation to financial reporting and disclosure processes, internal financial controls, funding, financial risk management, including external audit functions, and oversight of the internal control and risk management system's effectiveness.

Nomination and Remuneration Committee - assists the Board in discharging its responsibilities relating to the remuneration of directors, executives and employees, succession planning, and relevant policy establishment and monitoring.

Our Board of Directors and Executives

Name of Director	Term	Classification
Mr Feng (Bruce) Sheng	Director and Chairman	Executive
Mr Michael Kennedy	Director and Deputy Chairman	Independent
Mr Kevin McGuinness	Director	Independent
Mr Angelo Siciliano	Director	Non-Independent
Mr Wang Xinyu	Director	Executive
Name of Executive	**Term**	**Classification**
Mr Richard Taylor	Chief Executive Officer and Company Secretary	Executive

This Corporate Governance Statement is current as at 28 February 2020 and has been approved by the Board of Terramin Australia Limited.

Share Capital

(a) Ordinary Shares

As at 31 December 2019, there were 2,116,562,720 fully paid ordinary shares in the capital of the Company on issue.

(b) Unlisted Options outstanding at the date of this report

At the date of this report, 10,000,000 unlisted options over fully paid ordinary shares in the capital of the Company were on issue.

Expiry Date	Exercise Price $	Number of Options on Issue
2 August 2023	0.20	2,500,000
2 August 2023	0.25	2,500,000
2 August 2023	0.32	2,500,000
2 August 2023	0.40	2,500,000
Total		**10,000,000**

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

(c) Unlisted options exercised/cancelled during the year

There were no unlisted options over fully paid ordinary shares in the capital of the Company exercised during the period.

(d) Unlisted options exercised/cancelled since 31 December 2019

No unlisted options over fully paid shares in the Company have been exercised or cancelled since 31 December 2019.

(e) Share rights issued/converted during the year

During the year, there were no share rights issued and converted into shares during the reporting period.

(f) Share rights issued/converted since 31 December 2019

Since 31 December 2019, there were no share rights converted to ordinary shares.

Remuneration Report - Audited

This remuneration report for the year ended 31 December 2019 outlines the remuneration arrangements of the Company in accordance with requirements of the Corporations Act 2001 (Act) the Corporations Regulations 2001.

The remuneration report details the remuneration arrangements for Key Management Personnel (**KMP**). Under the Accounting Standards, KMPs are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company including any Director (whether executive or otherwise). The information regarding remuneration and entitlements of the Company's Board and KMP required for the purposes of Section 300A of the Act is provided below.

Directors' Report (continued)

(a) Directors and Other Key Management

The following persons were Directors of the Company during the financial year and up until the date of this report unless stated otherwise:

Non-Executive Directors
Mr F Sheng (Chairman - Non-Independent)
Mr MH Kennedy (Deputy Chairman - Independent)
Mr A Siciliano (Non-Independent)
Mr K McGuinness (Independent)
Mr X Wang (Non-Independent)

The following persons are also Key Management Personnel of the Group:

Other Key Management Personnel
Mr R Taylor (Chief Executive Officer)[1]
Mr S Iacopetta (Chief Financial Officer & Company Secretary)[2]

1. Mr R Taylor commenced Chief Executive Officer on 28 May 2018
2. Mr S Iacopetta concluded his employment on 1 March 2019

(b) Nominations and Remuneration Committee

The Nominations and Remuneration Committee is a committee of the Board. The current members of the committee are Mr K McGuinness (Chair), Mr MH Kennedy and Mr A Siciliano.

The Committee is responsible to assist the Board to:

- ensure it is of an effective composition, size and commitment to adequately discharge its responsibilities and duties; and
- independently ensure that the Company adopts and complies with remuneration policies that:
- attract, retain and motivate high calibre Directors and Executives so as to enhance performance by the Company;
- assess the human resource needs of the Company; and
- motivate Directors and management to pursue the long-term growth and success of the Company within an appropriate control framework and ensure that shareholder and employee interests are aligned.

(c) Remuneration Policy and Practices

This report outlines the remuneration arrangements for KMP of the Company. It is recognised that the performance of the Company depends on the quality and skills of its Directors and Executives. The Board is mindful of the need to attract, motivate and retain highly skilled Directors and Executives.

Compensation of KMPs of the Group is competitively set to attract and retain appropriately qualified and experienced Directors and Executives in accordance with the following principles:

- Provide competitive rewards in accordance with market standards to attract and retain high calibre Directors and other KMP; and
- Link rewards with the strategic goals and performance of the Group and the creation of shareholder value (by the granting of share options where appropriate).

The policy for determining the nature and amount of remuneration of the KMP includes consideration of individual performance in addition to the overall performance of the Group. Historically, the Group's performance was measured by a range of financial and production indicators. Since the Angas Zinc Mine was placed in care and maintenance, the remuneration of KMPs is dependent upon achievement of progress towards a number of company objectives:

1) company funding;

2) progress towards the development of the Tala Hamza Zinc Project (including delivery of revised DFS, decision to mine by the partners, approvals, funding and transition towards development);

3) progress towards the development of the Bird-in-Hand Gold Project (including approvals, financing, firming and expanding the existing resource); and

4) growing the Company's assets.

(d) Use of Remuneration Consultants

From time-to-time the Nominations and Remuneration Committee may seek external remuneration advice as required. No such advice was obtained during the reporting period.

(e) Remuneration Report Approval

At the last Annual General Meeting held on 30 May 2019, the Remuneration Report for the financial year ending 31 December 2018 was approved by shareholders.

(f) Executive Remuneration and Incentives

I. Fixed Remuneration

The fixed portion of Executive remuneration packages comprise a base salary, statutory superannuation payment and FBT charges related to employee benefits, such as car parking. Executive performance and remuneration packages are reviewed, where possible, annually by the Nominations and Remuneration Committee. The review process includes consideration of both individual performance and the overall performance of the Group.

II. Share Rights

Following the feedback from shareholders at the 2017 AGM the Board resolved to no longer issue share rights under the plan as part of the CEO's base salary. The Company currently does not have an operative Share Rights Plan.

III. Incentives

Performance based remuneration may include both short-term and long-term incentives, and is designed to reward KMP for meeting or exceeding key performance indicators (KPI's). KPI's may include financial metrics and completion of key group objectives. The Board may from time-to-time approve the award of such incentives subject to satisfaction of KPI's. The short-term incentive (STI) is an "at risk" bonus which may be provided in the form of cash and/or equity securities.

Directors' Report (continued)

Long-term incentives may be provided under the Terramin Australia Employee Option Plan (EOP). The Directors may grant options to employees to acquire shares at an exercise price set by the Board. Each share option converts into one ordinary share of the Company when exercised.

The grant of options is linked to the achievement of the Company's objectives (refer item (c) of the remuneration report) and the creation of shareholder value.

I. Employment Contracts

Mr Richard Taylor, the Company's Chief Executive Officer and Company Secretary, entered into an employment contract in May 2018 with no fixed term. The Company or the CEO may terminate the agreement by providing 3 months' notice. The Company may elect, at its discretion, to make a payment in lieu. Under this contract, Mr Taylor receives a salary of $325,000 per annum (including superannuation).

Unless agreed otherwise by the Board, termination payments of any Executives or employees are not payable in the instance of resignation or dismissal for serious misconduct.

(g) Directors Remuneration

I. Remuneration

The maximum aggregate fees payable to Non-Executive Directors is subject to approval by shareholders at a general meeting. All securities issued to Directors and related parties must be approved by shareholders at a general meeting.

Non-Executive Directors are either paid a base fee plus superannuation, or remunerated via contractual arrangements approved by the Board and negotiated in consultation with the Nominations and Remuneration Committee. The current Non-Executive base fees (other than fees for the Chairman and Deputy Chairman) are $40,000 per annum. The Chairman and Deputy Chairman receive $100,000 and $60,000 per annum respectively. The non-executive directors fees paid are consistent with fees paid to non-executive directors of comparable companies. Company policy supports the issue, where appropriate, of equity securities to Directors (whether Executive or Non-Executive) to help ensure Directors' interests are aligned with those of shareholders. The Board has not paid director's fees in shares during the reporting period.

The aggregate fees paid to Non-Executive Directors during 2019 was $212,500 (with a further $175,615 remaining unpaid, including $73,115 from prior year, at reporting date) compared to the maximum limit approved by shareholders at the 2010 Annual General Meeting of $700,000.

The Board recognises that from time-to-time, Non-Executive Directors are called upon to provide services in addition to their usual Director's duties. Accordingly, Directors may be compensated for additional duties undertaken at the request of the Board, for instance extensive travel to Algeria or meetings with overseas investors. In accordance with Company policy additional compensation of up to $1,000 per day may be provided to Directors for work additional to standard Board duties. This form of Non-Executive compensation is only provided in circumstances where Directors are required to commit time beyond that expected of a Non-Executive Director role and requires a continuous commitment of 2 or more days. Additional remuneration may be paid in shares in lieu of cash subject to shareholder approval.

During 2019 no additional fees were paid to Non- Executive Directors in relation to work outside of standard Board duties.

II. Director Options

There were no options or other equity securities issued to Directors during the year as remuneration.

III. Retirement or other Post-Employment Benefits

The Company has no policy to provide benefits to its Directors or Executives upon their retirement or otherwise upon cessation of employment, other than by making the statutory superannuation guarantee contributions as required by law.

IV. Board and Committees – Membership and Remuneration

The following table sets out the Chair and members of each committee and the annual fees allocated for each position.

Committee	Chairman Fee $	Vice Chairman Fee $	Member Fee $
Each Non-Executive Director	100,000	60,000	40,000
Additional work to standard Board duties[1]	1,000/day	1,000/day	1,000/day
Audit, Risk and Compliance			
K McGuinness (Chair), MH Kennedy, A Siciliano	7,500	-	5,000
Nominations and Remuneration			
K McGuinness (Chair), MH Kennedy, A Siciliano	7,500	-	5,000
Due Diligence			
K McGuinness (Chair), MH Kennedy	-	-	-

1. *Subject to Board approval to compensate for work undertaken in addition to standard Director's duties and requires a commitment of 2 or more days.*

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Directors' Report (continued)

(h) Parent Entity Directors' and Executives' Remuneration and Entitlements

During the year, the following cash and non-cash payments were made to the Key Management Personnel:

Key Management Personnel		Short Term Benefits		Long Term Benefits	Post-Employment		Share-based Payments			Total
		Salary & Fees	Contract Payments	Annual and Long Service Leave[7]	Super-annuation Benefits	Termination Benefits	Share Rights	Share Options	% of Total	
Directors[1]										
MH Kennedy	2019	63,927		-	6,073	-	-	-	0.0%	70,000
	2018	63,927	-	-	6,073	-	-	-	0.0%	70,000
A Siciliano	2019	-	50,000	-	-	-	-	-	0.0%	50,000
	2018	-	50,000	-	-	-	-	-	0.0%	50,000
K McGuinness	2019	-	55,000	-	-	-	-	-	0.0%	55,000
	2018	-	55,000	-	-	-	-	-	0.0%	55,000
F Sheng	2019	-	100,000	-	-	-	-	-	0.0%	100,000
	2018	-	100,000	-	-	-	-	-	0.0%	100,000
W Xinyu	2019	-	40,000	-	-	-	-	-	0.0%	40,000
	2018	-	40,000	-	-	-	-	-	0.0%	40,000
Key Management Personnel										
R Taylor[2]	2019	296,804	-	10,102	28,196	-	-	187,533	35.9%	522,635
	2018	177,702	-	16,105	16,882	-	-	110,956	34.5%	321,645
S Iacopetta[3]	2019	38,957	-	(12,014)	4,535	-	-	-	0.0%	31,478
	2018	131,425	-	11,984	12,485	-	-	-	0.0%	155,894
MS Janes[4]	2019	-	-	-	-	-	-	-	0.0%	-
	2018	230,776	-	(114,017)	15,089	-	-	-	0.0%	131,848
JF Ranford[5]	2019	-	-	-	-	-	-	-	0.0%	-
	2018	116,058	-	(75,880)	8,853	-	-	-	0.0%	49,031
SD Gauducheau[6]	2019	-	-	-	-	-	-	-	0.0%	-
	2018	138,073	-	(60,642)	8,721	100,000	-	-	0.0%	186,152
TOTAL	**2019**	**399,688**	**245,000**	**(1,912)**	**38,804**	**-**	**-**	**187,533**	**-**	**869,113**
	2018	**857,961**	**245,000**	**(222,450)**	**68,103**	**100,000**	**-**	**110,956**	**-**	**1,159,570**

1. *Refer to page 14 of the Directors' Report for details of Non-Executive Directors' fees allocated by role*
2. *Mr R Taylor commenced Chief Executive Officer on 28 May 2018*
3. *Mr S Iacopetta concluded his employment on 1 March 2019*
4. *Mr MS Janes concluded his employment on 8 August 2018*
5. *Mr JF Ranford concluded his employment on 30 April 2018*
6. *Mr SD Gauducheau concluded his employment on 28 June 2018*
7. *The amounts disclosed in this column represent the movements in the associated provisions*

Directors’ Report (continued)

(i) Key management personnel - shares and options over equity instruments

The movement during the reporting period in the number of ordinary shares or options over ordinary shares in Terramin Australia Limited by each Key Management Personnel is as follows:

Key Management Personnel	Shares Balance 1 Jan 19	Shares Acquired during Year	Shares Issued as Remuneration	Cessation as KMP	Shares Balance 31 Dec 19
Parent Entity Directors					
MH Kennedy	3,934,580	1,311,527	-	-	5,246,107
A Siciliano	9,923,168	76,832	-	-	10,000,000
K McGuinness	2,023,580	674,528	-	-	2,698,108
F Sheng	620,713,916	206,755,754	-	-	827,469,670
W Xinyu	-	-	-	-	-
Other Key Management Personnel					
R Taylor	-	-	-	-	-
S Iacopetta[1]	-	-	-	-	-
Total	**636,595,244**	**208,818,641**	**-**	**-**	**845,413,885**

1. *Mr S Iacopetta concluded his employment on 1 March 2019*

Key Management Personnel	Options Balance 1 Jan 19	Options Granted as Incentive[1]	Options Exercised	Cessation as KMP	Balance Options 31 Dec 19
Parent Entity Directors					
MH Kennedy	-	-	-	-	-
A Siciliano	-	-	-	-	-
K McGuinness	-	-	-	-	-
F Sheng	-	-	-	-	-
W Xinyu	-	-	-	-	-
Other Key Management Personnel					
R Taylor	10,000,000	-	-	-	10,000,000
S Iacopetta[2]	-	-	-	-	-
Total	**10,000,000**	**-**	**-**	**-**	**10,000,000**

1. *Relates to options granted during the reporting period as remuneration. Further details of Options, including terms and exercise price are included in the Financial Report*
2. *Mr S Iacopetta concluded his employment on 1 March 2019*

Directors' Report (continued)

(j) Shares and Options Issued or Lapsed during the Year

No shares or options were granted to Non-executive Directors or other KMPs as remuneration during the year. No shares or options lapsed during the year.

(k) Share Rights Issued or Converted during the Year

During the year, there were no share rights issued to Non-executive Directors and other KMP's during the year.

(l) Other Director and Key Management Personnel transactions

Some KMP, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. These entities transacted with the Group in the reporting period. The terms and conditions of the transactions were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-Director related entities on an arm's length basis.

At 31 December 2019, Asipac owned 39.09% of the ordinary shares in Terramin (2018: 33.18%) and is controlled by Mr Sheng who is Executive Chairman of the Company. Mr Siciliano is the Chief Financial Officer of Asipac.

Directors' fees outstanding as at 31 December 2019

Directors	2019	2018
M Kennedy[1]	**-**	-
A Siciliano[1]	**12,500**	12,500
K McGuinness[1]	**-**	-
F Sheng	**50,000**	25,000
W Xinyu	**113,115**	73,115
Total	**175,615**	110,615

1. *Mr Kennedy, Mr Siciliano and Mr McGuinness are Non-Executive Directors of the Company.*

Other related party transactions are disclosed at note 20.

(m) Share Trading Policies

All Company employees and contractors, Directors and Executives are subject to the Company's Share Trading Policy (available on the Company's website) with respect to limiting their exposure to risk in relation to the Company's securities, including securities issued as an element of Executive remuneration. The Company's Share Trading Policy requires all officers, employees and consultants to the Company to notify the Chairman and Company Secretary of any intention to deal in the Company's securities, whether by sale or purchase of shares on market, or the exercise of options. The notified dealing is subject to the approval of the Chairman. In addition, and in accordance with ASX Listing Rule 12, the Company's trading policy provides that all Directors, officers and consultants are prohibited from trading in the Company's securities during specific periods.

The Board considers that, in light of the size and structure of the Company and the absence of a secondary market for the Company's securities, this policy provides adequate protection against unauthorised dealings by Directors and specified Executives, in particular in relation to risk mitigation. The current Share trading policy has been approved by the board on 9 April 2015.

End of Audited Remuneration Report

Key management personnel equity interest

The Key Management Personnel of the Company had the following direct or indirect interests in the equity of the Company as at the date of this report:

Key Management Personnel	Fully paid ordinary shares	Options
Parent Entity Directors		
MH Kennedy	5,246,107	-
A Siciliano	10,000,000	-
K McGuinness	2,698,108	-
F Sheng	827,469,670	-
W Xinyu	-	-
Other Key Management Personnel		
R Taylor	-	10,000,000
S Iacopetta	-	-
Total	**845,413,885**	**10,000,000**

Indemnification of Directors and Officers

Directors' and Officers' Liability Insurance has been subscribed to. The Officers of the Company and the Group covered by the insurance policy includes any person acting in the course of duties for the Company or the Group who is or was a Director, Secretary or Senior Executive. The contract of insurance prohibits the disclosure of the nature of the liability covered and the amount of the premium. The Group has not otherwise, during or since the end of the period, indemnified or agreed to indemnify an officer or auditor of the Group or any related body corporate against a liability incurred as such an officer or auditor.

Non-audit Services

The Company may decide to employ the auditor, Grant Thornton on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important. Details of the amounts paid or payable to the auditor for non-audit services provided during the year are set out below.

Directors’ Report (continued)

Non-audit Services (continued)

The Board of directors has considered the position, and in accordance with advice received from the Audit and Risk Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the Audit & Risk Committee to ensure they do not impact the impartiality and objectivity of the auditor;
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants.

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

Non-assurance services	2019 $’000	2018 $'000
Tax advice and compliance services	34	40
Total	**34**	**40**

Auditor’s independence declaration

The Auditor’s Independence Declaration for the year ended 31 December 2019 can be found on page 20 and forms part of the Directors’ Report.

Litigation

As at the date of this report, no person has applied to the Court under section 237 of the Act for leave 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 of all or any part of those proceedings. No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the Act.

Rounding

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors’ Reports) Instrument 2016/191 and in accordance with the instrument, amounts in the financial report have been rounded off to the nearest thousand dollars, unless otherwise stated.

Signed in Adelaide this 28th day of February 2020 in accordance with a resolution of the Board of Directors.

Feng Sheng
Executive Chairman

Kevin McGuinness
Non-Executive Director

Directors' Declaration

The Directors of the Company declare that:

1. the financial statements and notes, as set out on pages 24-45, and the remuneration disclosures contained in pages 11-16 of the Directors' Report, are in accordance with the Corporations Act 2001, and:
   a. comply with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
   b. give a true and fair view of the financial position as at 31 December 2019 and of the performance for the year ended on that date of the consolidated entity;
2. the Chief Executive Officer and Chief Financial Officer have each declared that:
   a. the financial records of the Company for the financial year have been properly maintained in accordance with section 286 of the Corporations Act 2001;
   b. the financial statements and notes for the financial year comply with the Accounting Standards;
   c. the declaration is provided in accordance with section 295A of the Corporations Act 2001 and is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks; and
   d. the financial statements and notes for the financial year give a true and fair view;
3. 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;
4. the consolidated financial statements comply with International Financial Reporting Standards as disclosed in note 2(a).

This declaration is made in accordance with a resolution of the Board of Directors.

Feng Sheng
Executive Chairman
28 February 2020

Kevin McGuinness
Non-Executive Director
28 February 2020

Auditor's Independence Declaration

GrantThornton

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Adelaide SA 5000

Correspondence to:
GPO Box 1270
Adelaide SA 5001

T +61 8 8372 6666

Auditor's Independence Declaration

To the Directors of Terramin Australia Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Terramin Australia Limited for the year ended 31 December 2019, I declare that, to the best of my knowledge and belief, there have been:

a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

b no contraventions of any applicable code of professional conduct in relation to the audit.

Grant Thornton.

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

B K Wundersitz
Partner – Audit & Assurance

Adelaide, 28 February 2020

Auditor's Independent Report

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Independent Auditor's Report

To the Members of Terramin Australia Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Terramin Australia Limited and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2019, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the Directors' declaration.

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

a Giving a true and fair view of the Group's financial position as at 31 December 2019 and of its performance for the year ended on that date; and

b Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (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.

Material uncertainty related to going concern

We draw attention to Note 2(c) in the financial statements, which indicates that the Group incurred a net loss of $5,611,000 during the year ended 31 December 2019, and as of that date, the Group's cash outflow from operating and investing activities totalled $4,483,000. As stated in Note 2(c), these events or conditions, along with other matters as set forth in Note 2(c), indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

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

In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Exploration and evaluation assets (Note 3(i) and 11)	
At 31 December 2019, the carrying value of exploration and evaluation assets was $64,987,000. In accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*, the Group is required to assess at each reporting date if there are any triggers for impairment which may suggest the carrying value is in excess of the recoverable value. The process undertaken by management to assess whether there are any impairment triggers in each area of interest involves an element of management judgement. This area is a key audit matter due to the significant judgement involved in determining the existence of impairment triggers.	Our procedures included, amongst others: • obtaining management's reconciliation of capitalised exploration and evaluation expenditure and agreeing to the general ledger; • reviewing management's area of interest considerations against AASB 6; • conducting a detailed review of management's assessment of trigger events prepared in accordance with AASB 6 including; – tracing projects to statutory registers, exploration licenses and third party confirmations to determine whether a right of tenure existed; – enquiring of management regarding their intentions to carry out exploration and evaluation activity in the relevant exploration area, including review of management's budgeted expenditure; – understanding whether any data exists to suggest that the carrying value of these exploration and evaluation assets are unlikely to be recovered through development or sale; • assessing the accuracy of impairment recorded for the year as it pertained to exploration interests; • evaluating the competence, capabilities and objectivity of management's experts in the evaluation of potential impairment triggers; and • assessing the appropriateness of the related financial statement disclosures.

Grant Thornton

Property, Plant and Equipment (Note 3(e) and 10)	
At 31 December 2019, the carrying value of Property, Plant and Equipment was $8,601,000, with the majority of this value being attributed to land associated with Bird-in-Hand and Angas Zinc Mine sites, and plant and equipment held at scrap value at its Angas Zinc Mine site. The evaluation of the recoverable amount of the assets requires significant judgement in determining key assumptions and the utilisation of the relevant assets. This area is a key audit matter due to the level of judgement and estimation used in determining the existence of impairment triggers.	Our procedures included, amongst others: • obtaining management's reconciliation of capital assets and agreeing to the general ledger; • evaluating management's impairment consideration over the carrying value of the assets against the criteria within AASB 136 *Impairment of Assets*; and • assessing the appropriateness of the related disclosures within the financial statements.

Information other than the financial report and auditor's report thereon

The Directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 2019, 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 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 Group are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the Directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the Group'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 Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf. This description forms part of our auditor's report.

Grant Thornton

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 11 to 16 of the Directors' report for the year ended 31 December 2019.

In our opinion, the Remuneration Report of Terramin Australia Limited, for the year ended 31 December 2019 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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

Grant Thornton.

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

B K Wundersitz
Partner – Audit & Assurance

Adelaide, 28 February 2020

Consolidated Statement of Profit or Loss and Other Comprehensive Income

for the Year Ended 31 December 2019

	Note	2019 $'000	2018 $'000
Revenue and Other Income	4	**264**	254
Raw materials, consumables and other direct costs		**(420)**	(459)
Employee benefits expense		**(1,038)**	(1,554)
Depreciation and amortization	10	**(110)**	(45)
Exploration and evaluation expensed (Tala Hamza Project)		**(590)**	(1,076)
Exploration and evaluation impairment	11	**(198)**	-
Mine rehabilitation obligation expense		**(70)**	(47)
Share based payments expense		**(187)**	(111)
Other expenses	4	**(838)**	(1,200)
Loss before net financing costs and income tax		**(3,187)**	(4,238)
Finance income	6	**26**	3
Finance costs	6	**(3,057)**	(2,119)
Net finance costs		**(3,031)**	**(2,116)**
Loss before income tax		**(6,218)**	**(6,354)**
Income tax benefit	18	**607**	344
Loss for the year		**(5,611)**	**(6,010)**
Attributable to:			
Owners of the Company		**(5,399)**	(5,635)
Non-controlling interest	17	**(212)**	(375)
Loss for the year		**(5,611)**	**(6,010)**
Other comprehensive (loss)/income			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation differences for foreign operations		**(38)**	1,333
Other comprehensive (loss)/income for the year, net of income tax		**(38)**	1,333
Total comprehensive loss for the year attributable to equity holders of the Company		**(5,649)**	(4,677)
Attributable to:			
Owners of the Company		**(5,437)**	(4,302)
Non-controlling interest		**(212)**	(375)
Total comprehensive loss for the year		**(5,649)**	(4,677)

Earnings per share attributable to the ordinary equity holders of the Company:

	Note	2019	2018
Basic earnings/(loss) per share – (cents per share)	27(a)	**(0.29)**	(0.30)
Diluted earnings/(loss) per share – (cents per share)	27(b)	**(0.29)**	(0.30)

The Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the notes to the consolidated financial statements.

Consolidated Statement of Financial Position

as at 31 December 2019

	Notes	2019 $'000	2018 $'000
Assets			
Current Assets			
Cash and cash equivalents	7	**960**	219
Restricted cash on deposit	7	**5,340**	33
Trade and other receivables	9	**178**	138
Other assets		**105**	109
Total current assets		**6,583**	499
Non-current assets			
Inventories	8	**495**	496
Property, plant and equipment	10	**8,601**	8,420
Exploration and evaluation	11	**64,987**	63,121
Total non-current assets		**74,083**	72,037
TOTAL ASSETS		**80,666**	72,536
Liabilities			
Current liabilities			
Trade and other payables	12	**3,356**	3,376
Short term borrowings	13	**181**	16,900
Provisions	14	**136**	163
Total current liabilities		**3,673**	20,439
Non-current liabilities			
Long term borrowings	13	**21,625**	2
Provisions	14	**4,910**	4,742
Total non-current liabilities		**26,535**	4,744
TOTAL LIABILITIES		**30,208**	25,183
NET ASSETS		**50,458**	47,353
Equity			
Share capital	15	**223,950**	215,383
Reserves	16	**(5,939)**	(6,063)
Accumulated losses		**(180,918)**	(175,544)
Total equity attributable to equity holders of the Company		**37,093**	33,776
Non-controlling interest	17	**13,365**	13,577
TOTAL EQUITY		**50,458**	47,353

The Consolidated Statement of Financial Position is to be read in conjunction with the notes to the consolidated financial statements.

Consolidated Statement of Changes in Equity

for the Year Ended 31 December 2019

2019	Share capital $'000	Share based payments reserve $'000	Translation reserve $'000	Accumulated losses $'000	**Total attributable to owners $'000**	Non-controlling interest $'000 (note 17)	**Total equity $'000**
Balance at 1 January 2019	**215,383**	**136**	**(6,199)**	**(175,544)**	**33,776**	**13,577**	**47,353**
Total comprehensive income for the period							
Loss for the year	-	-	-	(5,399)	(5,399)	(212)	(5,611)
Other comprehensive income							
Foreign currency translation differences	-	-	(38)	-	(38)	-	(38)
Total other comprehensive income	-	-	(38)	-	(38)	-	(38)
Total comprehensive income for the year	-	-	(38)	(5,399)	(5,437)	(212)	(5,649)
Transactions with owners, recorded directly in equity							
Contributions by and distributions to owners							
Issue of ordinary shares	8,642	-	-	-	8,642	-	8,642
Share issue costs	(75)	-	-	-	(75)	-	(75)
Options Granted	-	187	-	-	187	-	187
Transfer lapsed options to retained earnings	-	(25)	-	25	-	-	-
Total contributions by and distributions to owners	8,567	162	-	25	8,754	-	8,754
Balance at 31 December 2019	**223,950**	**298**	**(6,237)**	**(180,918)**	**37,093**	**13,365**	**50,458**

2018	Share capital $'000	Share based payments reserve $'000	Translation reserve $'000	Accumulated losses $'000	**Total attributable to owners $'000**	Non- controlling interest $'000 (note 17)	**Total equity $'000**
Balance at 1 January 2018	**215,318**	**90**	**(7,532)**	**(169,909)**	**37,967**	**13,952**	**51,919**
Loss for the year	-	-	-	(5,635)	(5,635)	(375)	(6,010)
Other comprehensive							
Foreign currency translation differences	-	-	1,333	-	1,333	-	1,333
Total other comprehensive income	-	-	1,333	-	1,333	-	1,333
Total comprehensive income for the year	-	-	1,333	(5,635)	(4,302)	(375)	(4,677)
Transactions with owners, recorded directly in							
Contributions by and distributions to owners							
Options Granted	-	111	-	-	111	-	111
Share Rights Converted into Shares	65	(65)	-	-	-	-	-
Total contributions by and distributions to owners	65	46	-	-	111	-	111
Balance at 31 December 2018	**215,383**	**136**	**(6,199)**	**(175,544)**	**33,776**	**13,577**	**47,353**

The Consolidated Statement of Change in Equity is to be read in conjunction with the notes to the consolidated financial statements.

Consolidated Statement of Cash Flows

for the Year Ended 31 December 2019

	Note	2019 $'000	2018 $'000
Cash from operating activities:			
Receipts from customers		**264**	203
Payments to suppliers and employees		**(3,049)**	(4,594)
Financing costs and interest paid		**(339)**	(308)
Interest received		**20**	4
Research and development tax concession received		**605**	272
Total cash (used in) operating activities	19	**(2,499)**	(4,423)
Cash flows from investing activities:			
Proceeds from sale of property, plant and equipment		-	89
Payments for property, plant and equipment		-	(4)
Exploration and evaluation expenditure		**(1,984)**	(2,087)
Net cash (used in) investing activities		**(1,984)**	(2,002)
Cash flows from financing activities:			
Proceeds from the issue of share capital		**8,642**	-
Payment of transaction costs on equity		**(75)**	-
Proceeds from borrowings		**9,300**	4,000
Repayment of borrowings and accrued interest		**(7,319)**	(10)
Net cash from financing activities		**10,548**	3,990
Other activities:			
Net increase /(decrease) in cash and cash equivalents		**6,065**	(2,435)
Net foreign exchange differences		**(17)**	(11)
Cash and cash equivalents at beginning of the year (including restricted cash on deposit)		**252**	2,698
Cash and cash equivalents at end of the year (including restricted cash on deposit)	7	**6,300**	252

The Consolidated Statement of Cash Flows is to be read in conjunction with the notes to the consolidated financial statements.

Notes to the Consolidated Financial Statements

1. Reporting entity

The consolidated financial statements cover the consolidated entity of Terramin Australia Limited and its controlled entities (the Group). Terramin Australia Limited is a public company, listed on the Australian Securities Exchange (ASX). The Group is primarily involved in the development of, and exploration for, precious and base metals (in particular gold, zinc and lead) and other economic mineral deposits.

2. Basis of preparation

(a) Statement of Compliance

The consolidated financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) issued by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001. The consolidated financial statements comply with International Financial Reporting Standards (IFRS) and interpretations adopted by the International Accounting Standards Board (IASB).

Terramin Australia Limited is a for-profit entity for the purpose of preparing the financial statements.

Terramin Australia Limited is a public company incorporated and domiciled in Australia. The address of its registered office is Unit 7, 202-208 Glen Osmond Road, Fullarton, SA, 5063.

(b) Basis of Measurement

The financial statements are presented in Australian dollars (AUD), have been prepared on an accruals basis and are based on historical costs, except for the provision for mine rehabilitation measured at the present value of future cash flows. The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 and in accordance with the Instrument, amounts in the financial report have been rounded off to the nearest thousand dollars, unless otherwise stated.

(c) Going Concern

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. During 2019, the Group incurred a loss of $5.6 million, and after transferring lapsed options from the share based payments reserve, this brought accumulated losses to $180.9 million. As at 31 December 2019 the Group's current assets exceeded its current liabilities by $2.91 million, however the Group had negative cash operating and investing cashflows of $4.48 million. The Group had net assets of $50.5 million.

The financial report has been prepared on a going concern basis on the expectation that the Group can raise additional debt or equity as required. The Directors are aware that additional debt or equity will be required within 12 months, in order to continue as a going concern. The Group's ability to raise equity will rely on investor confidence in the development or sale of the Bird-in-Hand Gold Project or investment in the Tala Hamza Zinc Project or other assets.

The Directors note that the matters outlined above indicate a material uncertainty, which may cast significant doubt on the ability of the Group to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business. At the date of this report, the Directors believe that the Group has adequate resources to continue to explore, evaluate and develop the Group's areas of interest and support to date from Asipac will ensure the Company has sufficient funds to meet its obligations. Subject to market conditions the Directors believe there are reasonable grounds to conclude that the Company will be able to raise funds by way of debt and/or equity to fund anticipated activities and meet financial obligations. For the reasons outlined above, the Board has prepared the Financial Report on a going concern basis.

(d) Use of Estimates and Judgements

The preparation of the financial statements in accordance with AASB 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.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the following notes:

- *Note 3(e) – Property, Plant and Equipment: assessment of the valuation method*
- *Note 3(i) - Exploration and Evaluation Expenditure: recoverable amount and ore reserve estimates.*
- *Note 3(k) - Provisions: estimated cost of rehabilitation, decommissioning and restoration.*
- *Note 3(l) - Share Based Entitlements and Payments: assumptions are required to be made in respect to measuring share price volatility, dividend yield, future option holding period and other inputs to the Black-Scholes option pricing model fair value calculations.*
- *Note 3(r) - Recognition of tax losses: assessment of the point in time at which it is deemed probable that future taxable income will be derived.*

(e) New and Amended Standards Adopted by the Group

i. Accounting Standards and Interpretations issued and effective

AASB 16 Leases became effective for period beginning on or after 1 January 2019. Accordingly, the Group applied AASB 16 for the first time to the reporting period ended 31 December 2019. Changes to the Group's accounting policies arising from these standards are summarised below:

AASB 16 Leases

AASB 16 Leases became mandatorily effective on 1 January 2019. Accordingly, these standards apply for the first time to this set of financial statements. On adoption of AASB 16, the group recognised lease liabilities in relation to leases which had previously been classified as 'operating leases' under the principles of AASB 117 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1 January 2019. The weighted average lessee's incremental borrowing rate applied to the lease liabilities on 1 January 2019 was 4.50%.

The associated right-of-use assets for property leases were measured using the modified retrospective approach, option 2 to bring in the lease balance being the present value of remaining lease payments. Other right-of use assets were measured at the amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position as at 31 December 2018. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

Reconciliation of lease assets and liabilities on adoption of AASB 16

The change in accounting policy affected the following items in the statement of financial position on 1 January 2019:

	AASB 16 Carrying Classification	AASB 16 Carrying Amount $'000
Non-current Assets		
Property, Plant and Equipment	Amortised Cost	90
Financial Liabilities		
Borrowings	Amortised Cost	(90)

Reconciliation of total operating lease commitments at 31 Dec 2018 to the lease liabilities recognised at 1 Jan 2019	AASB 16 Carrying Amount $'000
Total operating lease commitments disclosed - 31 Dec 2018	**102**
Operating lease commitment variation	(8)
Operating lease liabilities before discounting	94
Discounted using incremental borrowing rate	(4)
Operating lease liabilities	90
Finance lease liabilities	11
Total lease liabilities recognised under AASB 16 - 1 Jan 2019	**101**

There was no net impact on retained earnings on adoption on 1 January 2019.

In previous financial periods, leases of property were classified as either finance or operating leases. Payments made under operating leases (net of any incentives received from the lessor) were charged to profit or loss on a straight-line basis over the period of the lease.

From 1 January 2019, leases are 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 group. Each lease payment is allocated between the liability and interest expense. The interest expense is charged to profit or loss over the lease period so 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 depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities mainly represent the net present value of the fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- The amount of the initial measurement of lease liability,
- Any lease payments made at or before the commencement date less any lease incentives received,
- Any initial direct costs, and
- Restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

AASB Interpretation 23 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of AASB 112 Income Taxes. It does not apply to taxes or levies outside the scope of AASB 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty needs to be followed. The Group applies judgement in identifying uncertainties over income tax treatments. Since the Group operates in a multinational environment, it assessed whether the Interpretation had an impact on its consolidated financial statements. Upon adoption of the Interpretation, the Group determined, based on its tax compliance, that it is probable that its tax treatments (including those for the subsidiaries) will be accepted by the taxation authorities. The interpretation did not have an impact on the consolidated financial statements of the Group.

3. Significant accounting policies

(a) Basis of Consolidation

The Group financial statements consolidate those of the Parent Company and all of its subsidiaries as of 31 December 2019. The Parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. All subsidiaries have a reporting date of 31 December. All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a Group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable. Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.

(b) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of four months or less.

(c) Inventories

Non-current inventories represent spare parts and consumables which are not expected to be used within 12 months. Inventories are valued at lower of cost and net realisable value.

(d) Trade and Other Receivables

Trade and other receivables are recognised at cost and carried at original invoice amount less allowances for impairment losses.

The group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. In prior year, impairment of receivables was not recognised until objective evidence was available that a loss event had occurred.

(e) Property, Plant and Equipment

Property

Freehold land is measured at cost and buildings are measured at cost less depreciation and any impairment losses recognised.

Plant and equipment

Plant and equipment are measured on the cost basis less depreciation and any impairment losses recognised.

The depreciable amount of all property, plant and equipment, excluding freehold land, is depreciated on a straight line basis over their useful lives to the Group commencing from the time the asset is held ready for use down to any residual value, as determined by the Group.

The depreciation rates used for each class of depreciable asset is the lesser of the rate determined by the life of the mining operation and the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Class of Asset	Depreciation rates
Motor vehicles	22.5 - 25%
Computer and office equipment	15 - 40%
Plant and equipment	5 - 33%
Leasehold improvements	20%
Buildings and other infrastructure	5 - 33%

(f) Impairment of Assets

Non-financial Assets

At each reporting date, the Group reviews the carrying values of its non-financial assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset is determined and compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is recognised as an expense in the profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. A CGU is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses recognised in respect of CGU's are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised, with the exception that any previously impaired goodwill should not be re-recognised.

Financial Assets

The Group's financial assets are subject to AASB 9's three-stage expected credit loss model. Each class of financial asset is considered for impairment based on their credit risk profile (as disclosed in note 22(b)(2)).

Recoverable Amount

In assessing whether the carrying amount of an asset is impaired, the asset's carrying value is compared with its recoverable amount. The recoverable amount of non- financial assets or cash-generating units (CGU) is the greater of their fair value or realisable value less costs to sell and value in use. In assessing fair value, or value in use, estimates and assumptions including the appropriate rate at which to discount cash flows, the timing of the cash flows, expected life of the relevant area of interest, exchange rates, commodity prices, ore reserves, future capital requirements and future operating performance are used. The recoverable amount of an asset or CGU will be impacted by changes in these estimates and assumptions which could result in an adjustment to the carrying amount of that asset or CGU.

(g) Ore Reserves

Economically recoverable ore reserves represent the estimated quantity of product in an area of interest that can be expected to be profitably extracted, processed and sold under current and foreseeable economic conditions. The determination of ore reserves includes estimates and assumptions about a range of geological, technical and economic factors, including quantities, grades, production techniques, recovery rates, production costs, transport costs, commodity demand, commodity prices and exchange rates. Changes in a project's ore reserve impacts the assessment of recoverability of exploration and evaluation assets, property, plant and equipment and intangible assets, the carrying amounts of assets depreciated on a units of production basis, provisions for site restoration and the recognition of deferred tax assets, including tax losses.

(h) Investments in Associates and Joint Arrangements

Associates are those entities over which the Group is able to exert significant influence but which are not subsidiaries.

A joint venture is an arrangement that the Group controls jointly with one or more other investors, and over which the Group has rights to a share of the arrangement's net assets rather than direct rights to underlying assets and obligations for underlying liabilities. A joint arrangement in which the Group has direct rights to underlying assets and obligations for underlying liabilities is classified as a joint operation.

Investments in associates and joint ventures are accounted for using the equity method. Interests in joint operations are accounted for by recognising the Group's 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 revenue from the sale of the output by the joint operation and its expenses (including its share of expenses incurred jointly).

Any goodwill or fair value adjustment attributable to the Group's share in the associate or joint venture is not recognised separately and is included in the amount recognised as investment.

The carrying amount of the investment in associates and joint ventures is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate and joint venture, adjusted where necessary to ensure consistency with the accounting policies of the Group. Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

(i) Exploration and Evaluation Expenditure

Exploration and evaluation costs, including the costs of acquiring licenses, are capitalised as exploration and evaluation assets (E&E assets) on an area of interest basis pending determination of the technical feasibility and commercial viability of the project. When a license expires and is not expected to be renewed, is relinquished or a project is abandoned, the related costs are recognised in the profit or loss immediately. With respect to the Tala Hamza Zinc Project, all exploration and evaluation costs incurred from February 2018 (at which time the exploration license was not renewed) were expensed.

Tangible and intangible E&E assets that are available for use are depreciated (amortised) over their estimated useful lives. Upon commencement of production, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the reserves.

E&E assets are assessed for impairment if (1) sufficient data exists to determine technical feasibility and commercial viability, and (2) facts and circumstances suggest that the carrying amount exceeds the recoverable amount (see impairment note 3(f)). E&E assets are assessed for impairment when any of the following facts and circumstances exist:

- The term of the exploration license in the specific area of interest has expired during the reporting period or will expire in the near future, and not expected to be renewed;
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area are not budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the decision was made to discontinue such activities in the specified area; or

- Sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

E&E assets are transferred to development assets once the technical feasibility and commercial viability of an area of interest can be demonstrated. E&E assets are assessed for impairment, and any impairment loss is recognised prior to being reclassified.

Pre-licence expenditure and expenditure deemed to be unsuccessful is recognised in the profit or loss immediately.

(j) Trade and Other Payables

Trade payables and other payables are stated at cost.

(k) Provisions

Provisions are recognised when the Group 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.

Site restoration liability

A provision is recognised for the estimated cost of rehabilitation, decommissioning and restoration relating to areas disturbed during operation of the Angas Zinc Mine up to reporting date but not yet rehabilitated.

The provision is based upon current cost estimates and has been determined on a discounted basis with reference to current legal requirements and technology.

As the provision represents the discounted value of the present obligation, using a pre-tax rate that reflects current market assessments and the risks specific to the liability, the increase in value of the provision due to the passage of time will be recognised as a borrowing cost in the profit or loss in future periods. The provision is recognised as a non-current liability (in line with expected timescales for the work to be performed), with a corresponding asset taken to account and amortised over the life of the mine. At each reporting date the rehabilitation liability is reviewed and re-measured in line with changes in discount rates, timing & the amounts of the costs to be incurred based on area of disturbance at reporting date. Changes in the liability relating to the re-assessment of rehabilitation estimates are recognised directly within the profit or loss.

(l) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to reporting date. Employee benefits that are expected to be settled wholly within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

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

Share Based Payments

The Group uses share options to provide incentives to Directors, employees and consultants. The Board, upon the recommendation of the Nominations and Remuneration Committee, has discretion to determine the number of options to be offered to Eligible Employees (as that term is defined by the EOP) and the terms upon which they are offered, including exercise price and vesting conditions. The fair value of options at grant date is independently determined using an option pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. Historical volatility has been the basis for determining expected share price volatility as it is assumed that this is indicative of future trends, which may not eventuate. The life of the options is based on the historical exercise patterns, which may not eventuate in the future.

The fair value of options granted is recognised as an expense with a corresponding increase in equity. The fair value is measured at grant date and recognised as an expense over the period during which the Directors, employees or consultants become unconditionally entitled to the options (vesting period). Upon the exercise of options, the balance of the share based payments reserve relating to those options is transferred to share capital.

The Group uses share rights to provide incentives to employees. Share rights are valued at grant date and are expensed to reflect amounts owing. Upon issue of the share rights an increase in equity is recognised.

(m) Leases (Accounting policy applicable before 1 January 2019)

Leases of property, plant and equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases (refer notes 13 and 28(d)). Finance leases are capitalised at lease inception at the lower of the fair value of the leased property and the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included as loans and borrowings. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit or loss and other comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the lesser of the asset's useful life and the lease term.

Lease payments for operating leases, where substantially all of the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

An onerous lease contract arises when the unavoidable costs exceed the benefits expected to be generated by the contract.

Where onerous leases are identified a provision for the present value of future payments is recognised.

(n) Loans and Borrowings

Borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, loans and borrowings are stated at amortised cost, with any difference between cost and redemption value being recognised in the profit or loss over the period of the borrowings on an effective interest basis. Loans and borrowings with a determinable payment due less than twelve months from reporting date are classified as current liabilities.

(o) Revenue

To determine whether to recognise revenue, the Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is recognised either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

(p) Financing Costs

Financing costs include interest payable on borrowings calculated using the effective interest method, amortisation of ancillary costs incurred in connection with the arrangement of borrowings, finance lease charges, and the impact of the unwind of discount on long-term provisions for site restoration.

Financing costs incurred in relation to the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Other financing costs are expensed as incurred.

(q) Foreign Currency Translation

Functional and presentation currency

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

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Foreign exchange gains and losses that relate to borrowings are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other gains / (losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities classified as at fair value through other comprehensive income are recognised in other comprehensive income.

Group companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the reporting date,
- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(r) Share Capital

Ordinary shares are classified as equity. Qualifying transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax benefit.

(s) Income Tax

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

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

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability settled. Deferred tax is credited in the profit or loss except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

Determination of future tax profits requires estimates and assumptions as to future events and circumstances, in particular, whether successful development and commercial exploitation, or alternatively sale, of the respective areas of interest will be achieved. This includes estimates and judgements about commodity prices, ore reserves (note 3(g)), exchange rates, future capital requirements, future operational performance and the timing of estimated cash flows.

Changes in these estimates and assumptions could impact on the amount and probability of estimated taxable profits and accordingly the recoverability of deferred tax assets.

The Company and its Australian subsidiaries are part of an income tax consolidated group under the Australian Tax Consolidation Regime.

(t) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised 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 recognised as part of the cost of acquisition of the asset or as part of an item 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.

(u) Earnings Per Share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting profit or loss attributable to ordinary shareholders and weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprises convertible notes and share options granted to employees, Directors, consultants and other third parties.

(v) Segments

The consolidated entity has identified its operating segments to be its Australian interests and its Northern African interests, based on the different geographical regions and the similarity of assets within those regions. This is the basis on which internal reports are provided to management for assessing performance and determining the allocation of resources within the consolidated entity.

A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those segments operating in other economic environments.

Segment information is presented only in respect of the Group's geographical segments, being Australia and Northern Africa, which is the basis of the Group's internal reporting.

(w) Financial Risk Management

The Group's activities expose it to the following risks from the use of financial instruments:

Credit Risk

The risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. This arises principally from short term cash investments.

Liquidity Risk

The risk that the Group will not be able to meet its financial obligations as they fall due. The Group manages this exposure by targeting to have sufficient cash financing facilities available on demand to meet planned expenditure for a minimum period of 45 days (refer note 13 for detail on available financing facilities).

Market Risk

The risk that changes in foreign exchange rates and interest rates will affect the Group's income or value of its holdings of financial instruments. The Group may enter into commodity derivatives, foreign exchange derivatives and may also incur financial liabilities (debt), in order to manage market risks. All such transactions are carried out within Board approved limits.

The Group's financial risks are managed primarily by the Chief Executive Officer, including external consultation advice as required, as a part of the day-to-day management of the Group's affairs. Finance and risk reporting is a standard item in the report presented at each Board meeting.

Capital Management

The Board seeks to maintain a strong capital base sufficient to maintain the future development of the Group's business. The Board closely monitors the Group's level of capital so as to ensure it is appropriate for the Group's planned level of activities. There were no changes to the Group's approach to capital management during the year.

(x) Research and Development Tax Incentive

To the extent that research and development costs are eligible activities, under the "Research and Development Tax Incentive" programme, a refundable tax offset is available for companies with annual turnover of less than $20 million. The Group recognises, where it is possible to reliably estimate, refundable tax offsets in the financial year as an income tax benefit in profit or loss, resulting from the monetisation of available tax losses that otherwise would have been carried forward.

4. Revenue, Other Income and Expenses

Revenue and Other Income	2019 $000's	2018 $000's
Gain on disposal of plant and equipment	-	46
Revenue from contracts	187	100
Other income	77	108
Total revenue and other income	**264**	**254**

Revenue from contracts	31 December 2019		
	Service Income $000's	Data Fee $000's	Total $'000's
Revenue recognized over time	96	-	96
Revenue recognised at a point in time	-	91	91
Total revenue	**96**	**91**	**187**

Revenue from contracts	31 December 2018		
	Service Income $000's	Data Fee $000's	Total $'000's
Revenue recognized over time	-	-	-
Revenue recognised at a point in time	-	100	100
Total revenue	**-**	**100**	**100**

Other Expenses	2019 $000's	2018 $000's
Corporate Administration and Marketing Costs	464	576
Legal, Accounting, Community Relations and Other Consultants	281	451
ASX fees and Share Registry Costs	92	95
Other	1	78
Total other expenses	**838**	**1,200**

5. Auditor's Remuneration

Grant Thornton Audit Pty Ltd	2019 $	2018 $
Audit and review of financial reports	74,000	68,000
Non-audit services	34,000	40,000
Total auditor's remuneration	**129,000**	**108,000**

6. Finance Income and Costs

Finance income	2019 $'000	2018 $'000
Interest income	26	2
Foreign exchange gains	-	1
Total finance income	**26**	**3**

Finance costs	2019 $'000	2018 $'000
Interest on borrowings	2,102	1,177
Unwind of discount on mine rehabilitation provision	117	215
Amortisation of borrowing costs	825	365
Other borrowing costs	13	362
Total finance costs	**3,057**	**2,119**

7. Cash and Cash Equivalents

	2019 $'000	2018 $'000
Cash on hand	2	2
Bank balances	958	217
Total cash and cash equivalents	**960**	**219**
Short-term deposits[1]	5,340	33
Restricted cash on deposit	**5,340**	**33**

1. *Represents restricted cash to support an environmental rehabilitation bonds, office lease and minor credit card facilities.*

8. Inventories

	2019 $'000	2018 $'000
Non-current		
Raw materials and consumables	495	496
Total inventories at the lower of cost and net realisable value	**495**	**496**

9. Trade and Other Receivables

	2019 $'000	2018 $'000
Trade receivables	-	-
Accrued interest receivable	6	-
Research and development tax benefit	74	72
Other receivables (including GST refund)	98	66
Total trade and other receivables	**178**	**138**

10. Property Plant and Equipment

	2019 $'000	2018 $'000
Freehold land		
At cost	4,271	4,271
Total freehold land[1]	**4,271**	**4,271**
Buildings and other infrastructure		
At cost	126	126
Less accumulated depreciation	(122)	(121)
Total buildings and other infrastructure[1]	**4**	**5**
Right-of-use Assets		
At cost	298	-
Less accumulated depreciation	(77)	-
Total Right-of-use Assets	**221**	**-**
Plant and Equipment		
At cost	58,536	58,536
Less accumulated impairment	(14,219)	(14,219)
Less accumulated depreciation	(40,212)	(40,173)
Total plant and equipment[1]	**4,105**	**4,144**
Total property plant and equipment	**8,601**	**8,420**

1. *The Directors have considered the recoverable amount of property, plant and equipment based on available market information and have taken into account the expected future use of these assets as the Company moves towards approval of a mining licence for the Bird-in-Hand Gold Project.*

10. Property Plant and Equipment (continued)

Movements in carrying amounts

	Freehold land $'000	Buildings & other infrastructure $'000	Plant and equipment $'000	Rights-of-use Assets $'000	Total $'000
Opening carrying amount 1 Jan 2019	4,271	5	4,144	-	8,420
Recognition upon first time adoption of AASB 16	-	-	-	90	90
Additions	-	-	-	207	207
Disposals	-	-	-	-	-
Transfers	-	-	-	-	-
Depreciation and amortization	-	(1)	(32)	(77)	(110)
Foreign currency movement	-	-	(7)	1	(6)
Carrying amount at 31 Dec 2019	**4,271**	**4**	**4,105**	**221**	**8,601**

	Freehold land $'000	Buildings & other infrastructure $'000	Plant and equipment $'000	Construction in progress $'000	Total $'000
Opening carrying amount 1 Jan 2018	4,271	6	4,220	-	8,497
Additions	-	-	4	-	4
Disposals	-	-	(61)	-	(61)
Transfers	-	-	-	-	-
Depreciation and amortisation	-	(1)	(44)	-	(45)
Foreign currency movement	-	-	25	-	25
Carrying amount at 31 Dec 2018	**4,271**	5	**4,144**	-	**8,420**

11. Exploration and Evaluation Assets

	2019 $'000	2018 $'000
Exploration and evaluation		
At cost	**63,121**	59,627
Additions	**2,077**	2,397
Impairment[1]	**(198)**	-
Exploration write-off[2]	**-**	(121)
Foreign currency movement	**(13)**	1,218
Total exploration and evaluation	**64,987**	63,121

1. *Impairment of capitalized exploration represents the value of damages sustained at the Goldwyn property as a result of the Cudlee Creek Bushfire in December 2019.*
2. *Exploration write-off represents all exploration and evaluation costs incurred from February 2018 (at which time the exploration license was not renewed) for the Tala Hamza project.*

	2019 $'000	2018 $'000
Exploration and evaluation projects by location		
Tala Hamza Zinc Project (Terramin 65%)	**44,089**	44,101
Adelaide Hills (Terramin 100%)[1, 2]	**1,934**	2,038
Bird in Hand Gold (Terramin Exploration 100%)	**13,291**	11,384
South Gawler Ranges (Menninnie Metals 100%)[3]	**5,673**	5,598
Total exploration and evaluation	**64,987**	63,121

1. *The Company has entered into an agreement with respect to the Kapunda Project, over which the Company has a current Exploration Licence. In December 2019, Environment Copper Recovery Pty Ltd (**ECR**) can earn, in two stages, up to 75% of the rights over metals which may be recovered via in-situ recovery (ISR) contained in the Kapunda deposit (ASX Announcement: (ASX: THR): Kapunda Copper and Gold). The expenditure by ECR on the project is not reflected in the accounts of the Company, however will contribute to the minimum expenditure obligations under the terms of the Exploration License.*
2. *The Company entered into an earn-in arrangement with Freeport Exploration Australia Pty Ltd in respect of the Wild Horse project.*
3. *The Company entered into an earn-in arrangement with Freeport Exploration Australia Pty Ltd in respect of the South Gawler Ranges projects.*

12. Trade and Other Payables

	2019 $'000	2018 $'000
Trade payables	**261**	87
Other payables and accrued expenses	**532**	868
Payables and accrued interest on borrowings	**2,563**	2,421
Total trade and other payables	**3,356**	**3,376**

Trade and other payables are normally non-interest bearing and are settled on 30 days end of month terms.

13. Loans and Borrowings

	2019 $'000	2018 $'000
Current liabilities		
Lease liabilities (note 28(d))[1]	**113**	9
Loans - secured[2]	**-**	11,000
Loans - unsecured[3]	**68**	5,891
Total current borrowings	**181**	16,900
Non-current liabilities		
Lease liabilities (note 28(d))[1]	**110**	2
Loans – secured[2]	**21,515**	-
Total non-current borrowings	**21,625**	2
Financing facilities		
Loan facilities - available	**21,515**	17,250
Loan facilities - drawn	**21,515**	17,250
Less: unamortised transaction costs	**-**	(359)
Carrying amount at 31 December	**21,515**	16,891
Guarantee facility		
Guarantee facility - available[4]	5,315	5,315
Guarantee facility - undrawn	-	-
Guarantee facility - drawn	**5,315**	5,315

1. *Under AASB 16 lease liabilities represent finance and operating leases, and unwind as lease payments are made.*

2. *At reporting date, the Group had fully drawn down $21.52 million of two loan facilities provided by Asipac. Interest is fixed at a base rate of 12%, payable upon termination date following Asipac declaring an interest rate review event during the year. The facilities were restructured during the reporting period and now have a term expiring 30 April 2021.*
3. *During the prior reporting period, the Group secured the short-term standby facility that Asipac provided to support working capital requirements.*
4. *The $5.3 million guarantee facility in relation to the environmental rehabilitation bonds required by the South Australian Government over Mining Lease 6229 was refinanced during the period. The facility was previously provided by Investec Bank PLC and was scheduled to expire on 30 September 2019. The facility was replaced by a cash backed Commonwealth Bank of Australia (CBA) guarantee.*

The carrying value of plant and equipment and mining property subject to finance loans and hire purchase contracts at 31 December 2019 was $2,425 (2018: $11,497). Assets under hire purchase contracts are pledged as security for related finance loans & hire purchase liabilities.

Under the terms of the $6.0 million BIH facility (**BIH Facility**) and $15.52 million Standby facility (**Standby Facility**) provided to Terramin Exploration Pty Ltd, the following first ranking securities have been granted to Asipac: a real property mortgage over land acquired at Bird-in-Hand, a general security interest over all the assets of Terramin Exploration Pty Ltd and a specific security over the shares of Terramin Exploration Pty Ltd. All security interests will be discharged upon repayment of all amounts due under the BIH Facility.

14. Provisions

	2019 $'000	2018 $'000
Current		
Employee benefits	**136**	163
Total current provisions	**136**	**163**
Non-current:		
Employee benefits	**30**	50
Mine rehabilitation	**4,880**	4,692
Total non-current provisions	**4,910**	**4,742**

	Employee Benefits $'000	Mine rehabilitation $'000	Total $'000
At 1 January 2019	213	4,692	4,905
Increases in provisions	68	187	255
Paid during the period	(114)	-	(114)
At 31 December 2019	**167**	**4,879**	**5,046**

The mine rehabilitation provision is recognised for the estimated cost of rehabilitation, decommissioning, restoration and long-term monitoring of areas disturbed during operation of the Angas Zinc Mine up to reporting date but not yet rehabilitated.

The provision is based on current cost estimates and has been determined on a discounted basis with reference to current legal requirements and technology. The provision has been calculated using a 1.88% risk-free discount rate (2018: 2.25%).

The rehabilitation is expected to occur following the processing of ore from the Bird-in-Hand Gold Project (subject to regulatory approvals).

15. Issued capital

(a) Ordinary shares

	2019 $'000	2018 $'000
2,116,562,720 (2018: 1,869,601,371)		
Ordinary shares	**229,676**	221,034
Share issue costs	**(5,726)**	(5,651)
Total issued capital	**223,950**	215,383

The holders of ordinary shares are entitled to one vote per share at meetings of the Company and participation in dividends declared. All issued shares are fully paid.

(b) Detailed table of capital issued during the year

Type of Share Issue	Date of Issue	Number of Ordinary Shares on issue	Issue Price $	Share Capital $'000
At 1 Jan 2019		**1,869,601,371**		**215,383**
Non-renounceable Rights Issue	2 Dec 2019	246,961,349	0.035	8,642
At 31 Dec 2019		**2,116,562,720**		**224,025**
Share issue costs				(75)
Issued Capital				**223,950**

Type of Share Issue	Date of Issue	Number of Ordinary Shares on issue	Issue Price $	Share Capital $'000
At 1 Jan 2018		**1,869,177,543**		**215,318**
Share rights converted	2 Jan 2018	162,615	0.13	21
Share rights converted	4 Apr 2018	137,882	0.16	22
Share rights converted	5 Jul 2018	123,331	0.18	22
At 31 Dec 2018		**1,869,601,371**		**215,383**
Share issue costs				-
Issued Capital				**215,383**

16. Reserves

(a) Foreign currency translation reserve

Foreign currency translation reserve	2019 $'000	2018 $'000
Balance at the beginning of the year	**(6,199)**	(7,532)
Adjustment arising on translation into presentation currency	**(38)**	1,333
Balance at the end of the year	**(6,237)**	(6,199)

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

(b) Share based payments reserve

Share based payments reserve	2019 $'000	2018 $'000
Balance at the beginning of the year	**136**	90
Transfer of lapsed options to retained earnings	**(25)**	-
Options value vested during the year	**187**	111
Share rights issued during the year	-	-
Share rights converted during the year	-	(65)
Balance at the end of the year	**298**	136
Total reserves	**(5,939)**	(6,063)

The share based payment reserve is used to recognise the value of equity-settled share-based payment transactions, including employees and KMP, as part of their remuneration. During the 2019 reporting period the CEO received no options (2018: 10,000,000). The 10,000,000 options granted to the CEO in 2018 were valued in accordance with the Black Scholes valuation methodology for which $187,533 was recognised as a share based payment expense during the 2019 reporting period (2018: $110,956). There were no share rights granted to employees including KMP's during the reporting period.

17. Non-controlling Interest

	2019 $'000	2018 $'000
Balance at the beginning of the year	**13,577**	13,952
Share of movement in net assets	**(212)**	(375)
Balance at the end of the year	**13,365**	**13,577**

Movement in non-controlling interest in 2019 relates to the 35% minority interest (ENOF 32.5% and ORGM 2.5%) in exploration and evaluation costs for the Tala Hamza Zinc Project funded directly by the Group through its 65% shareholding in WMZ. During 2019, the Group funded approximately $0.6 million (2018: $0.8 million) of exploration and evaluation costs in WMZ, of which ENOF and ORGM are entitled to $0.2 million (2018: $0.3 million) being (35%). The remainder of the movement is in relation to foreign exchange changes. A total of 35% of all assets contributed to WMZ by the Group effectively accrue to ENOF and ORGM for nil consideration (other than forming part of the Group's 65% earn-in) and has therefore been included in movement in net assets attributable to the non-controlling interest. Refer to note 23 for further disclosures with respect to material non-controlling interests.

18. Income Tax Expense

	2019 $'000	2018 $'000
Prima facie tax benefit on loss before income tax at 30% (2018: 30%)	**(1,865)**	(1,906)
Decrease in income tax benefit due to:		
(Deductible)/non-deductible items	**258**	64
Deferred tax asset not brought to account	**(1,607)**	(1,842)
Research and development tax concession received[1]	**607**	344
Adjustment to prior year tax losses	**(7,376)**	
Unused tax losses for which no deferred tax asset has been recognised	**171,261**	173,280
Potential tax benefit	**51,378**	51,984
The applicable weighted average effective tax rates for the reporting period are:	**26%**	29%

1. *As at the date of this report, an estimate of the Research and Development claim has been calculated for the 2019/20 financial year and is included in Trade and Other Receivables.*

The Company is part of an Australian Tax Consolidated Group. The Australian Tax Consolidated Group has potential deferred tax assets of $51.4 million (2018: $51.9 million). These have not been brought to account because the Directors do not consider the realisation of the deferred tax asset as probable. The benefit of these tax losses will be obtained if:

a. *the Australian Tax Consolidated Group derives future assessable income of a nature and of an amount sufficient to enable the benefits to be realised;*
b. *the Australian Tax Consolidated Group can comply with the conditions for deductibility imposed by tax legislation; and*
c. *no changes in the income tax legislation adversely affect the Australian Tax Consolidated Group in realising the benefit from the deduction of the loss.*

In order to utilise the benefit of the tax losses, an assessment will need to be undertaken with regards to the continuity of ownership or same business tests.

19. Cash Flow Information

Reconciliation of cash flow from operations with loss from ordinary activities after income tax:

	2019 $'000	2018 $'000
Loss for the period	**(5,611)**	(6,010)
Adjustment for:		
Depreciation and amortisation	**110**	45
Non-cash inventory movements	**-**	95
Share-based payment transactions (other)	**187**	111
Amortisation of borrowing costs	**826**	365
Impairment of non-current assets	**198**	-
Mine rehabilitation provision - change in assumptions (including discount unwind)	**187**	260
Gain on disposal of Non-Current Asset	**-**	(27)
Change in operating assets and liabilities: As		
Decrease/(increase) in trade and other receivables	**(11)**	(112)
Decrease/(increase) in prepayments	**(1)**	(20)
(Decrease)/increase in payables and accruals	**1,662**	1,096
(Decrease)/increase in provisions	**(46)**	(226)
Cashflow (used in) operating activities	**(2,499)**	(4,423)

20. Related Parties

(a) Key management personnel compensation

Summary of Key Management Personnel (KMP) compensation:

	2019 $	2018 $
Short-term employee benefits	**644,688**	1,102,961
Long-term employee benefits	**(1,912)**	(222,450)
Post-employment benefits	**38,804**	68,103
Termination benefits	**-**	100,000
Share-based payments	**187,533**	110,956
Total KMP compensation	**869,113**	**1,159,570**

The amounts disclosed in the table are the amounts recognised as an expense during the reporting year related to KMP. Amounts paid to KMP from prior years have been excluded from this table.

(b) Other transactions with related parties

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Entities with significant influence over the Group

At 31 December 2019, Asipac owned 39.09% of the ordinary shares in Terramin (2018: 33.18%) and is controlled by Mr Sheng who is the Executive Chairman of the Company. Mr Siciliano is the Chief Financial Officer of Asipac. Asipac has had the following transactions in the year:

Asipac Group	2019 $'000	2018 $'000
Borrowings as at 1 January	**17,250**	13,250
Loans advanced during the year	**9,300**	4,000
Loan repayments in the year	**(5,035)**	-
Borrowings as at 31 December	**21,515**	17,250
Related Party Transactions		
Loan facility fees paid	**(1,230)**	-
Loan facility fees incurred	**1,230**	764
Interest paid	**(970)**	-
Interest incurred	**3,513**	1,657
Related Party Balance		
Amounts owed at year end	**2,543**	2,421

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

On 28 October 2019, the Company and its subsidiary Terramin Exploration Pty Ltd entered into an agreement with major shareholder Asipac Group Pty Ltd to restructure its Facility Agreements. Under this agreement refinancing and marketing fees are waived, along with the waiver of the right to negotiate an offtake agreement for BiH, in return for a 3% NSR royalty on gold production from BiH. In the event that BiH production is less than 500koz the royalty shall extend to Terramin's wholly owned South Australian gold tenements until a total of 500koz is reached. The term of the facilities were also extended to 30 April 2021.

21. Financial Instruments

The Group is exposed to market risk in the form of commodity price risk, foreign currency exchange risk and interest rate risk. The carrying value of the financial assets and liabilities of the Group, together with the equity and profit or loss impact during the period (if any), that are affected by market risk are categorised as follows:

Financial Instruments	*Note*	2019 $'000	2018 $'000
Current			
Cash and cash equivalents	7	**6,300**	252
Trade and other receivables	9	**178**	138
Trade and other payables	12	**(3,356)**	(3,376)
Financial liabilities at amortised cost	13	**(21,515)**	(16,902)
Total current financial instruments		**(18,393)**	(19,888)

Fair value

The fair values of the financial assets and liabilities of the Group are equal to the carrying amount in the accounts (as detailed previously). In the case of loans and borrowings it is considered that the variable rate debt and associated credit margin is in line with current market rates and therefore is carried in the accounts at fair value.

22. Financial Risk Management

The Group's principal financial liabilities comprise loans and trade and other payables. The main purpose of these financial instruments is to finance the Group's operations. The Group has various financial assets such as accounts receivable and cash and short-term deposits, which arise directly from operations.

The Group manages its exposure to key financial risks in accordance with the Group's risk management policy. The objective of the policy is to support the delivery of the Group's financial targets while protecting future financial security. The main risks that could adversely affect the Group's financial assets, liabilities or future cash flows are market risks, comprising commodity price risk, currency risk, interest rate risk, credit risk and liquidity risk.

The Group's senior management oversees the management of financial risks. The Group's senior management is supported by the Audit, Risk and Compliance Committee that advises on financial risks and the appropriate financial risk governance framework for the Group. The Audit, Risk and Compliance Committee provides assurance to the Group's senior management that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group policies and the Group's risk appetite.

All derivative activities for risk management purposes are carried out by management that have the appropriate skills, experience and supervision. It is the Group's policy that no trading in derivatives for speculative purposes shall be undertaken. At this stage, the Group does not currently apply any form of hedge accounting.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

1. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: commodity price risk, interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings, deposits, accounts receivable, accounts payable, accrued liabilities and derivative financial instruments. The Company currently has no commodity price risk.

(a) Currency risk

The Group is exposed to foreign currency risk on purchases and cash at bank which are denominated in a currency other than AUD. The currencies giving rise to this are primarily USD and Algerian Dinar (DZD). The Group does not enter into derivative financial instruments to hedge such transactions denominated in a foreign currency. No amount was recognised in the statement of profit or loss and other comprehensive income during the current year (2018:$nil).

The Group's exposure to foreign currency risk at reporting date was as follows:

In AUD thousand equivalent	31 December 2019 USD	DZD	31 December 2018 USD	DZD
Cash at bank	-	**1**	2	34
Trade receivables	-	**6**	-	30
Trade payables	-	**(74)**	-	(74)
Gross exposure	-	**(67)**	2	(10)

The following exchange rates applied for the Group Consolidated Statement of Financial Position:

Currency Exchange Rates	Currency	2019	2018
Year-end rates used for the consolidated statement of financial position, to translate the currencies into AUD, are:	USD DZD	**0.70** **83.10**	0.71 83.05

Sensitivity Analysis

Sensitivity to fluctuations in foreign currency rates is based on outstanding monetary items at 31 December 2019 which are denominated in a foreign currency.

Holdings exposed to currency risk at the end of the period are minimal.

(b) Interest rate risk

The Group has an exposure to future interest rates on investments in variable-rate securities and variable- rate borrowings.

The Group does not use derivatives to mitigate these exposures.

The Group's exposure to interest rate risk and effective weighted average interest rates are as follows:

	$'000	$'000
Interest Rate Sensitivity	+1%	-1%
Loans - 31 December 2019	(215)	215
Loans - 31 December 2018	(173)	173

Net Financial Assets (Liabilities) 2019	Effective interest rate	Total $'000	Floating Int rate $'000	Fixed interest rate
Cash[1]	1.20%	965	965	-
Short-term deposits[1]	1.20%	5,335	5,335	-
Finance lease liabilities	14.50%	(2)	-	(2)
Loans[1]	12.00%	(21,515)	-	(21,515)
Total (Net)		**(15,217)**	**6,300**	**(21,517)**

Net Financial Assets (Liabilities) 2018	Effective interest rate	Total $'000	Floating Int rate $'000	Fixed interest rate
Cash[1]	2.03%	219	219	-
Short-term deposits[1]	1.42%	33	33	-
Finance lease liabilities	14.50%	(11)	-	(11)
Loans[2]	8.00%	(17,250)	-	(17,250)
Total (Net)		**(17,009)**	**252**	**(17,261)**

1. *Includes AUD and USD denominated balances.*
2. *During the reporting period, the facilities were extended by 18 months with an expiry date of 30 April 2021. No review event has been declared as at the date of this report. An interest rate review event was declared by the lender resulting in the interest rate increasing from 8% to 12%.*

Sensitivity analysis

The Group has interest bearing liabilities with the Asipac Group which may be varied.

The following table illustrates the sensitivity of interest repayments to a reasonably possible change in interest of +/- 1% (2018: +/- 1%)

2. Credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

Credit risk exposure - assets	Note	2019 $'000	2018 $'000
Trade and other receivables	9	**178**	138
Cash assets	7	**6,300**	252
Total financial assets		**6,478**	390

The Group's maximum exposure to credit risk for loans and receivables at the reporting date by geographic region was:

Credit risk exposure – loans and receivables	Note	2019 $'000	2018 $'000
Australia		**172**	109
USA		**-**	-
Other		**6**	29
Total trade and other receivables	**9**	**178**	138

3. Liquidity risk

The contractual maturities of financial liabilities, including estimated interest payments:

2019	Note	Carrying amount[1] $'000	Contractual cash flows[2] $'000	6 months or less[3] $'000	6-12 Months[3] $'000	1-2 years[3] $'000	2-5 years[3] $'000	More than 5 years[3] $'000
Non-derivative financial liabilities								
Trade and other payables	12	3,356	(3,356)	(3,356)	-	-	-	-
Loans - secured	13	21,515	(24,129)	-	-	(24,129)	-	-
Finance lease liabilities	28(d)	2	(2)	(1)	(1)	-	-	-
Total non-derivative financial liabilities		**24,873**	**(27,487)**	**(3,357)**	**(1)**	**(24,129)**	**-**	**-**

2018	Note	Carrying amount[1] $'000	Contractual cash flows[2] $'000	6 months or less[3] $'000	6-12 Months[3] $'000	1-2 years[3] $'000	2-5 years[3] $'000	More than 5 years[3] $'000
Non-derivative financial liabilities								
Trade and other payables	12	3,376	(3,376)	(3,376)	-	-	-	-
Loans - secured	13	11,000	(12,287)	-	(12,287)	-	-	-
Loans - unsecured	13	5,891	(6,620)	-	(6,620)	-	-	-
Finance lease liabilities	28(d)	11	(11)	(6)	(3)	(2)	-	-
Total non-derivative financial liabilities		**20,278**	**(22,294)**	**(3,382)**	**(18,910)**	**(2)**	**-**	**-**

1. *Represents amounts reflected in the statement of financial position as at 31 December.*
2. *Represents total loan principal, accrued interest and accrued fees payable as at 31 December.*

Represents schedule of payments of loan principal, accrued interest and accrued fees in accordance with specified time bands.

23. Controlled Entities

Name	Country of incorporation	Percentage 2019	2018
Parent Entity			
Terramin Australia Limited	Australia		
Subsidiaries of parent entity			
Menninnie Metals Pty Ltd	Australia	**100%**	100%
Western Mediterranean Zinc Spa	Algeria	**65%**	65%
Terramin Spain S.L.	Spain	**100%**	100%
Terramin Exploration Pty Ltd	Australia	**100%**	100%

Subsidiary with material non-controlling interests

The Group includes one subsidiary, Western Mediterranean Zinc Spa, with material Non-Controlling Interests ('NCI'):

Name	Proportion of Ownership Interests & Voting Rights held by the NCI		Profit/(Loss) Allocated to NCI		Accumulated NCI	
	31-Dec-19	31-Dec-18	31-Dec-19	31-Dec-18	31-Dec-19	31-Dec-18
Western Mediterranean Zinc Spa	35%	35%	(212)	(375)	13,365	13,577

Summarised financial information for Western Mediterranean Zinc Spa, before intragroup eliminations, is set out below:

	2019 $'000	2018 $'000
Current assets	**9**	101
Non-current assets	**44,207**	44,113
Total assets	**44,216**	44,214
Current liabilities	**108**	74
Non-current liabilities	**45**	-
Total liabilities	**153**	74

	2019 $'000	2018 $'000
Revenue	-	-
Loss for the year	(608)	(1,072)
Other comprehensive income for the year (all attributable to owners of the parent)	-	-
Total comprehensive loss for the year	**(608)**	**(1,072)**
Net cash (used in) operating activities	(433)	(823)
Net cash used in investing activities	-	-
Net cash from financing activities	403	847
Net cash (outflow)	**(30)**	**24**
Cash Balance as at 31 December	**1**	**31**

24. Segment Reporting

For management purposes, the Group is organised into business units based on geography and has two reportable operating segments:

a. Australia - explores, develops and mines zinc, lead and gold deposits
b. Northern Africa - developing a zinc deposit

No operating segments have been aggregated to form the above reportable operating segments.

	Australia		Northern Africa		Consolidated	
	2019 $'000	2018 $'000	**2019 $'000**	2018 $'000	**2019 $'000**	2018 $'000
Other Income						
External customers	264	254	-	-	264	254
Total Other Income	**264**	254	**-**	-	**264**	254
Results						
Raw materials, consumables and other direct costs	(420)	(459)	-	-	(420)	(459)
Employee benefits & share based payments expense	(1,225)	(1,665)	-	-	(1,225)	(1,665)
Depreciation and amortisation	(92)	(45)	(18)	-	(110)	(45)
Exploration and evaluation expensed	(198)	-	(590)	(1,076)	(788)	(1,076)
Mine rehabilitation obligation expense	(70)	(47)	-	-	(70)	(47)
Other expenses	(838)	(1,204)	-	4	(838)	(1,200)
Net finance costs	(3,031)	(2,116)	-	-	(3,031)	(2,116)
(Loss) before income tax	**(5,610)**	(5,282)	**(608)**	(1,072)	**(6,218)**	(6,354)
Income tax expense	607	344	-	-	607	344
(Loss) for the year for the operating segment	(5,003)	(4,938)	(608)	(1,072)	(5,611)	(6,010)
(Loss) for the year attributable to non-controlling interest	-	-	(212)	(375)	(212)	(375)
(Loss) for the year attributable to equity holders of the Company	**(5,003)**	(4,938)	**(396)**	(697)	**(5,399)**	(5,635)
Operating assets	**36,450**	28,322	**44,216**	44,214	**80,666**	72,536
Operating liabilities	**30,055**	25,109	**153**	74	**30,208**	25,183
Other disclosures						
Capital expenditure[1]	2,077	2,273	-	128	2,077	2,401

1. *Capital expenditure consists of additions of property, plant and equipment, and exploration and evaluation assets.*

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the consolidated financial statements.

There are no transactions other than cash funding between reportable segments.

25. Share Based Entitlements and Payments

The Group uses share options and share rights to provide incentives to Directors, employees and consultants. The Board, upon the recommendation of senior management, has discretion to determine the number of options to be offered to Eligible Employees (as that term is defined by the EOP) and the terms upon which they are offered, including exercise price and vesting conditions.

During the calendar year 2018, 10,000,000 options were granted to the Group's Chief Executive Officer. Details of the options granted to the Chief Executive Officer are summarised in the notes that follow. No options were granted to KMP's during the calendar year 2019. The options outstanding at 31 December 2019 have a weighted average contractual life of 3.4 years (2018: 3.4 years). A balance of 10,000,000 options were outstanding for the Group at 31 December 2019.

(a) Number and weighted average exercise prices of share options

	Weighted average exercise price 2019	**Number of options 2019**	Weighted average exercise price 2018	Number of options 2018
Outstanding at 1 January	$0.135	10,000,000	$0.135	1,750,000
Granted during the period	$0.293	-	$0.293	10,000,000
Exercised during the period	$0.00	-	$0.00	-
Lapsed during the year	$0.00	-	$0.135	(1,750,000)
Outstanding at 31 December	$0.293	10,000,000	$0.293	10,000,000
Exercisable at 31 December	$0.20	2,500,000	$0.00	-

(b) Options exercised during the year

There were not options exercised during the reporting period (2018: Nil).

(c) Table of share options movement for the Group at 31 December 2019

Expiry Date	Number of options	Options expense this year $'000	Total option value $'000
Opening balance 1 January 2019	10,000,000	111	371
Granted during the period	-	187	-
Lapsed during the period	-	-	-
Closing balance 31 December 2019	**10,000,000**	**298**	**371**

(d) Table of share options movement for the Group at 31 December 2018

Expiry Date	Number of options	Options expense this year $'000	Total option value $'000
Opening balance 1 January 2018	1,750,000	-	-
Granted during the period	10,000,000	111	**371**
Lapsed during the period	(1,750,000)	-	-
Closing balance 31 December 2018	**10,000,000**	**111**	**371**

(e) Shares issued in lieu of cash payments

During the year, no shares were issued in lieu of cash payments.

Type of Share Rights Issue 2019	Date of issue	Number of Ordinary Shares on issue	Issue Price $	Share Capital $'000
Shares issued in lieu of salary and wages		-	-	-
Total shares issued in lieu of cash payments		**-**	**-**	**-**

Type of Share Rights Issue 2018	Date of issue	Number of Share Rights issued	Issue Price $	Share Rights $'000
Shares issued in lieu of salary and wages	2 January 2018	162,615	0.13	21
Shares issued in lieu of salary and wages	4 April 2018	137,882	0.16	22
Shares issued in lieu of salary and wages	8 July 2018	123,331	0.18	22
Total shares issued in lieu of cash payments		**423,828**		**65**

26. Employee Option Plan

(a) Current Options

No options were granted, no options were exercised and no options lapsed during the reporting period.

(b) Employee Incentive Plan

Terramin has established an Employee Incentive Plan. Shares are allotted to employees under this Plan at the Board's discretion.

The following options are currently on issue:

	No. of Options on issue	Exercise Price	Fair Value $'000
Balance as at 1 January 2019	10,000,000	**$0.293**[2]	370,750
Granted during the financial year[1]	-	-	-
Balance as at 31 December 2019	**10,000,000**		370,750
Lapsed during the financial year	-		-
Balance as at 31 December 2019	**10,000,000**	**$0.293**[2]	**370,750**

1. *Share Based Payments expense is recognised over the vesting period on a pro-rata basis from the grant date.*
2. *Represents the weighted average exercise price*

	Tranche A Granted Dec-18	Tranche B Granted Dec-18	Tranche C Granted Dec-18	Tranche D Granted Dec-18
Total fair value at grant date[1]	$104,750	$90,250	$88,250	$87,500
Number of securities issued	2,500,000	2,500,000	2,500,000	2,500,000
Exercise price	$0.20	$0.25	$0.32	$0.40
Volatility	80%	80%	80%	80%
Term	3 years	3 years	3.5 years	4 years
Risk free rate	2.10%	2.10%	2.20%	2.20%

1. *Options were granted on 2 August 2018. During the 2019 reporting period the share based payment expense of $187,533 represents the vested portion of total fair value of options of $370,750.*

The fair value of options issued is calculated using the Black-Scholes Option Pricing Model.

27. Earnings per Share

(a) Basic earnings per share

The calculation of basic earnings per share at 31 December 2019 was based on the net loss attributable to owners of the Company of $5.4m (2018: $5.6m) and a weighted average number of ordinary shares outstanding during the year ended 31 December 2019 of 1,889,222,958 (2018: 1,869,503,284), calculated as follows:

	2019 $'000	2018 $'000
Net loss for the year attributable to the owners of the Company	**(5,399)**	(5,635)
Ordinary shares on issue	**2,116,562,720**	1,869,601,371
Weighted average number of shares	**1,889,222,958**	1,869,503,284
Basic earnings per share (cents)	**(0.29)**	(0.30)

(b) Diluted earnings per share

The calculation of diluted earnings per share does not include potential ordinary shares on issue as to do so would have the effect of reducing the amount of the loss per share. Therefore the diluted earnings per share equates to the ordinary earnings per share.

28. Commitments and Contingencies

There are contractual commitments at the reporting date as follows:

(a) Operating lease

Non-cancellable operating leases contracted but not capitalised in the financial statements payable:

	2019 $'000	2018 $'000
Within 1 year	-	80
One to five years	-	22
Total	**-**	**102**

(b) Minimum expenditure on exploration tenements of which the Group has title

In order to maintain current rights of tenure to exploration tenements, the Company is required to perform minimum exploration work to meet minimum expenditure requirements. These obligations are subject to renegotiation and may be farmed out or relinquished. These obligations are not provided for in the parent entity financial statements.

Adelaide Hills fold belt tenements have an amalgamated minimum expenditure of $4.16 million over 2 years expiring on 30 June 2020 and represents a portion of the total minimum expenditure. The Wild Horse and Ulooloo tenements are excluded from the Adelaide Hills fold belt amalgated minimum expenditure arrangement.

The minimum expenditure for the Wild Horse tenement is $174,000 over 2 years expiring on 8 September 2020.

The minimum expenditure for the Ulooloo tenement is $100,000 over 2 years expiring on 18 December 2020.

South Gawler project tenements have an amalgamated minimum expenditure of $1.5 million over 2 years expiring on 3 July 2021 and represents a portion of the total minimum expenditure.

The minimum expenditure on a tenement is subject to change at the end of a five year term from when the tenement was granted.

(c) Finance leases

	2019 $'000	2018 $'000
Within 1 year	**2**	10
Longer than 1 year and not longer than 5	**-**	2
Minimum lease payments	**2**	12
Less: future finance charges	**-**	1
Total lease liabilities	**2**	11
Representing		
Current	**2**	9
Non-current	**-**	2
Total lease liabilities	**2**	11

The interest rate implicit in the lease is 14.5%.

(d) Other commitments and contingencies

Tala Hamza Zinc Project

In February 2006, the Group signed a joint venture agreement in respect of the Tala Hamza Zinc Project with ENOF, an Algerian Government company involved in exploration and mining activities. The Company agreed to manage and finance the joint venture until a decision to mine is made.

Bird-in-Hand acquisition

Terramin Exploration Pty Ltd agreed to purchase the Bird-in-Hand Gold Project from Maximus Resources Limited. Pursuant to a tenement sale and purchase agreement two further payments of $1 million each may become payable following approval of the Programme for Environmental Protection and Rehabilitation in respect of the Bird-in- Hand deposit and following the first shipment of mined gold respectively. A net smelter royalty will also become payable following the first shipment of mined gold.

Consultancy fee

Under the Technical Cooperation Agreement entered into with NFC up to an additional 8 million ordinary shares will be issued upon the Board of WMZ taking a decision to mine.

Finder's Fee

A second tranche of a finder's fee is payable to a non-related party and linked to the commencement of commercial production from the first producing mine established on the Oued Amizour tenement covered by the Algerian joint venture agreement with ENOF. The amount payable will be US$62,500 which will be converted into the Australian Dollar equivalent at the time of the contingent payment in the future, as well as 100,000 unlisted options exercisable at 25 cents each within 3 years of date of issue.

Asipac Royalty

On 28 October 2019, the Company and its subsidiary Terramin Exploration Pty Ltd entered into an agreement with major shareholder Asipac Group Pty Ltd to restructure its Facility Agreements. Under this agreement refinancing and marketing fees are waived, along with the waiver of the right to negotiate an offtake agreement for BiH, in return for a 3% NSR royalty on gold production from BiH. In the event that BiH production is less than 500koz the royalty shall extend to Terramin's wholly owned South Australian gold tenements until a total of 500koz is reached.

Goldwyn Property (Bird-in-Hand Project) insurance claim

In December 2019, the Company submitted an insurance claim for damages at Goldwyn Farm, the site of its Bird-in-Hand Gold Project. The Company's insurer is currently assessing the claim.

Bank Guarantees - Angas Zinc Mine

As at 31 December 2019, the Company had lodged bank guarantees having a face value of $5.3 million with the South Australian Government.

Litigation

At the reporting date, the Company is currently pursuing litigation in South Australia in regard to a non-complying planning approval of a neighbouring property and two cases related to land access under the Mining Act 1971.

29. Events After the Reporting Date

There are no other matters or circumstances that have arisen since the end of the year that have significantly affected or may significantly affect either the entities operations or state of affairs in future years or the results of those operations in future years.

30. Parent Entity Disclosures

As at, and throughout, the financial year ending 31 December 2019 the parent Company of the Group was Terramin Australia Limited.

	2019 $'000	2018 $'000
Result of the parent entity		
Loss for the period	**(5,650)**	(4,676)
Other comprehensive income	**-**	-
Total comprehensive income for the period	**(5,650)**	(4,676)
Financial position of parent entity		
Current assets	**6,533**	406
Total assets	**73,022**	65,569
Current liabilities	**2,073**	13,472
Total liabilities	**22,564**	18,216
Total equity of the parent entity comprising of:		
Share capital	**223,950**	215,383
Reserves	**298**	136
Accumulated losses	**(173,790)**	(168,166)
Total equity	**50,458**	47,353

Parent entity capital commitments for acquisition of property plant and equipment

There are no capital commitments for acquisition of property, plant and equipment as at 31 December 2019.

Parent entity guarantees in respect of debts of its subsidiaries

The parent entity has not entered into a deed of Cross Guarantee with respect to its subsidiaries.

Tenement Information

Terramin Australia Limited

Tenement listing Title name and locations	Licence number	Licence area	Expiry date	Interest	Minimum expenditure	Application for renewal of licence lodged
Angas - South Australia	ML 6229	87.97ha	16/08/2026	100%	Not applicable	
Bremer - South Australia[1]	EL 5924	387km^2	26/10/2021	100%	$1,680,000 over 3 years	
Cambrai - South Australia[1]	EL 5662	89km^2	20/07/2020	100%	$120,000 over 3 years	
Pfeiffer - South Australia[1]	EL 6228	154km^2	21/11/2022	100%	$270,000 over 3 years	
Tepko - South Australia[1]	EL 6267	778km^2	7/10/2020	100%	$420,000 over 2 years	
Wild Horse - South Australia[3]	EL 5846	462km^2	8/09/2020	100%	$174,000 over 2 years	

Terramin Exploration Pty Ltd (100% Terramin)

Tenement listing Title name and locations	Licence number	Licence area	Expiry date	Interest	Minimum expenditure	Application for renewal of licence lodged
Bird-in-Hand Mineral Claim	MC 4473	194.78ha	-	100%	Not applicable	
Kapunda - South Australia[1]	EL 6198	624km^2	27/04/2020	100%	$720,000 over 2 years	
Lobethal - South Australia[1]	EL 6447	221km^2	31/08/2021	100%	$800,000 over 2 years	
Mount Barker - South Australia[1]	EL 6154	118km^2	24/02/2020	100%	$320,000 over 2 years	
Mount Pleasant - South Australia[1]	EL 5805	452km^2	29/03/2021	100%	$900,000 over 3 years	
Mount Torrens - South Australia[1]	EL 6319	93km^2	24/02/2021	100%	$640,000 over 2 years	
Ulooloo – South Australia	EL 6293	103km^2	18/12/2020	100%	$100,000 over 2 years	

Western Mediterranean Zinc Spa (65% Terramin)

Tenement listing Title name and locations	Licence number	Licence area	Expiry date	WMZ Interest	Minimum expenditure
Oued Amizour - Algeria	6911 PEM	12,276ha	31/01/2018	100%	Not applicable

Menninnie Metals Pty Ltd (100% Terramin)

Tenement listing Title name and locations	Licence number	Licence area	Expiry date	MMPL Interest	Minimum expenditure	Application for renewal of licence lodged
Kolendo - South Australia[2, 3]	EL 6413	208km^2	26/07/2021	100%	$400,000 over 2 years	
Menninnie - South Australia[2, 3]	EL 5949	101km^2	26/10/2021	100%	$960,000 over 3 years	
Mt Ive - South Australia[2, 3]	EL 6200	214km^2	20/06/2020	100%	$200,000 over 2 years	
Mt Ive South - South Australia[3]	EL 6412	394km^2	19/06/2021	100%	$280,000 over 2 years	
Mulleroo - South Australia[2, 3]	EL 5855	210km^2	19/09/2021	100%	$150,000 over 3 years	
Nonning - South Australia[2, 3]	EL 5925	312km^2	30/11/2021	100%	$720,000 over 3 years	
Peltabinna – South Australia[3]	EL 6290	637km^2	11/12/2020	100%	$180,000 over 2 years	
Tanner - South Australia[3]	EL 6414	354km^2	31/07/2021	100%	$260,000 over 2 years	
Taringa - South Australia[2, 3]	EL 5816	988km^2	20/02/2021	100%	$750,000 over 3 years	
Thurlga - South Australia[3]	EL 5518	951km^2	27/11/2019	100%	$484,200 over 1 year	28/08/2019
Unalla - South Australia[2, 3]	EL 6179	155km^2	6/06/2020	100%	$180,000 over 2 years	

1. *Subject to an amalgamated expenditure arrangement with the Department for Energy and Mining (DEM) (see note 28(b)) encompassing the Adelaide Hills tenements.*
2. *Subject to an amalgamated expenditure arrangement with the Department for Energy and Mining (DEM)) (see note 28(b)) encompassing the Menninnie Metals tenements.*
3. *The Wild Horse and Menninnie Metals (South Gawler Ranges) tenements are subject to an earn-in agreement with Freeport Exploration Australia Pty Ltd*

Reserves and Resources

Terramin's Mineral Resource and Ore Reserve estimates as at 31 December 2018 and 31 December 2019 are listed below. The Mineral Resource estimates are reported inclusive of Ore Reserve estimates. The totals and average of some reports may appear inconsistent with the parts, but this is due to rounding of values to levels of reporting precision commensurate with the confidence in the respective estimates.

The complete JORC Code reports, including JORC Code Table 1 checklists, which detail the material assumptions and technical parameters for each estimate, can be found at https://www.terramin.com.au/ under the menu 'ASX Announcements'. The JORC Code Competent Person statements for the 31 December 2019 estimates are included on pages 11 and 51 of this Annual Report.

Terramin's public reporting governance for mineral resources and ore reserves includes a chain of assurance measures. Firstly, Terramin ensures that the Competent Persons responsible for public reporting:

- are current members of a professional organisation that is recognised in the JORC Code framework;
- have sufficient mining industry experience that is relevant to the style of mineralisation and reporting activity, to be considered a Competent Person as defined in the JORC Code;
- have provided Terramin with a written sign-off on the results and estimates that are reported, stating that the report agrees with supporting documentation regarding the results or estimates prepared by each Competent Person; and
- have prepared supporting documentation for results and estimates to a level consistent with normal industry practices – which for JORC Code 2012 resources includes Table 1 Checklists for any results and/or estimates reported.

The following tables set out the current Resource and Reserve position for the Company.

Table of Resources – Lead Zinc

		Measured Resource			Indicated Resource			Inferred Resource			Total Resources		
	Terramin Interest (%)	Tonnes (Mt)	Zn (%)	Pb (%)	Tonnes (Mt)	Zn (%)	Pb (%)	Tonnes (Mt)	Zn (%)	Pb (%)	Tonnes (Mt)	Zn (%)	Pb (%)
2018													
Tala Hamza	65				44.2	5.54	1.44	8.9	4.0	0.7	53.0	5.3	1.3
Angas	100				0.66	4.68	1.81	0.25	2.8	1.3	0.91	4.2	1.7
Sunter	100				0.13	5.70	2.31	0.24	2.9	1.2	0.38	3.8	1.6
Menninnie Dam	100							7.7	3.1	2.6	7.7	3.1	2.6
Total (100%)					**44.99**	**5.53**	**1.45**	**17.09**	**2.16**	**1.57**	**61.99**	**4.62**	**1.47**
Total (Terramin share 2018)					**29.53**	**5.20**	**1.45**	**13.98**	**3.46**	**1.77**	**43.44**	**4.87**	**1.54**
2019													
Tala Hamza[1, 2]	65				44.2	5.54	1.44	8.9	4.0	0.7	53.0	5.3	1.3
Angas[4, 5]	100				0.66	4.68	1.81	0.25	2.8	1.3	0.91	4.2	1.7
Sunter[4, 6]	100				0.13	5.70	2.31	0.24	2.9	1.2	0.38	3.8	1.6
Menninnie Dam[7, 8]	100							7.7	3.1	2.6	7.7	3.1	2.6
Total (100%)					**44.99**	**5.53**	**1.45**	**17.09**	**2.16**	**1.57**	**61.99**	**4.62**	**1.47**
Total (Terramin share)					**29.53**	**5.20**	**1.45**	**13.98**	**3.46**	**1.77**	**43.44**	**4.87**	**1.54**

Table of Resources – Gold

		Indicated Resource			Inferred Resource			Total Resources				
	Terramin Interest (%)	Tonnes (Kt)	Au (g/t)	Ag (g/t)	Tonnes (Kt)	Au (g/t)	Ag (g/t)	Tonnes (Kt)	Au (g/t)	Au (kOz)	Ag (g/t)	Ag (kOz)
2018												
Bird-in-Hand	100	432	14.4	7.56	220	9.2	2.4	650	12.6	265	5.8	122
Total (100%)	-	**432**	**14.4**	**7.56**	**220**	**9.2**	**2.4**	**650**	**12.6**	**265**	**5.8**	**122**
Total (Terramin share 2018)	-	**432**	**14.4**	**7.56**	**220**	**9.2**	**2.4**	**650**	**12.6**	**265**	**5.8**	**122**
2019												
Bird-in-Hand[9, 10]	100	432	14.4	7.56	220	9.2	2.4	650	12.6	265	5.8	122
Total (100%)	-	**432**	**14.4**	**7.56**	**220**	**9.2**	**2.4**	**650**	**12.6**	**265**	**5.8**	**122**
Total (Terramin share)	-	**432**	**14.4**	**7.56**	**220**	**9.2**	**2.4**	**650**	**12.6**	**265**	**5.8**	**122**

Reserves and Resources (continued)

Table of Resources – Copper

	Terramin Interest (%)	Indicated Resource Tonnes (Mt)	Cu (%)	Inferred Resource Tonnes (Mt)	Cu (%)	Total Resources Tonnes (Mt)	Cu (%)
2018							
Kapunda	100			47.4	0.25	47.4	0.25
Total (100%)	-			**47.4**	**0.25**	**47.4**	**0.25**
Total (Terramin share)	-			**47.4**	**0.25**	**47.4**	**0.25**
2019							
Kapunda[11, 12, 13]	100			47.4	0.25	47.4	0.25
Total (100%)	-			**47.4**	**0.25**	**47.4**	**0.25**
Total (Terramin share)	-			**47.4**	**0.25**	**47.4**	**0.25**

Table of Reserves – Lead Zinc

	Terramin Interest (%)	Probable Reserve Tonnes (Mt)	Zn (%)	Pb (%)	Total Reserve Tonnes (Mt)	Zn (%)	Pb (%)
2018							
Tala Hamza	65	25.9	6.3	1.8	25.9	6.3	1.8
Tatal (100%)	-	**25.9**	**6.3**	**1.8**	**25.9**	**6.3**	**1.8**
Total (Terramin share 2018)	-	**16.8**	**6.3**	**1.8**	**16.8**	**6.3**	**1.8**
2019							
Tala Hamza[2, 3]	65	25.9	6.3	1.8	25.9	6.3	1.8
Total (100%)	-	**25.9**	**6.3**	**1.8**	**25.9**	**6.3**	**1.8**
Total (Terramin share)	-	**16.8**	**6.3**	**1.8**	**16.8**	**6.3**	**1.8**

1. *Resources for Tala Hamza (JORC 2004) are estimated at a cut off of 3% ZnEq. The Zinc Equivalence formula for Tala Hamza is %ZnEq = %Zn + 0.856 x %Pb and is based on long term predicted prices of Pb USD2,400/t and Zn USD2425/t and metal recoveries of Pb 62% and Zn 88%.*
2. *Tala Hamza Resources as at January 2018. The reserve is as at 29 August 2018. The reserve is based on the Underhand Drift and Fill mining method. Resources are inclusive of Reserves.*
3. *Reserve cut off grade at Tala Hamza is 4.5% ZnEq (JORC 2012).*
4. *Resources for Angas and Sunter (JORC 2004) are estimated at a cut off of 2% Pb+Zn.*
5. *Angas Resources as at 1 Jan 2013. Resources exclude oxide and transitional material.*
6. *Sunter Resources as at 29 November 2011. Resources exclude oxide and transitional material.*
7. *Resources for Menninnie Dam (JORC 2004) are estimated at a cut off of 2.5% Pb+Zn.*
8. *Menninnie Dam Resources as at 15 February 2011. Resources exclude oxide and transitional material.*
9. *Resources for Bird-in-Hand (JORC 2012) are estimated at a cut off of 1g/t Au.*
10. *Bird-in-Hand Resources as at 30 October 2018.*
11. *Resource for Kapunda (JORC 2012) estimated at a cut off of 0.05% Cu. Resource excludes primary sulphide material.*
12. *Kapunda Resource as at 12 February 2018.*
13. *Subject to terms of JV with Environmental Copper Recovery Pty Ltd announced 2 August 2017.*

JORC Competent Person Statement

The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Mr Eric Whittaker (Tala Hamza, Menninnie, Angas and Kapunda Resources and Exploration Results) and Mr Dan Brost (Bird-in-Hand Resource), both being Competent Persons who are Members of The Australasian Institute of Mining and Metallurgy (AusIMM). Mr Whittaker is employed as the Regional Exploration Manager of Terramin Australia Limited and Mr Brost is a geologist consulting to Terramin. Mr Whittaker and Mr Brost have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person(s) as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Whittaker and Mr Brost consent to the inclusion in the report of the matters based on their information in the form and context in which it appears. The information in this report that relates to Ore Reserves is based on information compiled or reviewed by Mr Luke Neesham, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy (AusIMM). Mr Neesham is Principal Mining Engineer for GO Mining Pty Ltd a consulting firm engaged by Terramin Australia Limited to prepare mining designs and schedules for the Tala Hamza Feasibility Study. Mr Neesham has sufficient experience that is relevant to the style of mineralization and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Neesham consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Additional Securities Exchange Information

Equity Securities on Issue

Fully paid ordinary shares

As at 31 January 2020, there were 2,459 holders of a total of 2,116,562,720 ordinary fully paid shares in the capital of the Company. All ordinary fully paid shares in the capital of the Company are listed for quotation on the ASX.

Unlisted options

As at 31 January 2020, there was 1 holder of a total of 10,000,000 options over fully paid ordinary shares in the capital of the Company.

Shareholder Voting Rights

At a general meeting of shareholders, on a show of hands, each person who is a member or sole proxy has one vote. On a poll, each shareholder is entitled to one vote for each fully paid share.

Unlisted options carry no voting rights.

Distribution Schedule as at 31 January 2020

Number of securities	Fully paid ordinary shares	Unlisted options
1 – 1,000	476	0
1,001 – 5,000	686	0
5,001 – 10,000	311	0
10,001 – 100,000	707	0
100,001 – and over	279	1
Total	**2,459**	**1**

As at 31 January 2020, there were 1,641 shareholdings of less than a marketable parcel.

Substantial Shareholders

As at 31 January 2020, the following shareholders were substantial shareholders, as disclosed in substantial shareholder notices given to the Company:

Shareholder	Number of shares	% Issued capital
Asipac Group Pty Ltd	827,023,014	39.07
Citycorp Nominees Pty Limited	289,054,230	13.66
HSBC Custody Nominees (Australia) Limited	164,083,363	7.75
Mr Yong Yang	108,000,000	5.10

Additional Securities Exchange Information (continued)

List of 20 Largest Shareholders

The names of the twenty largest shareholders as shown in the Company's register at 31 January 2020 are:

Shareholder	Number of shares	% Issued capital
Asipac Group Pty Ltd	827,023,014	39.07
Citycorp Nominees Pty Limited	289,054,230	13.66
HSBC Custody Nominees (Australia) Limited	164,083,363	7.75
Mr Yong Yang	108,000,000	5.10
BNP Paribas Noms Pty Ltd <DRP>	100,888,085	4.77
J P Morgan Nominees Australia Pty Limited	77,279,637	3.65
China Non-Ferrous Metals Industry's Foreign Engineering and Construction	67,800,000	3.20
New Asia Wealth Investment Holding (SG) Pte Ltd	57,185,513	2.70
Fly Wealth Investment Pty Ltd <Fly Wealth Investment A/C>	35,800,000	1.69
Mr Jing Wang	35,399,949	1.67
Vasco Investment Managers Ltd <BMYG Australia IPO T 2 A/C>	19,049,619	0.90
Mr Julian Paul Leach	18,685,187	0.88
Auway Finance Group Pty Ltd	17,857,143	0.84
Ms Er Xu	17,511,817	0.83
BNP Paribas Nominees Pty Ltd <Ib AU Noms Retailclient DRP>	16,042,137	0.76
Silver Springs Investment Pty Ltd <Wendy Li Family A/C>	15,580,967	0.74
Enterprise Flourishing Pty Ltd <Li Jun Family A/C>	10,000,000	0.47
Huge Field Investment Ltd	10,000,000	0.47
Vasco Investment Managers Limited <BMYG Australia IPO T 3 A/C>	8,919,047	0.42
Zhang & Chen Investment Trust <Zhang & Chen Investment>	7,700,000	0.36
Total	**1,903,859,708**	**89.95**

Additional Information

Unquoted equity securities

The following persons were the holders of 20% or more of the equity securities in an unquoted class as at 31 January 2019:

Class of unquoted securities	Number of securities held	% of securities in class
Unlisted options		
Richard Taylor	10,000,000	100.00

On-Market Share Buy-Back

There is no current on-market buy-back in place.

Corporate Governance Principles and Recommendations

The Corporate Governance Principles and Recommendations can be found on the Company's website.

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