



Neometals

annual report 2017

ACN: 099 116 631

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australia: world's biggest producer of mined lithium



DIRECTORS

Steven Cole, Non-Executive Chairman
Christopher Reed, Managing Director
David Reed, Non-Executive Director
Dr Natalia Streltsova, Non-Executive Director
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COMPANY SECRETARY

Jason Carone

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National Australia Bank Ltd

SHARE REGISTRY

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STOCK EXCHANGE LISTING

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

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

North American OTC Market
(DR Symbol: RDRUY)

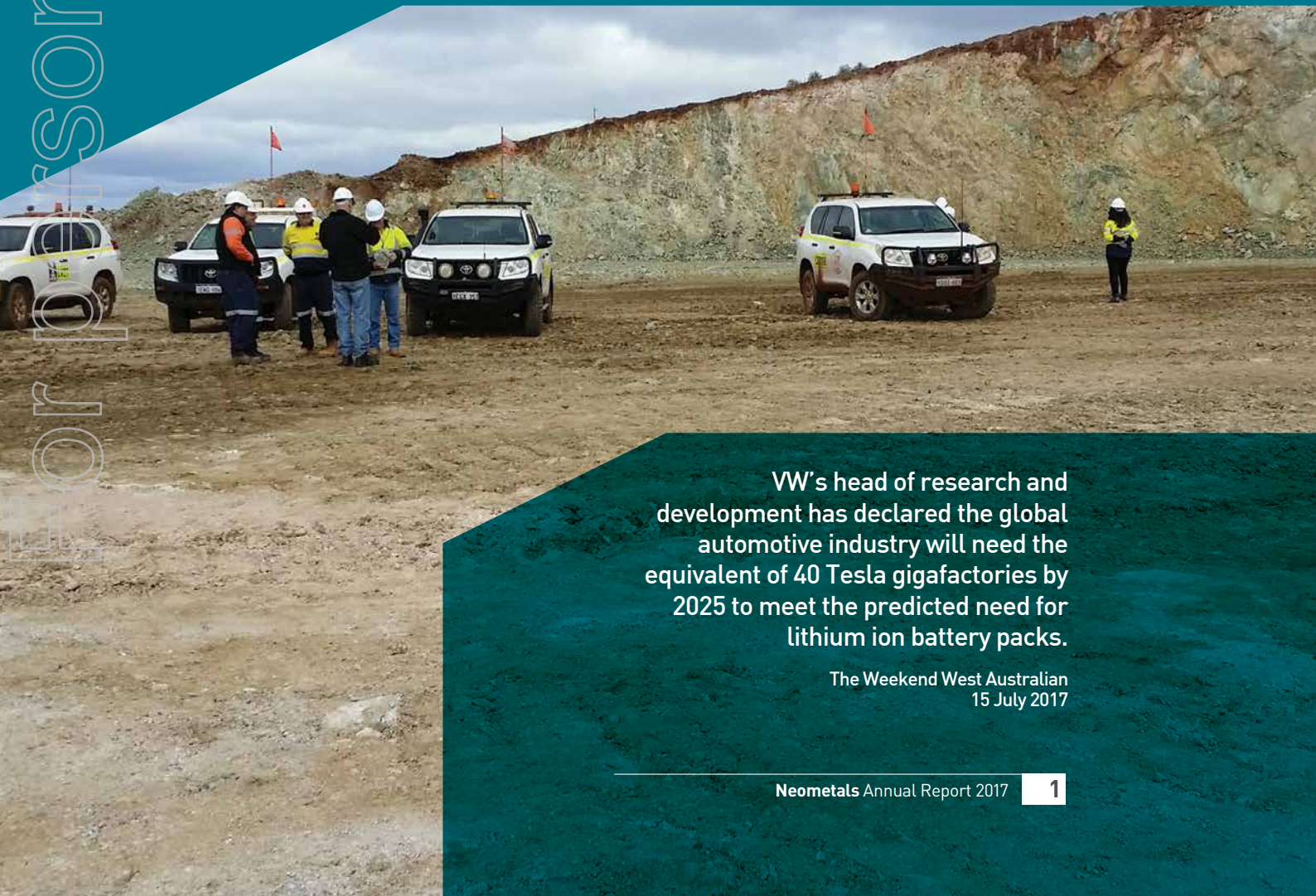
ANNUAL GENERAL MEETING

3pm Thursday 24 November 2017
Parmelia Hilton Perth
14 Mill St
Perth WA 6000

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VW's head of research and development has declared the global automotive industry will need the equivalent of 40 Tesla gigafactories by 2025 to meet the predicted need for lithium ion battery packs.

The Weekend West Australian
15 July 2017

Vision, Strategy and Execution

1-3 years

Grow market cap to A\$1B from maximising returns from existing operations, increasing margins via higher value (downstream) products and developing growth options.

Market Cap A\$1b

Mine, process, sell globally relevant minerals with strong market fundamentals

\$

Commercialise Proprietary Processing Technologies

\$

Build strong Human and Financial Capability

\$

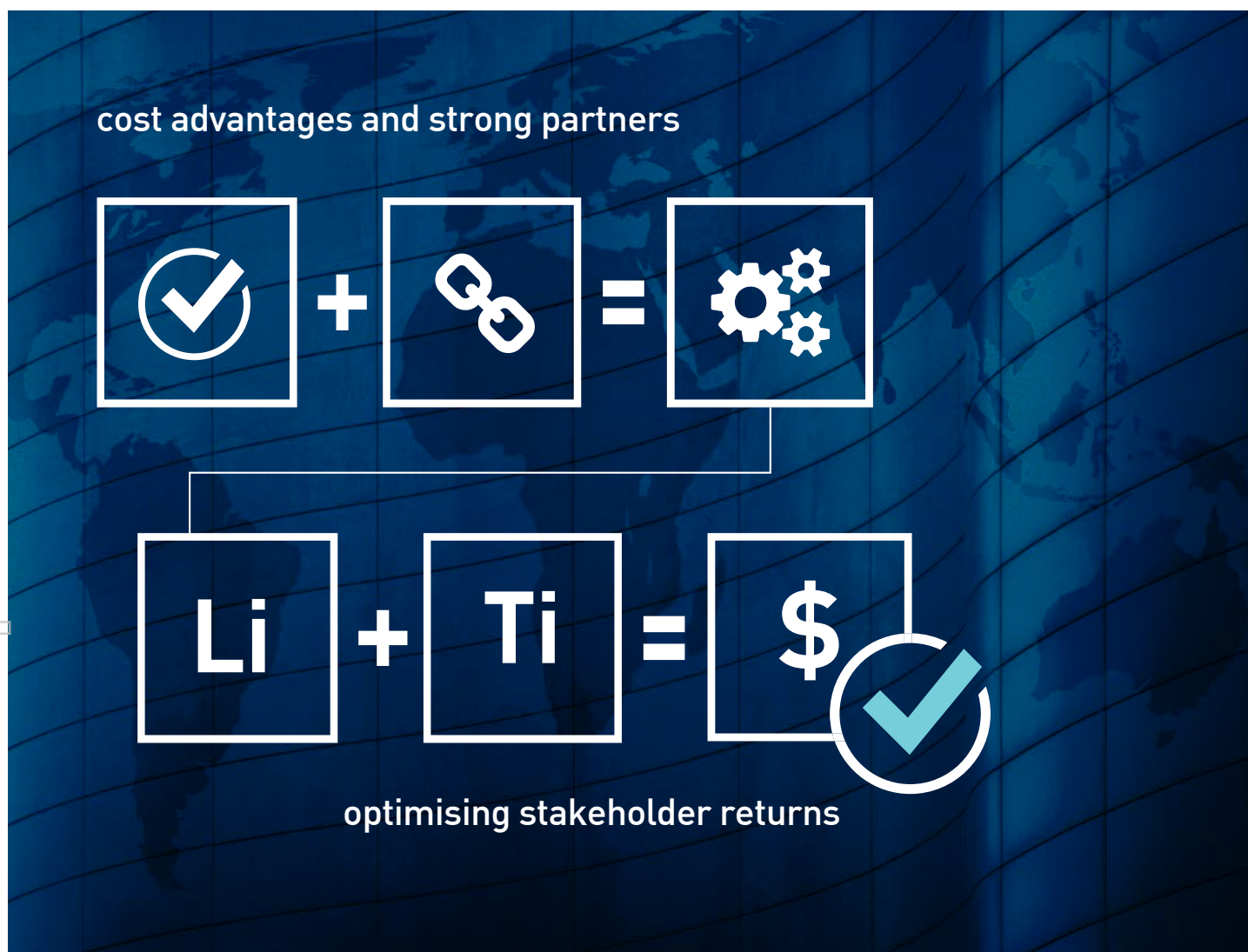
Leverage Project Acquisition and Development Capacity

\$

\$

5 years

Combining innovative cost advantages and strong partners to develop a portfolio of globally significant mineral resources into lower-risk, long-life, high-margin operations to optimise stakeholder returns.



Letter from the Chairman

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Dear Shareholders,

The year under review has been a solid year for Neometals and one in which its positioning as a globally relevant organisation in the lithium industry supply chain has been consolidated.

Key features of the Company's position include:

- a 13.8% share of a globally significant mature upstream operating lithium project with future decades of production and with assured life of mine offtake option arrangements for 12.37% of Mt Marion lithium concentrate output from 2020 to support the Company's announced commitment to progress development of a downstream lithium processing facility in WA;
- a 100% share of one of the world's largest and highest grade titanium projects at Barrambie WA, at a time of escalating TiO₂ commodity prices and process disruption being led by proprietary technologies within the NMT portfolio, with defined plans to accelerate the development of this project with DSO initiatives into the Chinese market;
- an impressive and diverse range of broader disruptive technology initiatives, including across the renewable energy relevant lithium and titanium supply chains, with prospects of Neometals' patented technologies becoming instrumental in driving low quartile production outcomes across a range of mineral processing applications;
- a 42% (approx) share in ASX listed Hannans Ltd with exciting prospective nickel, gold and lithium exploration interests;

- a market capitalisation of approximately \$160 million (at 30 cents per share) as at 22 September 2017 and with around AUD\$43M unrestricted cash on hand.

Over this period your Company's board and management have worked cohesively together in their commitment to deliver shareholder value consistent with the Company's strategic plan. To support the Company's growth and expanding asset portfolio, further executive management team appointments are projected. Key principles of the Company's approach include:

- strong governance;
- disciplined strategic planning;
- measured risk mitigation;
- innovation in its business approach;
- co-venturing with strong relevant global partners;
- respectful stakeholder engagement;
- focus on sustainable shareholder value and returns.

As for the future, with a wealth of resources: minerals; projects; technologies; people; and financial, and with the Company's disciplined strategic and business planning approach, your board is confident that your continued investment in the Company is well founded.

Your board looks forward to continuing to serve its loyal shareholder base, and both support and hold accountable the executive team in the delivery of Neometals strategic objectives.



Steven Cole
CHAIRMAN, NEOMETALS LTD
12 October 2017

Review of Operations

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

Neometals’ primary focus during the year centred on advancing its advanced minerals projects Mt Marion (Lithium) and Barrambie (Titanium) and developing its technology business unit.

LITHIUM BUSINESS UNIT

MT MARION LITHIUM PROJECT

(Neometals Ltd 13.8%, Mineral Resources Limited (MRL) 43.1%, Ganfeng Lithium Co., Ltd (Ganfeng) 43.1% through Reed Industrial Minerals Pty Ltd (RIM))

During the year RIM continued to advance development of the Mt Marion Lithium concentrate operation (Mt Marion) with the completion of construction and commissioning during the year and the first commercial shipments of concentrates. The plant is currently designed to produce more than 200,000tpa of chemical grade spodumene concentrate at 6% Li₂O content and 200,000tpa of 4% Li₂O content.

First production of lithium in concentrate was achieved in the December 2016 quarter and production ramp up continued during the six months to 30 June 2017, achieving the following:

5.296M
tonnes mined

993,860
tonnes processed

~156,000
tonnes produced

116,298
tonnes shipped

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Review of Operations (continued)

Subject to RIM's operating board and JV shareholder approval, it is anticipated that commitment will be forthcoming to modify Mount Marion's process plant to facilitate production of up to around 450,000tpa all 6% Li₂O spodumene concentrate, removing the discount applied to the current 4% Li₂O concentrate prices and improving profitability of the project.

During the year RIM successfully finalised the re-negotiations for the offtake pricing mechanism with offtake partner Ganfeng. The new price mechanism delivers pricing that is linked to international lithium carbonate and hydroxide prices rather than to bilateral spodumene market prices. Based on analysis of market trends, the supply/demand balance of the lithium compounds will be more robust than that of the spodumene concentrates which are forecast to be more volatile against commodity pricing supply cycles. This fundamental shift should provide less variability in long-term pricing and result in greater reliability of returns from the Project. The new pricing model takes effect for shipments made after 1 July 2017. The price for the September 2017 Quarter was agreed at US\$841/t up from US\$750/t CIF China.

On 23 March 2017 the Company gave notice to its joint venturers in the Mt Marion Lithium Project that it proposed to sell all of its 13.8% stake in the project vehicle, RIM, for a price of US\$96,001,080. Under the terms of the Shareholders' Agreement for RIM, the

other shareholders, MRL via its wholly owned subsidiary Process Minerals International Pty Ltd and Ganfeng, had 30 days from service of Neometals' notice to decide whether to exercise a pre-emptive right to buy Neometals' shares in RIM at the nominated price. Neither of the parties exercised the pre-emptive right and the Company offered the shares to third parties. This sale process remained on foot at 30 June 2017.

In the June 2017 quarter Ganfeng issued a company announcement to its home stock exchange to the effect that processing of Mt Marion concentrates had resulted in very good conversion plant performance and confirmed its satisfaction with Mt Marion concentrates as its feedstock. In addition, throughput of the beneficiation plant has been surpassing nameplate since de-bottlenecking technical development work was completed, despite the 4% flotation plant not yet being in operation.

During the year the shareholders advanced RIM funds for working capital purposes. Neometals has advanced RIM \$8,208,916 to date which is classified as a current asset in the financial statements.

Mt Marion is a globally significant lithium deposit, containing total Indicated and Inferred Mineral Resources 77.8Mt at 1.37% Li₂O and 1.09% Fe, at a cut-off grade of 0.5% Li₂O (refer to the Mineral and Ore Reserve Statement at the conclusion of the Review of Operations).

Review of Operations (continued)

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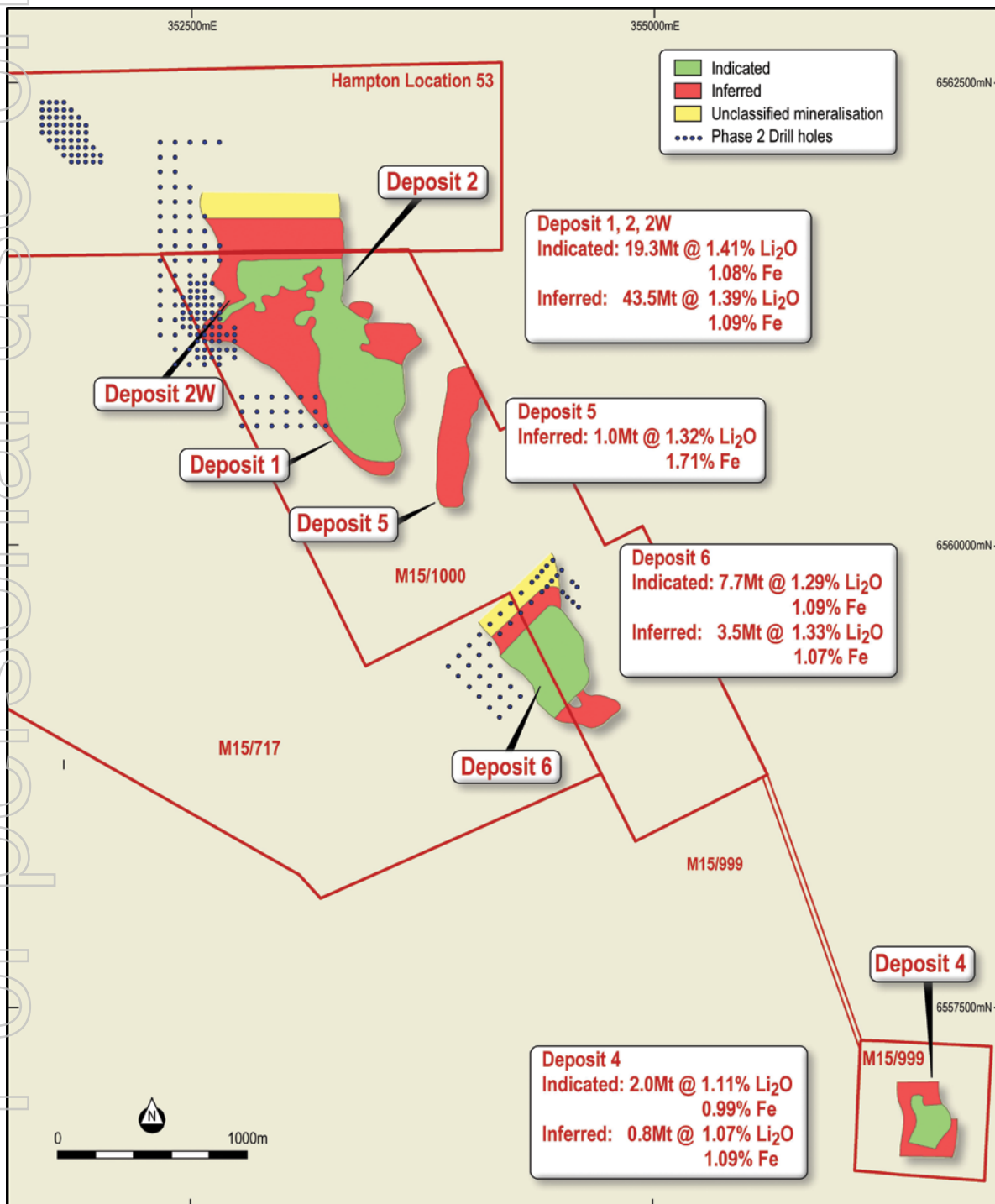


Figure 1: Mt Marion JORC Resource Plan

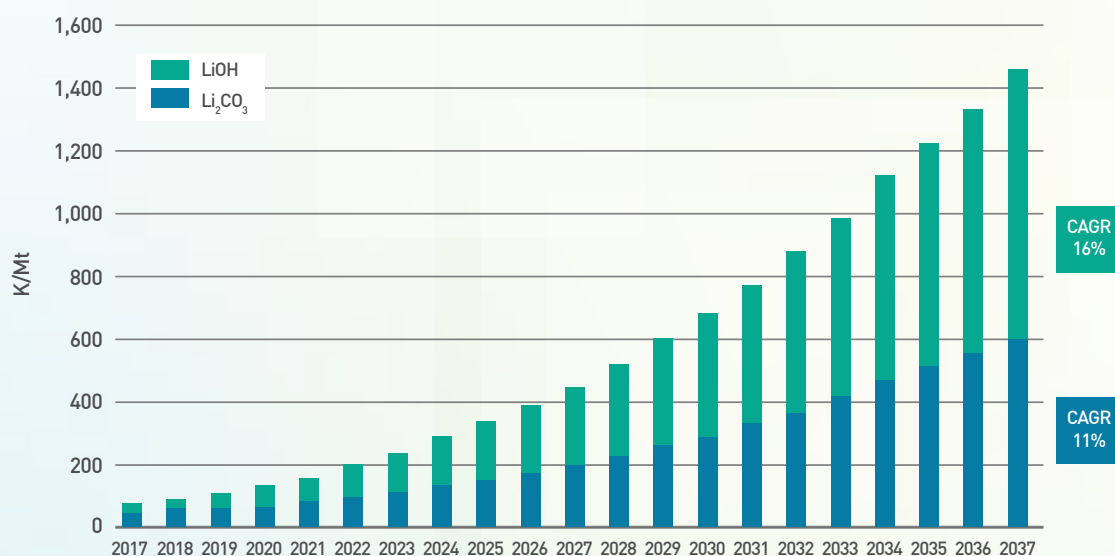
Review of Operations (continued)

Lithium market

Lithium prices have remained high and are stimulating interest in construction of new processing capacity. The market demand is forecast to grow significantly for the next 3 years through to 2020.

The current median prices for battery-grade lithium hydroxide are approximately USD17,000/t, on a DDP basis to Europe and US and now converged with Chinese prices average (source: Industrial Minerals, 17 August 2017).

LITHIUM IN BATTERIES - BASE SCENARIO



Source: signum BOX estimates

Figure 2: Lithium in Batteries – Base Scenario

Review of Operations (continued)

WA LITHIUM HYDROXIDE PROJECT

(Neometals 100%)

During the year the Company continued to assess the development of a lithium processing facility close to its Mt Marion Lithium Operation. The retention by the Company of its binding offtake option rights for a minimum of 12.37% of production from Mt Marion from February 2020, which will provide a secure supply of feedstock at the Company's discretion, to support the prospective development of its own downstream processing plant.

MT MARION INTEGRATED STRATEGY

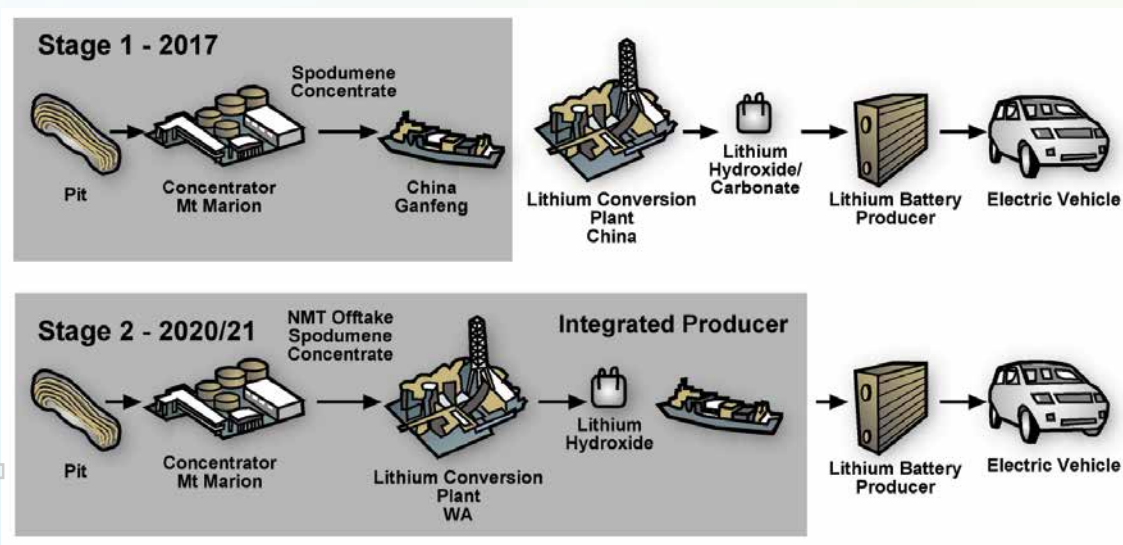


Figure 3: Schematic of the WA Lithium Hydroxide Project integration

Review of Operations (continued)

The Company's lithium strategy to add value through downstream processing of lithium feedstocks and the multiplier effect is represented in Figure 4 below:

VALUE ADDING DOWNSTREAM

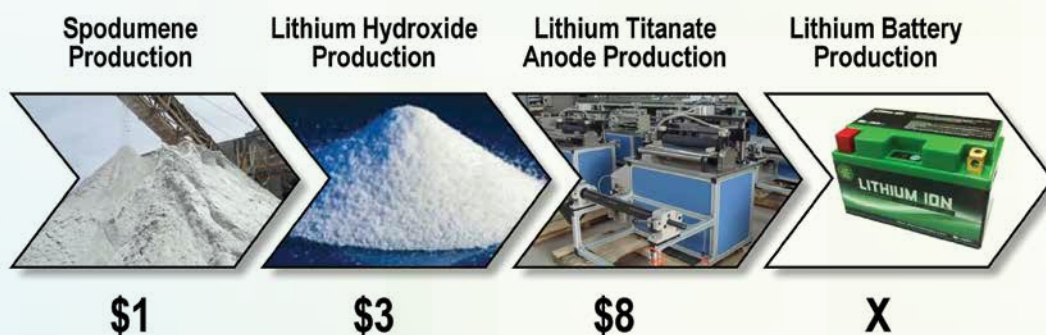


Figure 4: Lithium value chain



Review of Operations (continued)

TECHNOLOGY BUSINESS UNIT

LITHIUM HYDROXIDE PROJECT (ELi Process)

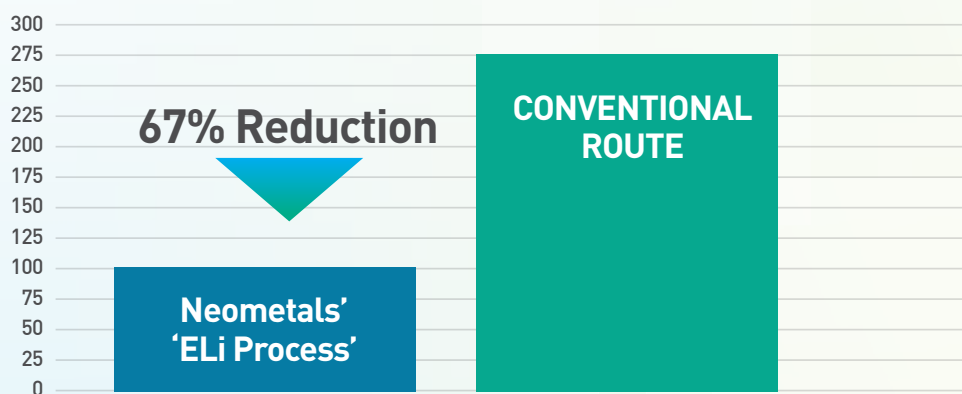
(Neometals 70%, Mineral Resources Limited 30%)

All downstream lithium processing technology and patents are owned by Reed Advanced Materials Pty Ltd ("RAM"). RAM is beneficially owned 70:30 by the Company and MRL respectively.

The commercialisation program of the JV Partners patented ELi process is focussing on its application to traditional salar brine processing flowsheets to replace current reagent-based production of lithium carbonate as well as to spodumene/hard rock supply sources. Deployment of ELi to replace carbonation then causticisation circuits in a brine processing operation to directly produce lithium hydroxide has the potential to substantially reduce operating costs, as seen in figure 5 below:

RELATIVE LIOH CONVERSION COSTS FROM LICl BRINE

(US\$ per tonne LiOH. H₂O - Argentina basis) ELi Process = Base 100



*Source: Global Engineering Group (2016) (Identity not for publication)

Figure 5: Indicative comparison of unit production costs, Conventional and ELi LiOH processes for brine resources

Review of Operations (continued)

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RAM is in discussions with potential users regarding sub-licensing the ELi Process to produce lithium hydroxide and will advise the market of any material developments.

LITHIUM BRINE PROCESSING TECHNOLOGY

Dexter Process®

(Neometals 100% through Inneovation Pty Ltd)

During the year the Company announced the results of test-work on a titanium-based adsorbent, developed by the Company, which has the potential to deliver a more cost effective and environmentally friendly method of extracting lithium and potassium from sodium-rich brines as compared to traditional solar evaporation.

Test-work conducted by a leading independent Australian research facility has confirmed that Neometals' adsorbent technology is able to successfully recover lithium and potassium from salar brines while rejecting all of the sodium in solution.

The continuous cycle testing demonstrates that the technology has the potential to replace the sodium removal by the conventional solar evaporation process stage used in typical brine processing flowsheets, such as those used in the Andes region of South America.

The conventional solar evaporation phase requires significant capital expenditure to construct a series of large evaporation ponds, significant maintenance of the operating ponds to harvest and store salt and has an approximate 12 months processing period. Water in the brine that has been extracted from aquifers and salars is lost to the atmosphere through evaporation. In comparison, the Proof of Concept test results indicate that lithium and potassium adsorption, and rejection of sodium from the process solution, could be conducted using conventional process equipment with residence times of less than 30 minutes and few evaporation/storage ponds. Returning nearly all of the original brine volume to the salar aquifer allows exploitation of salar aquifers with anticipated minimal impact on the host water table. Minimising evaporation pond use results in lower than typical capex.

Review of Operations (continued)

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Test Results

Synthetic and natural brine samples were used in bench scale laboratory testing at a leading independent Australian research facility. Research and development work since 2015 has resulted in:

- The complete rejection (100%) of sodium in the brine by the adsorbent material.
- In the adsorption phase lithium recovery ranging from 53-79% and potassium recovery from 36-45%. The balance is returned to the salar for future extraction.
- Equilibrium adsorption (loading) was typically 5-15 minutes and desorption (stripping) was 5-10 minutes in the cycle testing phase. Adsorbent readily separated from the aqueous phase using conventional solid/liquid separation methods.

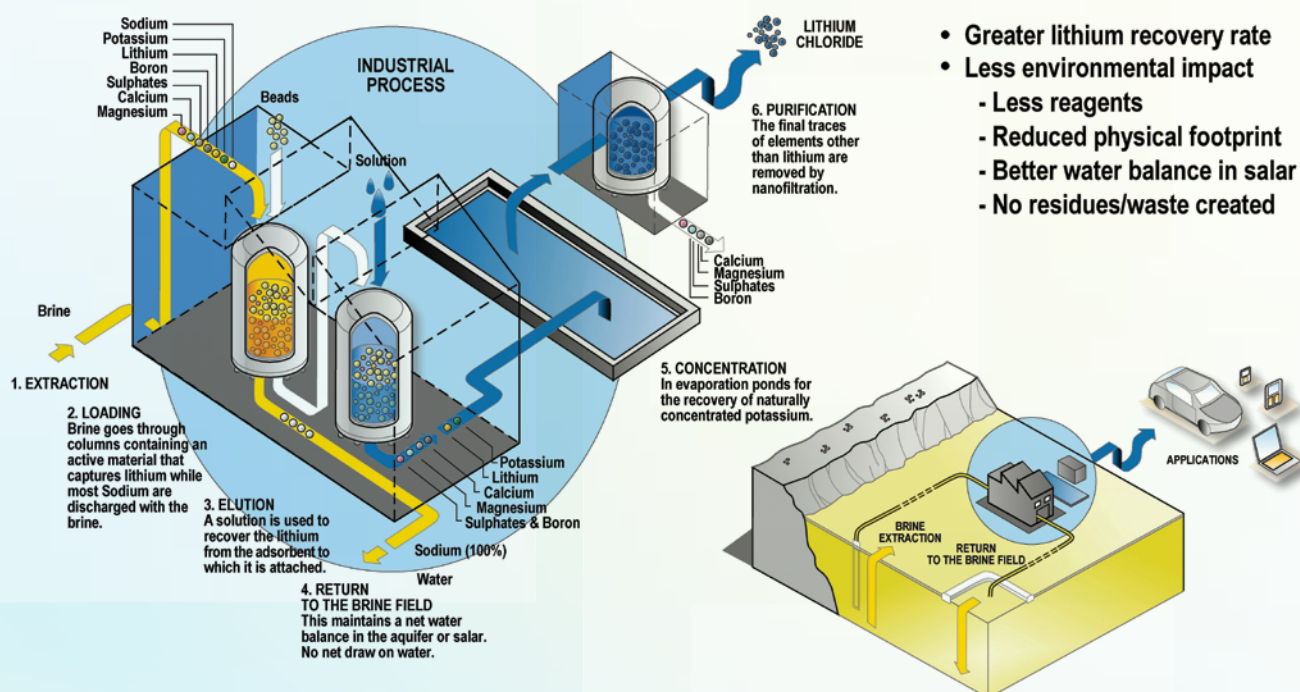
Trial adsorbent has been made from commercial reagents and from titanium compounds produced from the Company's Barrambie Titanium Project test program. Performance of the trial adsorbent product using commercial reagents and titanium compounds replicated performance of laboratory-made material. Performance of adsorbent material appears to improve with increased grade of raw material and the Barrambie test product appears to deliver superior adsorbent performance.

The conceptual plan is to return "stripped" brine to the salar or aquifer and use a large processing volume coupled with short cycle time to extract lithium/potassium on a suitable scale. The concept is represented in Figure 6.

Review of Operations (continued)

INNOVATIVE DIRECT EXTRACTION PROCESS

Direct Extraction Process is simple, efficient, low-cost and more environmentally friendly than conventional evaporation process



- Greater lithium recovery rate
- Less environmental impact
 - Less reagents
 - Reduced physical footprint
 - Better water balance in salar
 - No residues/waste created

Figure 6: Schematic of Process flowsheet, Direct Extraction ("Dexter") process

Next Steps

The Company has filed a Provisional Patent and PCT Application. The strategy is to develop related technologies and commercialise the technologies with suitable partners. The commercial strategy is to licence the technology for royalties and to retain the rights to deploy it as principal. The Company will keep the market updated on all material developments with commercialisation partners.

Review of Operations (continued)

LI-ION BATTERY RECYCLING PILOT PLANT



Figure 7: Schematic of Li-ion Battery Recycling Pilot Plant under construction

LITHIUM BATTERY RECYCLING TECHNOLOGY

(Neometals 100% Commercialisation Rights through Urban Mining Pty Ltd, 50% Ownership in IP)

Neometals is co-developing a technology to economically recover high-value cobalt from batteries in a form that can be recycled within the battery manufacturing chain. The cobalt supply chain is under stress due to the rapid increase in demand from battery manufacturing and a supply chain that is dominated by co-production in high sovereign risk locations. Currently less than 5% of used lithium-ion batteries are recycled as disposal is typically either paid-for recycling or landfill.

During the year Neometals completed laboratory scale test work on spent lithium-ion laptop and phone batteries, and Sedgman completed an Engineering Cost Study on a 10t/day plant using the

technology. Results from the study have indicated strong potential for a viable processing operation using a modular plant to initially recover saleable Cobalt product from used lithium-ion batteries.

Neometals approved the construction of a pilot-scale hydrometallurgical plant that will feature continuous processing of 100kg/day of batteries at its Montreal laboratory. The objective is to accelerate the evaluation of the recovery of high-purity cobalt, lithium, nickel and other base metals from lithium batteries typically used in the electric vehicles (Lithium-Nickel-Manganese-Cobalt or NMC). Laboratory development of the by-product purification processes has continued during the quarter. The major components for the pilot-scale plant had been ordered in advance of construction as at 30 June 17, the testwork phase is expected to commence prior to the end of the September Quarter.

Review of Operations (continued)

Next Steps

Subject to the success of the testwork, it is the Company's intention to proceed with an Engineering Cost Study ($\pm 15\%$ accuracy) to complete the technical and economic evaluation of a decision to proceed with the construction of a 10t/day Commercial Plant. Neometals has internal financial resources with which to fund evaluation, construction and commissioning of the commercial-scale plant and is in preliminary discussions with a number of interested parties from the lithium battery supply chain.

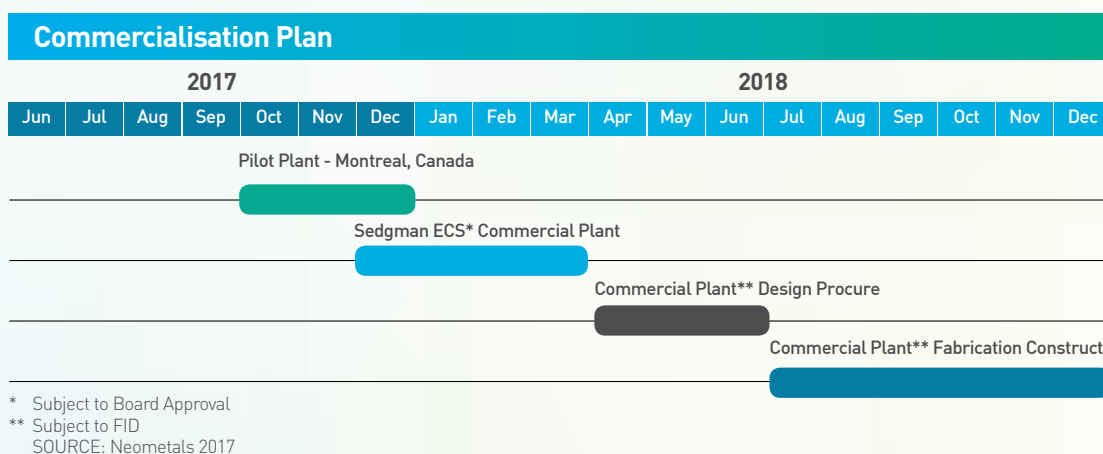
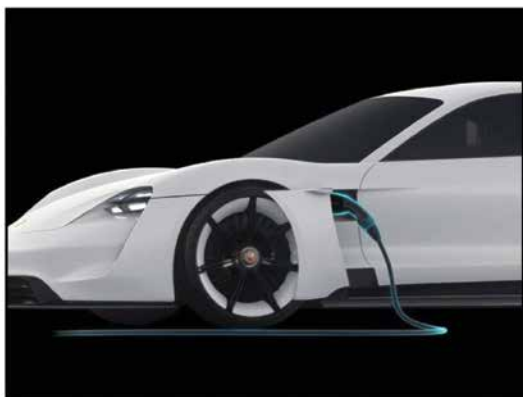


Figure 8: Schematic of Battery Recycling Project commercialisation plan

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Review of Operations (continued)

Plugin Charging



Inductive Charging



Source: Porsche

LITHIUM TITANATE RESEARCH PROJECT

(Neometals 100%)

During the year the Company announced results from lithium battery cycling test work demonstrating the superior performance characteristics of its Lithium Titanate anode material. A leading US test facility conducted 100-cycle testing of coin cell batteries using Lithium Titanate ("LTO") anode material made by the Company at the CSIRO.

Lithium Titanate is a leading anode (negative electrode) material, which can replace graphite. Its primary advantage over graphite is the high surface area of the anode of LTO being around 100 square metres per gram in contrast to typically 3 square metres for graphite.

The enlarged surface area enables electrons to enter and leave the anode much more rapidly, leading to ultrafast recharging, enhanced battery life and enhanced safety performance (practical elimination of thermal runaway).

Trial material was made from commercial reagents. Future test programs will test material made from compounds produced from the Company's Barrambie Titanium Project and Mt Marion Lithium Hydroxide vendor test program. Performance of anode material is expected to improve with increased grade of raw material and finer particle size.

Test Results

- Two LTO samples made via different methods held higher voltage and current at start and end of 100 cycles (425 hrs) as compared to commercially available LTO:
- Comparative Loss in Capacity in one sample was highly superior to commercially available LTO.

The conceptual plan is to develop a process producing a superior Lithium Titanate anode material from feedstocks generated from the Company's captive resources.

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Review of Operations (continued)

Next Steps

The Company recognises the importance of using long-term cycling data in order to characterise the sustainability of battery performance and plans future cell testing of Barrambie/Mt Marion based LTO materials to be scaled up to 500 cycles. Subject to technical opinions the Company will seek protection of IP and commence discussions with potential commercialisation partners.

NEOMET PROCESSING TECHNOLOGY

(25% Net Profit Interest through Alphamet Management Pty Ltd)

Neometals is responsible for managing the commercialisation and development of the technology ("Neomet Process"). All revenue received from the commercialisation of the technology will be split 25:75 between Neometals and the owners of the technology.

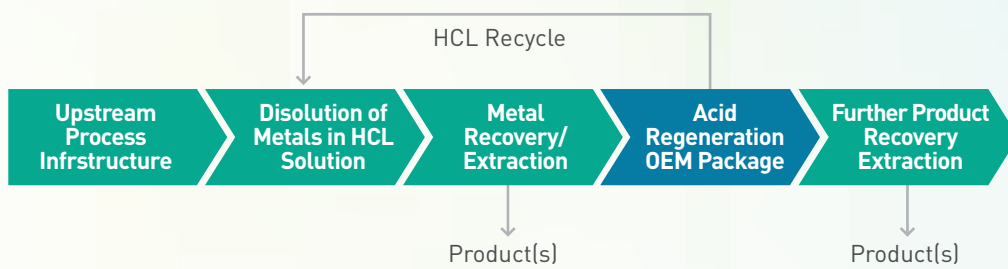
The technology was originally invented for refractory precious and base metal concentrates by Mr Carl White and Dr Bryn Harris, a former professor at McGill University Montreal, Canada and recipient of the Sherritt Award for Hydrometallurgy.

This patented, environmentally friendly process technology has broad application in the recovery of a wide range of metal oxides from chloride leach solutions other than titanium. The energy-efficient recovery and regeneration of hydrochloric acid with minimal effluent is an environmentally sustainable, competitive advantage over conventional processing flowsheets.

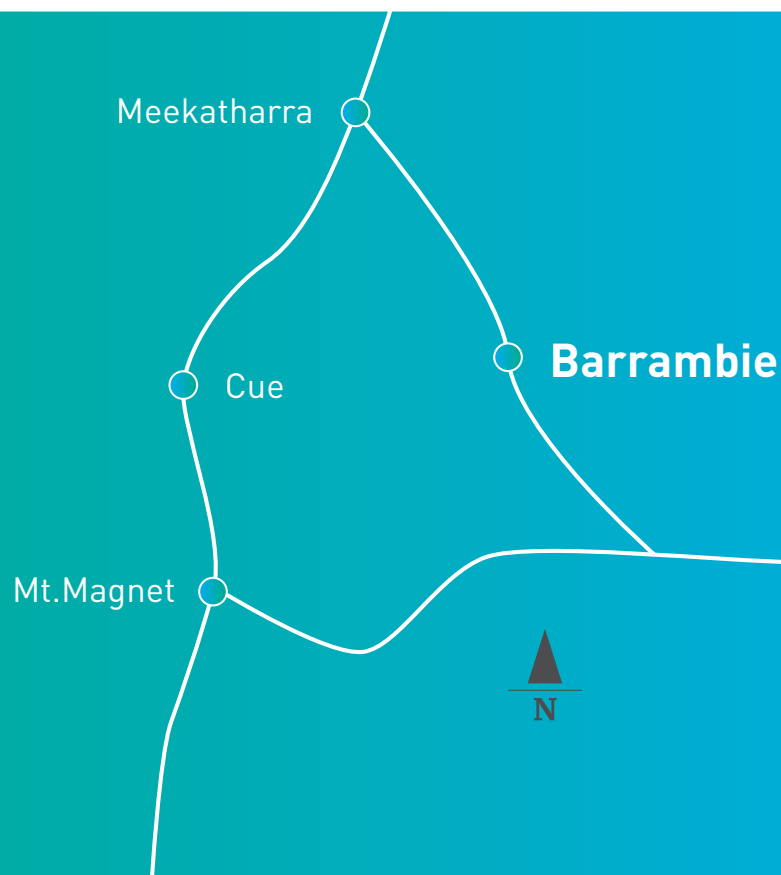
Neometals has a Strategic Alliance with Sedgman Limited (a wholly owned subsidiary of CIMIC Group Limited (ASX:CIM)) to provide the platform for the commercialisation of the technology, at no up-front cost to Neometals. Sedgman's project team has been marketing the Acid Regeneration Plant process technology, identifying initial QuickTest evaluation customers and readying the laboratory and pilot plant facilities. Neometals' strategy is to develop and hold a portfolio of royalty interests from sub-licencing the technology in addition to deploying the technology for the Barrambie Project.

Review of Operations (continued)

TYPICAL PROCESS BLOCKS



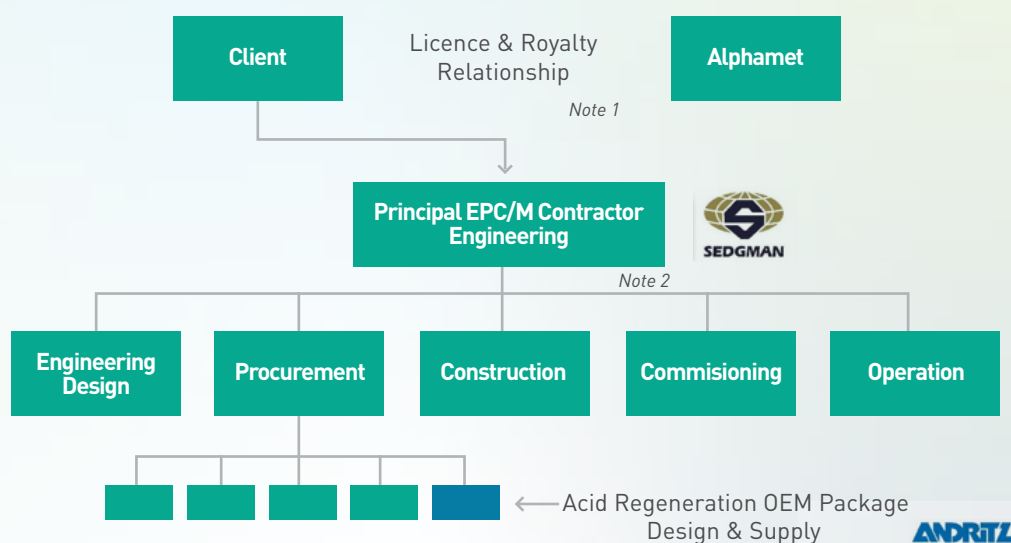
The Company has also executed a non-binding Memorandum of Understanding with Andritz AG with respect to marketing the technology and supplying equipment as preferred manufacturer. Andritz is one of the world's leading suppliers of process technologies, equipment, plants and systems for special industries. It is headquartered in Graz, Austria and has over 25,000 employees at 250 sites worldwide.



Review of Operations (continued)

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TYPICAL PROJECT ORGANISATIONAL STRUCTURE



Note 1: The licence and royalty relationship may be managed through the EPC Contractor pending project and Client requirements

Note 2: The Principal Contractor will interface with the client directly and manage all delivery functions relating to the project (eg engineering, procurement and construction)

Figure 10: Typical Project Execution Structure

The Company holds a long-term lease for the commercial laboratory facilities for use by the Strategic Alliance partners to test third party material. A number of third-party ores were tested for clients during the year and formal documentation for the first third-party licence are well advanced.

Review of Operations (continued)

TITANIUM BUSINESS UNIT

BARRAMBIE TITANIUM PROJECT

(Neometals 100% through Australian Titanium Pty Ltd)

Barrambie is one of the world's highest-grade titanium deposits, containing total Indicated and Inferred Mineral Resources of 47.2Mt at 22.2% TiO_2 , 0.63% V_2O_5 and 46.7% Fe_2O_3 , at a cut-off grade of 15% TiO_2 (refer to Mineral and Ore Reserve Statement further below).

During the year, the Company's project engineers, Sedgman Ltd, completed an internal review of operating and capital costs for the revised flowsheet producing Titanium Hydrolysate ($Ti(OH)_4$) and presented a draft Pre-feasibility report for the revised project scope. Further work to refine the PFS is in progress and is expected to be complete during the September 2017 Quarter.

NEOMET PROCESS: 3-PRODUCT EFFICIENCY

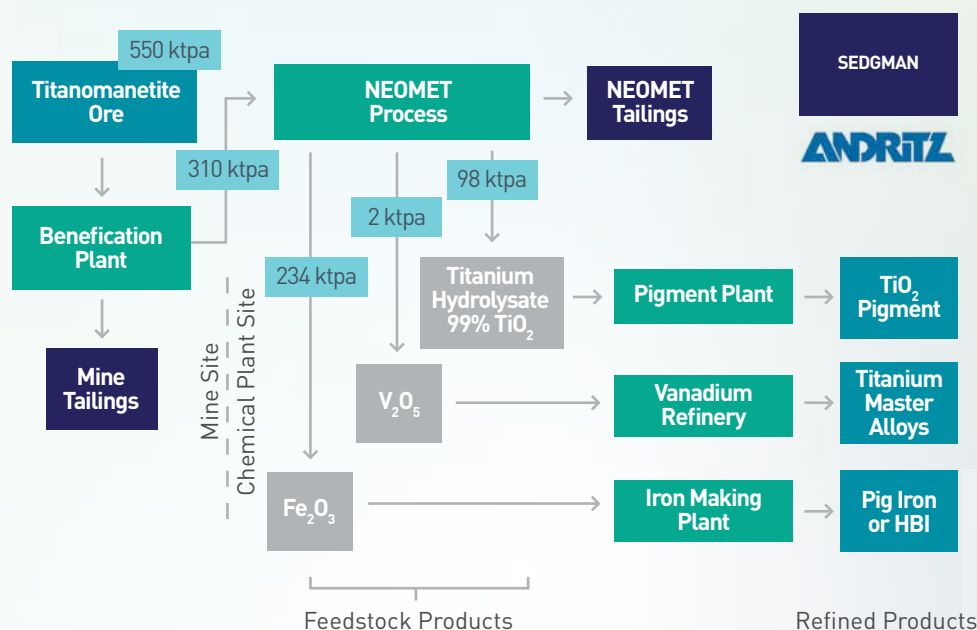


Figure 11: Pre-Feasibility Study - Physical Inputs and Outputs

Review of Operations (continued)

The advantages of the revised Neomet process are reduced production cost, more easily operated process, high spec chemical analysis product and improved environmental footprint. Engineering studies to date indicate the process can be integrated with the “front end” of existing sulphate process plants to replace conventional raw materials at minimal cost and modification to existing plant.

High purity titanium hydrolysate (+99.5% TiO_2 “hydrolysate”) offers potential operating cost and environmental benefits to both western and Chinese pigment producers and the Company has commenced discussions with potential industry partners.

Titanium hydrolysate can be used as feedstock to replace sulphate-grade

ilmenites (40-50% TiO_2) in sulphate-process pigment production and eliminate nearly all of the large volumes of iron sulphate waste that are generated by the traditional sulphate process. The generation of iron sulphate by the Chinese titanium industry has been a key reason why existing operators are under pressure from the Chinese government to replace their sulphate process plants with chloride process pigment plants. The alternative chloride process is technically challenging to implement and operate and is protected by patents. It requires higher purity (and higher cost) feedstocks that are in more limited supply to the converters (including chloride ilmenites +55% TiO_2 , synthetic rutile +85% TiO_2 , natural rutile +90% TiO_2 and upgraded titanium slag +80% TiO_2).

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Review of Operations (continued)

Project Development and Corporate Strategy

During the June 2017 quarter, the Company commenced a diamond drill program for metallurgical variability testwork at Barrambie. The drill core samples will be used to produce concentrates for the planned pilot plant testing of the Neomet Process in Canada. The Company plans to commence pilot testing during the December Quarter 2017 once it has completed the Battery Recycling pilot campaign at the same facility.

In parallel with the evaluation of integrated titanium hydrolysate production the Company has commenced an evaluation of a fast-track Barrambie start-up as a direct shipping operation based on toll-concentration of the ore into a titaniferous magnetite concentrate in China. The evaluation includes work at Barrambie site to generate sample material, concentration test-work at Nagrom and processing evaluation of the concentrates by selected potential customers. If the customer evaluations are positive and logistic studies show it is viable, the Company will negotiate the sale of ore to selected concentrators that are associated with sulphate process pigment converters.

The current Barrambie project development strategy is to advance the chemical processing plant development (to produce titanium hydrolysate) to a suitable stage of evaluation so that it can attract a titanium industry partner for construction of a plant linked to the development of Barrambie as its feedstock source. Neometals plans to licence the Neomet Process to titanium industry partners conditional on the entry into a long-term, take-or-pay offtake agreement for Barrambie titanium concentrates.

Titanium market

The majority of titanium feedstocks (an annual market of US\$17 Billion or 85% by value) are used to produce titanium dioxide pigment which is then used as an additive in paints, plastics, paper and ink with the balance (15%) used to produce titanium metal products.

The current median price for high quality titanium dioxide pigment is US\$2,950 per tonne on a CIF basis to USA (source: Industrial Minerals 17 August 2017).

Review of Operations (continued)



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Review of Operations (continued)

CORPORATE

Finances

Cash and term deposits on hand as of 30 June 2017 totalled \$46.15 million, including \$4 million in restricted use term deposits supporting performance bonds and other contractual obligations.

Capital Management

On 22 February 2017, the Company announced a proposal to conduct a further on-market buy-back of ordinary shares, under which the company may again acquire up to a maximum of 5% of the Company's current issued ordinary shares. No shares were acquired under the previously announced prospective 2016 Buy-Back.

As at 30 June 2017, the Company has acquired 16,900,102 shares through the on-market share buy-back that is currently open.

A special dividend of 2 cents per share unfranked was paid to the holders of fully paid ordinary shares on 26 August 2016.

MINERAL RESOURCE & ORE RESERVE STATEMENT

As at 12 October 2017

Mt Marion Resource Table for 0.5% Li₂O cut-off

Category (JORC, 2012)	Tonnage (Mt)	Li ₂ O (%)	Fe (%)
Indicated	28.9	1.35	1.06
Inferred	48.9	1.38	1.10
Total	77.8	1.37	1.09

All tonnage and grade figures have been rounded down to two or three significant figures, respectively; slight errors may occur due to rounding of values.

Review of Operations (continued)

Barrambie Mineral Resource Estimate for 15% TiO₂ cut-off

Category (JORC, 2012)	Tonnage (Mt)	TiO ₂ (%)	V ₂ O ₅ (%)	Fe ₂ O ₃ (%)	Al ₂ O ₃ (%)	SiO ₂ (%)
Indicated	34.7	22.25	0.64	46.77	9.48	14.95
Inferred	12.5	21.99	0.58	46.51	9.32	15.40
Total	47.2	22.18	0.63	46.70	9.44	15.07

All tonnage and grade figures have been rounded down to two or three significant figures, respectively; slight errors may occur due to rounding of values.

Ore Reserves

Project	Category (JORC, 2012)	Tonnage (MT)	TiO ₂ (%)	V ₂ O ₅ (%)	Fe ₂ O ₃ (%)
Barrambie	Probable	10.762	25.18	0.6	42.5

Competent Persons Statement

The information in this report that relates to Mineral Resource Estimates at the Mt Marion Lithium Project and Barrambie Titanium Project are extracted from the ASX Announcements:

06/12/2013	Barrambie - Amended JORC 2012 Mineral Resource Estimate
27/10/2016	Mt Marion Resource Upgrade

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

Directors' Report

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The directors of Neometals Ltd submit their report for the financial year ended 30 June 2017.

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

Current Directors

Name	Particulars
Steven Cole Non-executive Chairman	<p>Steven Cole has over 40 years of professional, corporate and business experience through senior legal consultancy, as well as a range of executive management and non-executive appointments.</p> <p>His extensive boardroom and board sub-committee experience includes ASX listed, statutory, proprietary and NFP organisations covering the industrial, financial, educational, professional services, agribusiness, health and resources sectors.</p> <p>Steven's professional qualifications include:</p> <ul style="list-style-type: none">• LLb (hons)- University of Western Australia• AICD Company Directors Diploma and Fellow;• Wharton Business School – University of Pennsylvania – Corporate Governance Program 2010• Harvard – Corporate Governance Program 2015 <p>Appointed: 24 July 2008</p> <p>Special responsibilities: Chairman of each of the Nomination and Remuneration Committee and Member of the Audit Committee.</p> <p>Directorships of other listed companies: Non-executive Director Matrix Composites and Engineering Ltd</p>

Directors' Report (continued)

David J. Reed OAM

Non-executive
Director

David Reed is a Fellow of CPA Australia with over 44 years' experience in stock broking and corporate management. From 1985 to 1997 Mr. Reed was chairman of stock-broking firm Eyres Reed Ltd until its sale to CIBC World Markets in 1997 at which time he became Chairman of CIBC Australia, a position he held until 2003. Mr. Reed has served as chairman of several ASX listed mineral exploration companies and served as Chairman of Neometals Ltd since inception in 2001 to 27 November 2015 when he was succeeded by Steven Cole. Mr. Reed is a former chairman of the fund raising committee for the Australian Prospectors and Miners Hall of Fame and secretary of the Amalgamated Prospectors and Leaseholders Association and was a co-founder of the Diggers and Dealers Forum in Kalgoorlie. Mr. Reed received an Order of Australia Medal in 2002 for his service to the community.

Appointed: 20 December 2001

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

Directorships of other listed companies: Nil

Christopher J. Reed

Managing
Director

Chris Reed is an accountant with over 25 years' experience in the resource industry including more than 10 years in corporate administration and management. Chris served as Managing Director of Reed Resources Ltd (now Neometals Ltd) from September 2007 until May 2012 at which time he assumed the role executive director. Chris resumed the role as Managing Director from 1 October 2013. Mr. Reed is a councilor of the Association of Mining and Exploration Companies having served for 12 years, 10 years as Vice-president.

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

Appointed: 20 December 2001

Special responsibilities: CEO

Directorships of other listed companies: Nil

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Directors' Report (continued)

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Dr. Natalia Streltsova

Non-executive Director

Natalia Streltsova is a PhD qualified chemical engineer with over 25 years' experience in the minerals industry, including over 10 years in senior technical and corporate roles with mining majors - WMC, BHP and Vale. Dr Streltsova has considerable international experience covering project development and acquisitions in South America, Africa and the Former Soviet Union. She is currently a Non-Executive Director of Western Areas Limited and Parkway Minerals NL.

Appointed: 14 April 2016

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

Directorships of other listed companies: Parkway Minerals NL & Western Areas Ltd

Mr Douglas Ritchie

Non-executive Director

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

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

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

Appointed: 14 April 2016

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

Directorships of other listed companies: Nil

Directors' Report (continued)

Company Secretaries

Jason Carone

Chief Financial
Officer and
Company
Secretary

Mr. Carone is a Chartered Accountant with over 19 years' experience in accounting and company administration in Australia and South East Asia.

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

Appointed: 4 March 2009

Review of operations

The consolidated profit after income tax for the year attributable to members of Neometals Ltd was \$4.7 million (2016: \$84.6 million). A detailed review of the Company's operations during the financial year can be found on pages 5 to 26 of this Annual Financial Report.

Changes in state of affairs

During the financial year the Consolidated Entity's primary focus centered on advancing its advanced minerals projects. A disposal of the Nickel projects through the sale of a subsidiary, Reed Exploration Pty Ltd occurred during the year. Refer to note 24 for further details. There have not been any other significant changes in the affairs of the Consolidated Entity from the previous year other than as disclosed in the Director's Report.

Principal activities

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

Events after the reporting period

On 10 July 2017 the company announced that given the improved offtake pricing structure and levels, and the achievement of significant project milestones in the period following issuing the sale notice to the shareholders in RIM, all of which are believed to have materially enhanced the Mt Marion Project's intrinsic value, the Company determined that the retention of the Mount Marion Project interest is in the Company's and its shareholders' best interests as part of the Company's ongoing lithium strategy.

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Directors' Report (continued)

Future developments

The Consolidated Entity intends to continue its focus on disciplined evaluation and development of its two core assets, the Mt Marion Lithium Project and Barrambie Titanium project, and to develop its technology business units. These core advanced minerals projects have large JORC-compliant Resource bases, which when combined with their respective process flow sheets hold the potential to develop into large, low-cost, long life advanced mineral operations.

Neometals Vision, Strategy & Execution

Vision

Neometals' vision is to combine innovative cost advantages and strong partners to develop a portfolio of globally significant mineral resources into lower-risk, long-life, high-margin operations to optimise stakeholder returns.

Strategy

Grow market cap from maximising returns from existing operations, increasing margins via higher value (downstream) products and developing growth options.

Execution

The Company has established individual business plan objectives addressing the building blocks for delivering on the strategic objectives.

Directors' Report (continued)

Environmental regulations

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

Dividends

In respect of the financial year ended 30 June 2017, a special dividend of 2 cents per share unfranked was paid to the holders of fully paid ordinary shares on 26 August 2016.

Indemnification of officers and auditors

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

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

Unissued shares under option

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

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

Please refer to the Remuneration Report at page 35 below for details of Performance rights issued as part of KMP remuneration.

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Directors' Report (continued)

Directors' security holdings

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

Directors	Fully paid Ordinary Shares Number	Share Options Number	Performance rights Number
S. Cole	1,120,083	-	-
C. Reed	11,170,241	-	2,216,353
D. Reed	61,288,900	-	-

Directors' meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 8 board meetings, 1 nomination committee meeting, 3 remuneration committee meetings, 1 risk committee and 3 audit committee meetings were held.

Directors	Board of Directors		Nomination Committee		Remuneration Committee		Risk Committee		Audit Committee	
	Held	Attended	Held ⁽¹⁾	Attended	Held ⁽¹⁾	Attended	Held ⁽²⁾	Attended	Held	Attended
S. Cole	8	8	1	1	3	3	n/a	n/a	3	3
C. Reed	8	7	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
D. Reed	8	5	1	1	3	2	1	1	n/a	n/a
N. Streltsova	8	8	n/a	n/a	3	3	1	1	3	3
D. Ritchie	8	8	1	1	n/a	n/a	1	1	3	3

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

- (1) Excludes several informal meetings of the members of the Nomination and Remuneration Committee to discuss matters including the establishment of executive KPIs for incentive based remuneration and the TSR comparator group, board evaluation and board succession planning.
- (2) Excludes several informal meetings of the members of the Risk Committee to discuss matters including and the Company's strategic direction resultant risk exposure in the event the Company's interest in the Mt Marion Project was sold during the year.

Directors' Report (continued)

Proceedings on behalf of the company

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

Corporate Governance Statement

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

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

The Company's Charter is based on a template which has been professionally verified to be complementary to and in alignment with the ASX Corporate Governance Council Principles and Recommendations 3rd Edition 2014 ("ASX CGC P&R") in all material respects. The Charter also substantially addresses the suggestions of good corporate governance mentioned in the "Commentary" sections of the ASX CGC P&R.

The Charter was formally adopted by the board on 28 November 2014. Prior to that date the Company's corporate governance charter was substantially reflective of the ASX Corporate Governance Council Principles and Recommendations 2nd Edition.

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

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

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

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Remuneration Report

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Key Management Personnel

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

Non-executive Directors

- Steven Cole Non-executive Director/Chairman
- David Reed Non-executive Director/Deputy Chairman
- Natalia Streltsova Non-executive Director
- Doug Ritchie Non-executive Director

Executive Directors

- Christopher Reed Managing Director and CEO

Other executives

- Jason Carone Chief Financial Officer and Company Secretary
- Michael Tamlin Chief Operating Officer

Remuneration policy for key management personnel

Non-executive directors

The board’s policy is to remunerate Non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The remuneration committee on behalf of the board determines payments to the Non-executive Directors and reviews their remuneration annually, based on market practice, shareholder sentiment, board work load, company cashflow capacity and corporate performance generally.

Independent external advice and/or benchmark comparisons are sought when required. The maximum aggregate amount of fees that can be paid to Non-executive Directors is \$600,000 as approved by shareholders at the Annual General Meeting on 27 November 2015. Fees for Non-executive Directors are not linked to the performance of the economic entity. However, to align Directors’ interests with shareholder interests, the Directors are encouraged to hold shares in the Company.

Remuneration Report (continued)

General

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

The Company adopted a Performance Rights Plan (“**PRP**”) for its staff, including the executive KMP, in July 2014 and shareholders reapproved the issue of securities under the plan in November 2014. The board believes that the PRP will assist the Consolidated Entity in remunerating and providing ongoing incentives to employees of the Group.

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

During the financial year a total of 1,096,599 (2016: 3,363,638) performance rights were offered to and accepted by KMP. Of this amount 1,096,599 performance rights are subject to a Total Shareholder Return (“TSR”) hurdle, details of which can be found in the “Service agreements - performance based remuneration” section below. Testing undertaken for the period ended 30 June 2016 and 31 December 2016 resulted in 3,911,608 performance rights subject to the TSR criteria vesting.

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

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

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

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Remuneration Report (continued)

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

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

Relationship between the remuneration policy and company performance

The table below sets out summary information about the Consolidated Entity's earnings and movements in shareholder wealth for the five years to June 2017:

	30 June 2017 \$	30 June 2016 \$	30 June 2015 \$	30 June 2014 \$	30 June 2013 \$
Revenue	-	-	419,526	7,800,372	32,551,507
Net profit / (loss) before tax	4,745,744	83,832,380	(10,314,405)	(14,573,782)	(64,933,864)
Net profit / (loss) after tax	4,963,444	84,606,280	(10,314,405)	(16,666,425)	(75,581,860)
Share price at start of year	0.450	0.091	0.018	0.032	0.205
Share price at end of year	0.270	0.450	0.091	0.018	0.032
Market capitalisation at year end (undiluted)	147,447,206	251,590,166	45,701,361	9,422,170	16,665,906
Basic profit / (loss) per share	0.0085	0.1568	(0.0203)	(0.0279)	(0.1442)
Diluted profit / (loss) per share	0.0084	0.1562	(0.0203)	(0.0293)	(0.1508)
Dividends Paid	11,260,217	11,181,785	Nil	Nil	Nil

Key management personnel remuneration

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

Remuneration Report (continued)

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2017	Short-term employee benefits				Post-employment benefits	Share based payments		Total \$	% remuneration linked to performance
	Salary & fees \$	Bonus FY 16'17 \$	Non-Monetary ⁽²⁾ \$	Other \$	Super-annuation \$	Shares \$	Options and rights \$		
Non-executive Directors									
S. Cole	118,722	-	-	-	11,278	-	-	130,000	-
D. Reed	73,059	-	-	-	6,941	-	-	80,000	-
N. Streltsova	73,059	-	-	-	6,941	-	-	80,000	-
D. Ritchie	73,059	-	-	-	6,941	-	-	80,000	-
	337,899	-	-	-	32,101	-	-	370,000	-
Executive directors									
C. Reed	510,000	54,000	1,622	-	30,000	-	127,292	722,914	25
	510,000	54,000	1,622	-	30,000	-	127,292	722,914	-
Other executives									
M. Tamlin	330,000	56,400	21,335	-	30,000	-	117,972	555,707	31
J. Carone	270,000	50,250	20,695	-	30,000	-	45,628	416,573	23
	600,000	106,650	42,030	-	60,000	-	163,600	972,280	-
Total	1,447,899	160,650	43,652	-	122,101	-	290,892	2,065,194	-

2016	Short-term employee benefits				Post-employment benefits	Share based payments		Total \$	% remuneration linked to performance
	Salary & fees \$	Bonus FY 15'16 \$	Non-Monetary ⁽²⁾ \$	Other \$	Super-annuation \$	Shares \$	Options and rights \$		
Non-executive Directors									
S. Cole	98,174	-	-	-	9,327	-	-	107,501	-
D. Reed	84,475	-	-	-	8,025	-	-	92,500	-
N. Streltsova	15,627	-	-	-	1,485	-	-	17,112	-
D. Ritchie	15,627	-	-	-	1,485	-	-	17,112	-
	213,903	-	-	-	20,322	-	-	234,225	-
Executive directors									
C. Reed	370,000	104,500	4,199	-	30,000	-	77,516	586,215	31
	370,000	104,500	4,199	-	30,000	-	77,516	586,215	-
Other executives									
M. Tamlin	192,500	69,000	-	-	17,500	-	38,897	317,897	34
J. Carone	219,178	60,000	20,362	-	20,822	-	54,239	374,601	30
	411,678	129,000	20,362	-	38,322	-	93,136	692,498	-
Total	995,581	233,500	24,561	-	88,644	-	170,652	1,512,938	-

(1) Appointed 14 April 2016

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

Remuneration Report (continued)

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Service agreements - performance based remuneration

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

Name:	Mr. J. Carone
Position:	Chief Financial Officer / Company Secretary
Term:	No defined term

Incentive based remuneration

Short Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus up to 25% of the KMP's annual salary package (\$300,000 inclusive of superannuation for 2016-17). The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/position and share price. The STI for 2016-17 was set at a maximum of \$75,000 of which 67% or \$50,250 was agreed to be paid by management.

Long Term Incentive

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

Calculation of potential entitlement to performance rights

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

Where:

P is the potential performance rights entitlement

S is the KMP's annual salary package for the applicable period

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

Remuneration Report (continued)

Criteria

The KMP's entitlement to the performance rights under the incentive scheme is based on TSR over the vesting period (2 years) and will be calculated as follows:

1. If the Company's TSR is at/or below the 45th percentile of the Comparator Group of companies no performance rights will vest.
2. If the Company's TSR ranks between the 46th and 50th percentile, for each percentile over the 45th percentile 10% of the Performance Rights will vest.
3. For each 1% ranking at/or above the 51st percentile an additional 2% of the Performance rights will vest, with 100% vesting at/or above the 75th percentile.

Performance rights granted to the KMP have a vesting period of 2 years from grant date and will lapse on the KMP ceasing to be an employee of the Group prior to the vesting date.

Name:	Mr. C. Reed
Position:	Managing Director
Term:	Expiry date of 30 June 2019

Incentive based remuneration

Short Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus of up to one third of the KMP's annual salary package (\$540,000 inclusive of superannuation for 2016-17). The STI for 2016-17 was set at a maximum of \$180,000 representing approximately 33% of the annual base salary package of which 30% or \$54,000 was acknowledged and agreed by the board and Mr C Reed. The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/ position and share price.

Long Term Incentive

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

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Remuneration Report (continued)

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Calculation of potential entitlement to performance rights

$$P = \frac{50}{100} \times \frac{S}{VWAP}$$

Where:

P is the potential performance rights entitlement

S is the KMP's annual salary package for the applicable period

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

Criteria

The KMP's entitlement to the performance rights under the incentive scheme is based on TSR over the calculation period (1 year) and will be calculated as follows:

1. If the Company's TSR is at/or below the 45th percentile of the Comparator Group of companies no performance rights will vest.
2. If the Company's TSR ranks between the 46th and 50th percentile, for each percentile over the 45th percentile 10% of the Performance Rights will vest.
3. For each 1% ranking at/or above the 51st percentile an additional 2% of the performance rights will vest, with 100% vesting at/or above the 75th percentile.

Performance rights granted to the KMP vest on the grant date and lapse on the KMP ceasing to be an employee of the Group prior to the vesting date. Following feedback and approval from shareholders at the AGM in November 2014 the calculation and vesting period was varied from 1 year to 2 years for performance rights issued for financial years commencing 1 July 2015, 2016 and 2017.

Remuneration Report (continued)

Name:	Mr. M. Tamlin
Position:	Chief Operating Officer
Term:	No defined term

Incentive based remuneration

Short Term Incentive

Each financial year during the term of his service agreement the board, at its sole discretion, may award the KMP a cash bonus of up to 33% of the KMP's annual salary package (\$360,000 inclusive of superannuation for 2016-17). The STI for 2016-17 was set at a maximum of \$120,000 representing approximately 33% of the annual base salary package of which 47% or \$56,400 was acknowledged and agreed by the board and Mr M Tamlin. The basis for calculating the STI will be a range of criteria including both the KMP's personal performance and the Company's financial performance/ position and share price.

Long Term Incentive

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

Calculation of potential entitlement to performance rights

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

Where:

P is the potential performance rights entitlement

S is the KMP's annual salary package for the applicable period

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

Criteria

The KMP's entitlement to the performance rights under the incentive scheme is based on TSR over the calculation period (1 year) and will be calculated as follows:

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Remuneration Report (continued)

1. If the Company's TSR is at/or below the 45th percentile of the Comparator Group of companies no performance rights will vest.
2. If the Company's TSR ranks between the 46th and 50th percentile, for each percentile over the 45th percentile 10% of the Performance Rights will vest.
3. For each 1% ranking at/or above the 51st percentile an additional 2% of the performance rights will vest, with 100% vesting at/or above the 75th percentile.

Performance rights granted to the KMP have a vesting period of 2 years from grant date and will lapse on the KMP ceasing to be an employee of the Group prior to the vesting date.

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

The comparator group adopted by the company for LTI granted in 2013-14 and 2014-15 is as follows:

- Atlantic Ltd (ASX: ATI)
- Galaxy Resources Limited (ASX: GXY)
- Nemaska Lithium Inc. (TSX: NMX)
- Radar Iron Ltd (ASX: RAD)
- Argex Titanium Inc. (TSX: RGX)
- Ramelius Resources (ASX: RMS)
- Rutila Resources Limited (ASX: RTA)
- Southern Cross Goldfields Limited (ASX: SXG)
- TNG Ltd (ASX: TNG)

Remuneration Report (continued)

The comparator group adopted by the company for LTI granted in 2015-2016 is as follows:

- Galaxy Resources Limited (ASX: GXY)
- TNG Ltd (ASX: TNG)
- Nemaska Lithium Inc. (TSX: NMX)
- Iluka Resources Limited (ASX: ILU)
- Argex Titanium Inc. (TSX: RGX)
- Pilbara Minerals Limited (ASX: PLS)
- Global X Lithium ETF (NYSE Arca: LIT)
- Market Vectors Rare Earth Strat Met (NYSE Arca: REMX)
- S&P ASX Small Resources Index (ASX: ASXR)

The comparator group adopted by the company for LTI granted in 2016-2017 is as follows:

- Galaxy Resources Limited (ASX: GXY)
- TNG Ltd (ASX: TNG)
- Nemaska Lithium Inc. (TSX: NMX)
- Iluka Resources Limited (ASX: ILU)
- Argex Titanium Inc. (TSX: RGX)
- Pilbara Minerals Limited (ASX: PLS)
- Global X Lithium ETF (NYSE Arca: LIT)
- S&P ASX Small Resources Index (ASXR: ASX)
- S&P ASX 300 (XKO: ASX)
- Orocobre Limited (ORE.ASX)
- Ganfeng Lithium (2460.SZ)

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

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

The Company's performance rights plan has been in place since 2014 when approved by shareholders at the AGM. A review has been completed and an updated plan will be presented to shareholders at the 2017 AGM.

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Remuneration Report (continued)

Performance rights issued as part of KMP remuneration

Performance Rights granted to key management personnel

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

Name	During the Financial Year					
	Grant date	No. granted	No. vested	Fair value at grant date ⁽²⁾	Earliest exercise date	Consideration payable on exercise
KMP:						
J. Carone ⁽¹⁾	14/09/2016	216,063	-	56,176	30/06/2018	-
C. Reed ⁽¹⁾	14/09/2016	621,261	-	161,528	30/06/2018	-
M. Tamlin ⁽¹⁾	14/09/2016	259,275	-	67,412	30/06/2018	-
Total		1,096,599	-	285,116		-

(1) The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over a 2 year period. Accordingly, at the date of this report no performance rights had vested.

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

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

2017	Balance at 01/07/16	Grant date	Granted	Fair value of rights at grant date	Vested during the financial year	Forfeited/lapsed during the financial year	Balance at 30/06/17	Ordinary shares issued on exercise of rights
No.	No.		No.	\$	No.	No.	No.	No.
KMP:								
J. Carone ⁽¹⁾	593,472	14/09/2016	216,063	56,176	494,540	-	314,995	3,911,608
C. Reed ⁽¹⁾	1,595,092	14/09/2016	621,261	161,528	1,329,190	-	887,163	-
M. Tamlin ⁽¹⁾	1,175,074	14/09/2016	259,275	67,412	979,189	-	455,160	-
Total	3,363,638		1,096,599	285,116	2,802,919	-	1,657,318	3,911,608

Remuneration Report (continued)

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2016	Balance at 01/07/16	Grant date	Granted	Fair value of rights at grant date	Vested during the financial year	Forfeited/lapsed during the financial year	Balance at 30/06/17	Ordinary shares issued on exercise of rights
	No.			No.	\$	No.	No.	No.
KMP:								
J. Carone ⁽¹⁾	3,960,882	09/10/2015	593,472	49,644	3,960,882	-	593,472	295,584
C. Reed ⁽¹⁾	-	09/10/2015	1,595,092	133,429	-	-	1,595,092	6,580,916
M. Tamlin ⁽¹⁾	-	21/01/2016	1,175,074	127,081	-	-	1,175,074	-
Total	3,960,882		3,363,638	310,154	3,960,882	-	3,363,638	6,876,500

(1) The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over the relevant 2 year period as set out in the section above.

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

Auditor's Independence Declaration

The auditor's independence declaration is included on page 51 of the Annual Financial Report.

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

On behalf of the directors of Neometals Ltd.



Mr. Chris Reed
Managing Director

West Perth, WA
23 October 2017

Audit Report

Deloitte.

Deloitte Touche Tohmatsu
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Independent Auditor's Report to the Members of Neometals Ltd

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Neometals Ltd (the "Company") and its subsidiaries (the "Group") which comprises the consolidated statement of financial position as at 30 June 2017, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and the directors' declaration.

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

- (i) giving a true and fair view of the Group's financial position as at 30 June 2017 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

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

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

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 for the current period. The matter was 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 the matter.

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Member of Deloitte Touche Tohmatsu Limited

Audit Report (continued)

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Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
<p>Carrying Value of equity accounted associate (Refer to Note 26 Investment in Associates)</p> <p>As at 30 June 2017 the investment in the equity accounted associate Hannans Limited, an ASX listed company, is carried at \$13.2m which is in excess of the market value of the investment based on the ASX share price at 30 June 2017.</p> <p>As a result, judgement is required in assessing whether facts and circumstances indicate that this investment is carried at amount in excess of its recoverable value and therefore an impairment should be recognised.</p>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> • Obtaining an understanding of management's process for determining the recoverable amount of the investment; • Assessing the consistency of the associate's accounting policies with those used by Neometals; • Reviewing the reported results and ASX announcements of the associate, and assessing any relevant adjustments, including consideration of the appropriate treatment of any non-recurring transactions recorded by Hannans during the period; • Consideration of the existence of impairment triggers, and any resultant impairment, including an evaluation of whether there had been a significant or prolonged decline in the value of the investment during the period through consideration of the ASX market price movements of Hannans shares over the period from acquisition to 30 June 2017. <p>We also assessed the adequacy of the related disclosures in note 26 and note 3.</p>

Other Information

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

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

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

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

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

Responsibilities of the Directors for the Financial Report

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

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Audit Report (continued)

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In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

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

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

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

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

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

Audit Report (continued)

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Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 35 to 46 of the Director's Report for the year ended 30 June 2017.

In our opinion, the Remuneration Report of Neometals Ltd for the year ended 30 June 2017 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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



DELOITTE TOUCHE TOHMATSU



Mark Gover

Partner
Chartered Accountants
Perth, 27 September 2017

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Independence Declaration

Deloitte.

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The Board of Directors
Neometals Ltd
672 Murray Street
West Perth WA 6005

27 September 2017

Dear Board Members

Neometals Ltd

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

As lead audit partner for the audit of the financial statements of Neometals Ltd for the year ended 30 June 2017, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely



DELOITTE TOUCHE TOHMATSU



Mark Gover
Partner
Chartered Accountants

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Member of Deloitte Touche Tohmatsu Limited

Directors' Declaration

The directors declare that:

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

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

On behalf of the directors of Neometals Ltd,



Mr. Chris Reed
Managing Director

23 October 2017

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Consolidated statement of profit or loss and other comprehensive income

FOR THE YEAR ENDED 30 JUNE 2017

Continuing operations

Revenue from sale of goods

Cost of sales

Gross profit / (loss)

Other income

Employee expenses

Occupancy expenses

Administration expenses

Finance costs

Other expenses

Foreign exchange (loss)/gain

Gain recognised on disposal of interest in joint venture

Profit on deconsolidation of subsidiary

Share of profit/(loss) of Associate

Share of profit/(loss) of Joint Venture

Write-off of non-current assets

Profit before income tax

Income tax benefit

Profit for the year from continuing operations

Other comprehensive income

Items that may be reclassified subsequently to profit or loss:

Net fair value gain on available-for-sale financial assets during the year

Total comprehensive income/(loss) for the year

Earnings per share

From continuing and discontinued operations:

Basic (cents per share)

Diluted (cents per share)

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

Note	2017 \$	2016 \$
5	-	-
5	-	-
	-	-
5	2,137,660	691,399
5	(2,995,416)	(2,021,455)
	(494,019)	(254,098)
	(3,376,018)	(2,673,733)
5	(97,874)	(266,833)
	(770,343)	(168,064)
	(80,063)	101,078
	-	88,282,429
24	9,487,578	188,806
26	511,810	-
	19,989	(33,318)
13	(1,409)	(13,831)
	4,341,895	83,832,380
6	403,849	773,900
20	4,745,744	84,606,280
19	217,700	801,937
	4,963,444	85,408,217
21	0.85	15.68
21	0.84	15.62

Consolidated statement of financial position

AS AT 30 JUNE 2017

Current assets

Cash and cash equivalents
Trade and other receivables

Assets classified as held for sale

Total current assets

Non-current assets

Loans to joint ventures
Exploration and evaluation expenditure
Intangibles
Investments in joint ventures
Investment in associate
Other financial assets
Other assets
Property, plant and equipment

Total non-current assets

Total assets

Current liabilities

Trade and other payables
Provisions
Borrowings

Liabilities directly associated with assets classified as held for sale

Total current liabilities

Non-current liabilities

Provisions
Borrowings

Total non-current liabilities

Total liabilities

Net assets

Equity

Issued capital
Reserves
Accumulated losses

Total equity

Note	2017 \$	2016 \$
31 ^(a)	42,129,157	73,223,833
11	878,542	643,751
	43,007,699	73,867,584
10	8,433,162	1,625,705
	51,440,861	75,493,289
25	1,665,938	1,384,580
13	12,515,296	11,607,131
	284,490	85,560
	1	204,258
26	13,226,310	-
12	4,626,000	6,435,625
	609,638	345,018
14	234,717	144,859
	33,162,390	20,207,031
	84,603,251	95,700,320
15	1,044,574	482,266
16	1,100,250	1,057,596
17	11,278	11,939
	2,156,102	1,551,801
10	-	96,607
	2,156,102	1,648,408
16	3,562,808	4,414,456
17	15,573	27,804
	3,578,381	4,442,260
	5,734,483	6,090,668
	78,868,768	89,609,652
18	155,367,391	160,047,735
19	6,851,933	6,398,200
20	(83,350,556)	(76,836,283)
	78,868,768	89,609,652

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

Consolidated statement of changes in equity

FOR THE YEAR ENDED 30 JUNE 2017

	Issued Capital \$	Investment re-valuation reserve \$	Other equity reserve \$	Share based payments reserve \$	Accumulated losses \$	Total \$
Balance as at 1/07/15	157,910,617	-	300,349	5,269,552	(150,260,778)	13,219,740
Loss for the period	-	-	-	-	84,606,280	84,606,280
Other comprehensive income, net of tax	-	801,937	-	-	-	801,937
Total comprehensive income for the period	-	801,937	-	-	84,606,280	85,408,217
Recognition of share-based payments (see note 18)	-	-	-	170,652	-	170,652
Recognition of convertible note equity (see Note 18)	2,000,000	-	-	-	-	2,000,000
Recognition of shares issued under performance rights plan	144,290	-	-	(144,290)	-	-
Issue of share capital	-	-	-	-	-	-
	-	-	-	-	(11,181,785)	(11,181,785)
Share issue costs, net of tax	(7,172)	-	-	-	-	(7,172)
Balance at 30/06/16	160,047,735	801,937	300,349	5,295,914	(76,836,283)	89,609,652
Profit for the period	-	-	-	-	4,745,744	4,745,744
Other comprehensive income, net of tax	-	217,700	-	-	-	217,700
Total comprehensive income for the period	-	217,700	-	-	4,745,744	4,963,444
Recognition of share-based payments (see note 18)	-	-	-	290,892	-	290,892
Recognition of convertible note equity (see Note 18)	-	-	-	-	-	-
Recognition of shares issued under performance rights plan	54,859	-	-	(54,859)	-	-
Recognition of share buy back	(4,727,942)	-	-	-	-	(4,727,942)
Issue of dividends	-	-	-	-	(11,260,017)	(11,260,017)
Share issue costs, net of tax	(7,261)	-	-	-	-	(7,261)
Balance at 30/06/17	155,367,391	1,019,637	300,349	5,531,947	(83,350,556)	78,868,768

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

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Consolidated statement of cash flows

FOR THE YEAR ENDED 30 JUNE 2017

Cash flows from operating activities

Receipts from customers

Tax refunds

Payments to suppliers and employees

Net cash used in operating activities

Cash flows from investing activities

Net cash outflow on disposal of subsidiary

Payments for property, plant & equipment

Payments for intellectual property

Payments for exploration and evaluation costs

Prepayment for Neomet technology

Interest received

Investment in bonds

Net investment in equity instruments

Loans repaid from joint venture parties

Loans paid to joint venture parties

Net proceeds from joint venture entity sell down

Net cash generated by / (used in) investing activities

Cash flows from financing activities

Share issue costs

Share buy-back

Repayment of borrowings

Amounts received from related parties

Amounts received from secured deposits

Dividends paid

Interest and other finance costs paid

Net cash used in financing activities

Net increase/(decrease) in cash and cash equivalents

Cash and cash equivalents at the beginning of the financial year

Effect of exchange rates on cash balances

Cash and cash equivalents at the end of the financial year

Note	2017 \$	2016 \$
	-	40,890
	358,354	696,204
	(7,791,996)	(6,318,514)
31 ^(c)	(7,433,642)	(5,581,420)
	(1,000,000)	-
	(122,318)	(10,136)
	(158,049)	(47,881)
	(694,410)	(997,056)
	-	(345,018)
	1,280,786	572,386
	(264,620)	-
	(11,837)	(265,000)
	-	1,609,952
	(8,576,543)	(1,251,670)
	-	89,144,014
	(9,546,991)	88,409,591
	(7,261)	(7,171)
	(4,728,247)	-
	(10,954)	(10,268)
	65,257	26,095
	1,000,000	1,070,000
	(11,260,017)	(11,181,785)
	(97,646)	(40,047)
	(15,038,868)	(10,143,176)
	(32,019,501)	72,684,995
	74,228,721	1,442,648
	(80,063)	101,078
31 ^(a)	42,129,157	74,228,721

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

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Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2017

1. General information

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

Registered office and principal place of business

Level 3, 1292 Hay St, West Perth WA 6005

2. Significant accounting policies

Statement of compliance

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

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

The financial statements were authorised for issue by the directors of Neometals Ltd on 27 September 2017.

Basis of preparation

The accounting policies adopted are consistent with those adopted and disclosed in the Consolidated Entity's 2016 Annual Financial Report for the financial year ended 30 June 2017, except for the impact of the Standards and Interpretations described below. These accounting policies are consistent with Australian Accounting Standards and with IRFS.

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Boards ("AASB") that are relevant to its operations and effective for the current reporting period beginning 1 July 2016.

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

Standards and interpretations adopted in the current year

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board that are relevant to their operations and are effective for the current financial reporting period beginning 1 July 2016.

The following new and revised Standards and Interpretations have been adopted in the current period:

AASB 2015-3 'Amendments to Australian Accounting Standards arising from the Withdrawal of AASB 1031 Materiality'

The impact of the adoption of these Standards and Interpretations did not have a material impact on the Group.

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

Standards and interpretations issued not yet effective

At the date of authorisation of the financial statements, the following Australian Accounting Standards and Interpretations have been issued or amended but are not yet effective and have not been adopted by the Group for the year ended 30 June 2016:

Standard	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
<ul style="list-style-type: none"> AASB 9 'Financial Instruments', and the relevant amending standards ⁽¹⁾ 	1 January 2018	30 June 2019
<ul style="list-style-type: none"> AASB 15 'Revenue from Contracts with Customers', AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15', AASB 2015-8 'Amendments to Australian Accounting Standards – Effective date of AASB 15' 	1 January 2018	30 June 2019
<ul style="list-style-type: none"> AASB 16 'Leases' 	1 January 2019	30 June 2020
<ul style="list-style-type: none"> AASB 2014-3 'Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations' 	1 January 2016	30 June 2017
<ul style="list-style-type: none"> AASB 2014-9 'Amendments to Australian Accounting Standards – Equity Method in Separate Financial Statements' 	1 January 2016	30 June 2017
<ul style="list-style-type: none"> AASB 2014-10 'Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture and AASB 2015-10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128' 	1 January 2016	30 June 2017
<ul style="list-style-type: none"> AASB 2015-2 'Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 101' 	1 January 2016	30 June 2017
<ul style="list-style-type: none"> AASB 2016-1 'Amendments to Australian Accounting Standards – Recognition of Deferred Tax Assets for Unrealised Losses' 	1 January 2017	30 June 2018
<ul style="list-style-type: none"> AASB 2016-5 Amendments to Australian Accounting Standards – Classification and Measurement of Share-based Payment Transactions 	1 January 2018	30 June 2019

At the date of authorisation of the financial statements, the following IASB Standards and IFRIC Interpretations were in issue but not yet effective, although Australian equivalent Standards and Interpretations have not yet been issued.

Standard	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
<ul style="list-style-type: none"> Clarifications to IFRS 15 'Revenue from Contracts with Customers' 	1 January 2018	30 June 2019

A detailed assessment of the impact of the implementation of the aforementioned Standards and Interpretations has not been undertaken by the Consolidated Entity at the date of this report.

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

Critical accounting judgments and key sources of estimation uncertainty

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

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

Significant accounting policies

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

a. Cash and cash equivalents

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

b. Employee benefits

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

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

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

c. Foreign currency translation

Functional and presentation currency

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

Transactions and balances

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

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

d. Financial instruments issued by the company

Debt and equity instruments

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

Financial liabilities

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

Financial liabilities at fair value through profit or loss

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

A financial liability is held for trading if:

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

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

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and AASB 139 'Financial Instruments: Recognition and Measurement' permits the entire combined contract (asset or liability) to be designated as at fair value through profit or loss.

Financial liabilities at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability. Fair value is determined in the manner described in Note 2 (r).

Other financial liabilities

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

Transaction costs on the issue of equity instruments

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

Interest and dividends

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

e. Goods and service tax

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

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

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

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

f. Non-current assets held for sale

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

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

g. Impairment of assets

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

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

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

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

h. Income tax

Current tax

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

Deferred tax

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

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

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

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

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

Current and deferred tax for the period

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

Tax consolidation

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

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

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

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

Research & Development Tax offset

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

i. Exploration and evaluation expenditure

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

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

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

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

Development expenditure

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

j. Payables

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

k. Principles of consolidation

The consolidated financial statements are prepared by combining the financial statements of all the entities that comprise the Consolidated Entity, being the Company (the parent entity) and its subsidiaries as defined in Accounting Standard AASB 10 'Consolidated Financial Statements'. A list of subsidiaries appears in Note 27 to the financial statements. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements.

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

l. Property, plant and equipment

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

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

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

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

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

m. Intangibles

Trademarks, licences and customer contracts

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

Research and development

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

n. Provisions

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

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

Provision for restoration and rehabilitation

A provision for restoration and rehabilitation is recognised when there is a present obligation as a result of development, production, transportation or storage activities undertaken, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the provision can be measured reliably. The estimated future obligations include the costs of restoring the affected areas.

The provision for future restoration costs is the best estimate of the present value of the expenditure required to settle the restoration obligation at the reporting date. Future restoration costs are reviewed annually and any changes in the estimate are reflected in the present value of the restoration provision at each reporting date.

The initial estimate of the restoration and rehabilitation provision relating to development is capitalised into the cost of the related asset and depreciated over the estimated remaining life of the asset on a units of production basis. Changes in the estimate of the provision for restoration and rehabilitation are treated in the same manner, except that the unwinding of the effect of discounting on the provision is recognised as a finance cost rather than being capitalised into the cost of the related asset.

Provision for onerous contract

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

o. Revenue recognition

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

Sale of goods

Revenue from the sale of goods is recognised when the consolidated entity has transferred to the buyer the significant risks and rewards of ownership of the goods.

Dividend and interest revenue

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

p. Interests in joint operations

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

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

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

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

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

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

q. Share-based payments

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

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

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

The fair value of performance rights are measured using a Monte Carlo Simulation.

r. Financial assets

Subsequent to initial recognition, investments in subsidiaries are measured at cost in the Company's financial statements. Other financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss', 'held-to-maturity investments', 'available-for-sale' financial assets, and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Available-for-sale financial assets

Listed shares held by the Group that are traded in an active market are classified as available-for-sale (AFS) and are stated at fair value. The Group also has investments in unlisted shares that are not traded in an active market but that are also classified as AFS financial assets and stated at fair value (because the directors consider that fair value can be reliably measured). Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the investments revaluation reserve. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss.

Trade and other receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'trade and other receivables'. Trade and other receivables are measured at amortised cost using the effective interest method less impairment.

Interest income is recognised by applying the effective interest rate. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each reporting date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted. For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off to profit and loss. Subsequent recoveries of amounts previously written off are credited as income in the calculation of profit and loss. Changes in the carrying amount of the allowance account are recognised in profit or loss.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised. In the case of available-for-sale equity instruments, the reversal is recognised directly in equity.

s. Leased assets

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

Assets held under finance leases are initially recognised at their fair value or, if lower, at amounts equal to the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the Lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs.

Contingent rentals are recognised as expenses in the periods in which they are incurred. Finance leased assets are amortised on a straight-line basis over the estimated useful life of the asset.

Operating lease payments are recognised as an expense on a straight-line basis over the least term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they incurred.

t. Inventories

Work in progress and finished goods inventories are measured at the lower of cost and net realisable value. Costs are assigned on a weighted average basis and comprise all costs of purchase, costs of conversion and any other costs incurred in bringing inventories to their present location and condition. Costs of conversion include costs relating directly to production in addition to an apportionment of fixed and variable production overhead expenses, and include costs such as depreciation and amortisation. Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and any estimated selling costs. Consumable stores inventory are measured at the cost of acquisition.

u. Investments in associates and joint ventures

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

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

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

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

The requirements of AASB 139 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with AASB 139. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

2. Significant accounting policies (continued)

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

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

3. Critical accounting judgments and key sources of estimation uncertainty

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

3.1 Critical judgments in applying the entity's accounting policies

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

a. Recovery of capitalised exploration evaluation and development expenditure

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

b. Share-based payments

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

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

3. Critical accounting judgments and key sources of estimation uncertainty (continued)

c. Joint arrangements

When determining the accounting treatment to apply to joint ventures and joint operations management considers the factors which govern the relationship between itself and the other party or parties involved in the joint commitment. Based on information such as legal agreements and the structure of the vehicle under which the joint arrangement is executed management determine whether it is a joint venture or a joint operation. With respect to terms of agreements between two or more parties there is a risk that the parties may interpret the terms of the agreement differently. Management continually review the facts and circumstances under which these judgements are made and reassess whether the type of joint arrangement in which it is involved has changed.

With respect to Neometals investment in Reed Industrial Materials Pty Ltd ("**RIM**") prior to classification as Held for sale, and Reed Advanced Materials ("**RAM**"), management have considered the terms of the Shareholder's Agreement between itself, Mineral Resources Ltd and its subsidiary Process Minerals International Pty Ltd and determined that the agreement constitutes a joint venture under the accounting standards, and that it is a joint venture with respect to the jointly controlled entity. Accordingly, Neometals accounts for its investment in RIM prior to classification as Held for sale, and RAM using the equity method of accounting.

3.2 Key areas of estimation uncertainty

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

a. Capitalised development and evaluation assets

Certain assumptions are required to be made in order to assess the recoverability of long-lived assets. Key assumptions include future commodity prices, future cash flows, estimated discount rate and estimates of Ore Reserves. Estimates of Ore Reserves are dependent on various assumptions. Changes in these estimates could materially impact on actual ore recovered, and could therefore affect estimates of future cash flows used in the assessment of recoverable amounts. The carrying amount of exploration evaluation and development assets which is included in the consolidated statement of financial position at 30 June 2017 is \$12.5 million (2016: \$11.6million).

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

b. Value of deferred tax assets

Deferred income tax assets, including those arising from un-utilised tax losses, require management to assess the likelihood that the Group will generate sufficient taxable earnings in future periods, in order to utilise recognised deferred income tax assets. Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. These estimates of future taxable income are based on forecast cash flows from operations (which are impacted by production and sales volumes, commodity prices, reserves, operating costs, closure and rehabilitation costs, capital expenditure, dividends and other capital management transactions) and judgement about the application of existing tax laws in Australia. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the net deferred income tax assets recorded at the reporting date could be impacted.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

3. Critical accounting judgments and key sources of estimation uncertainty (continued)

In addition, future changes in tax laws in Australia could limit the ability of the Group to obtain tax deductions in future periods. The carrying amount of deferred taxes included in the consolidated statement of financial position at 30 June 2017 is Nil (2016: Nil).

c. Onerous Contract

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

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

4. Parent entity disclosure

	2017 \$	2016 \$
Financial Position		
Assets		
Current assets	50,590,547	73,761,516
Non-current assets	19,553,934	16,597,323
Total assets	70,144,481	90,358,839
Liabilities		
Current liabilities	937,730	649,193
Non-current liabilities	15,573	99,994
Total liabilities	953,303	749,187
Net Assets	69,191,178	89,609,652
Equity		
Issued capital	155,367,391	160,047,735
Retained earnings	(92,008,509)	(76,034,346)
Reserves		
Share based payments	5,832,296	5,596,263
Total equity	69,191,178	89,609,652
Financial Performance		
Profit / (loss) for the year	4,648,914	81,902,341
Other comprehensive income	-	-
Total comprehensive income	4,648,914	81,902,341
Guarantees entered into on behalf of subsidiaries⁽ⁱ⁾	4,000,000	5,000,000

- (i) Barrambie Gas Pty Ltd, a wholly owned subsidiary of the Company, is party to a gas transmission agreement with DB-NGP (WA) Transmission Pty Ltd for the Barrambie Project. The parent entity has provided security for a bank guarantee required under the contract for \$4.0 million. Refer to Note 12 for details.

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

6. Income taxes

a. Income tax benefit recognised in profit or loss

Tax benefit comprises:

	2017 \$	2016 \$
Current tax expense	-	-
Research and development claim	(310,549)	(430,212)
Deferred tax benefit relating to the origination and reversal of temporary differences	(93,300)	(343,688)
Total tax benefit	(403,849)	(773,900)

The prima facie income tax expense on pre-tax accounting profit from continuing operations reconciles to the income tax benefit in the financial statements as follows:

Profit / (Loss) from continuing operations	4,745,744	83,832,380
Income tax calculated at 30%	1,423,723	25,149,714

Effect of income and expenses that are not deductible in determining taxable profit	44,903	42,111
Utilisation of previously unrecognised tax losses	(2,462,708)	(20,998,735)
Current tax benefit not recognised during the period	-	-
Deductible temporary differences now recognised as deferred tax assets	-	(4,045,347)
Non-deductible loan write-off	994,082	-
Refund of prior year R&D claim	(310,549)	(430,212)
Deferred tax expense recognised directly in other comprehensive income	(93,300)	(343,688)
Other items	-	(147,743)
Income tax expense / (benefit) recognised	(403,849)	(773,900)

Deferred tax assets recognised in other comprehensive income

Relating to available-for-sale financial assets	93,300	343,688
	93,300	343,688

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

b. Deferred tax balances

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

	2017 \$	2016 \$
Deferred tax liabilities	(7,814,139)	(4,045,347)
Deferred tax assets	7,814,139	4,045,347
Net deferred tax balance	-	-

c. Deferred tax assets not brought to account

At 30 June 2017 the amount of unrecognised tax losses was (gross) \$106,901,443 (June 2016: \$102,683,389).

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

6. Income taxes (continued)

Tax Consolidation

Relevance of tax consolidation to the consolidated entity

The Company and its wholly-owned Australian resident entities have formed a tax-consolidated group and are therefore taxed as a single entity. The head entity within the tax-consolidated group is Neometals Ltd. The members of the tax-consolidated group are identified at note 27.

Nature of tax funding arrangements and tax sharing agreements

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

7. Key management personnel compensation

Details of key management personnel compensation are provided on pages 35-46 of the Directors' Report.

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

	2017 \$	2016 \$
Short-term employee benefits	1,652,201	1,253,642
Post-employment benefits	122,101	88,644
Termination benefits	-	-
Share-based payments	290,892	170,652
	2,065,194	1,512,938

8. Share based payments

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

Performance Rights Plan ("PRP")

In accordance with the provisions of the PRP, as approved by shareholders at the Company's AGM on 28 November 2014, employees may be offered performance rights at such times and on such terms as the board considers appropriate.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

8. Share based payments (continued)

General terms of performance rights granted under the PRP:

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

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

2017	Grant date	Number	Vesting date/ Expiry date	Grant date share price	Probability factor	Fair value at grant date
J. Carone	09/10/2015	593,472	30/06/2017	0.115	n/a	49,644
C. Reed	09/10/2015	1,595,092	30/06/2017	0.115	n/a	133,429
M. Tamlin	21/01/2016	1,175,074	30/06/2017	0.145	n/a	127,081
J. Carone	14/09/2016	216,063	30/06/2018	0.260	n/a	56,176
C. Reed	14/09/2016	621,261	30/06/2018	0.260	n/a	161,528
M. Tamlin	14/09/2016	259,275	30/06/2018	0.260	n/a	67,412
Total		4,460,237				595,270

The fair value of performance rights issued have been independently valued by a third party using a Monte Carlo simulation to determine fair value. The total expense recognised for the period arising from share-based payment transactions and accounted for as equity-settled share-based payment transactions is \$290,892 [2016: \$170,652].

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

	2017	2016
	Performance Rights No.	Performance Rights No.
Balance at beginning of the financial year	7,275,246	10,788,108
Granted during the financial year as compensation	1,096,599	3,363,638
Vested during the financial year ⁽ⁱ⁾	(3,911,608)	(6,876,500)
Lapsed during the financial year ⁽ⁱⁱ⁾	-	-
Balance at the end of the financial year ⁽ⁱⁱⁱ⁾	4,460,237	7,275,246

(i) 3,911,608 shares in the Company were issued on vesting of performance rights (2016: 6,876,500).

(ii) No performance rights were cancelled or lapsed during the financial year (2016: nil).

(iii) 3,363,638 performance rights are exercisable at the end of the year (2016: 3,911,608).

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

9. Dividends on equity instruments

Declared and paid during the year:

Dividends paid on ordinary shares:

Special dividend for 2017: 2.0 cents per share paid on 26 August 2016 (2016: 2.0 cents)

2017 \$	2016 \$
11,260,217	11,181,785

The dividend franking account has a nil balance as at 30 June 2017 (2016: nil).

On 11 August 2016, the directors paid an unfranked dividend of 2 cents per share to the holders of fully paid ordinary shares, paid to shareholders on 26 August 2016.

10. Assets classified as held for sale

Assets classified as held for sale ⁽ⁱ⁾

Liabilities directly associated with assets classified as held for sale ⁽ⁱ⁾

2017 \$	2016 \$
8,433,162	1,625,705
-	(96,607)

- (i) In February 2017, the Company decided to divest its 13.8% shareholding in Reed Industrial Minerals Pty Ltd. After commencement of the sale process the company is yet to receive a compliant offer from shareholders or external third parties. The Company will continue to consider offers for the remaining stake if a reasonable offer is received. Settlement for Reed Exploration Pty Ltd which relates to the prior year held for sale asset took place during the financial year. Refer to note 24 for further information.

Amounts recognised in this note relate to Reed Industrial Minerals Pty Ltd, owner of the Reed Industrial Minerals Pty Ltd Mt Marion Lithium Project for the 2017 financial year and Reed Exploration Pty Ltd, owner of the Reed Exploration Pty Ltd Nickel Projects for the 2016 financial year.

Classified as held for sale

Cash and cash equivalents

Exploration and evaluation expenditure

Loan receivable

Investment in Reed Industrial Minerals Pty Ltd

Assets classified as held for sale

2017 \$	2016 \$
-	1,004,888
-	617,009
8,208,916	-
224,246	3,808
8,433,162	1,625,705
-	(96,607)
-	(96,607)
8,433,162	1,529,098

Trade and other payables

Liabilities directly associated with assets classified as held for sale

Net assets classified as held for sale

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

11. Trade and other receivables

	2017 \$	2016 \$
Current		
Other receivables ⁽ⁱ⁾	658,002	363,132
Prepayments	220,540	280,619
Total	878,542	643,751

- (i) Other receivables balance includes an amount of \$24,593 (2016: \$90,000) receivable from Mr. C Reed (Executive Director). In the 2012 financial year the Company provided a loan to Mr. Reed of \$150,000 at a commercial rate of interest that is adjusted in line with the official interest rate set by the Reserve Bank of Australia. Refer to Note 29 for further information.

12. Other financial assets

	2017 \$	2016 \$
Non-current		
Available-for-sale investments carried at fair value	601,000	1,410,625
Barrambie Gas term deposit ⁽ⁱ⁾	4,000,000	5,000,000
Rental bond term deposit	25,000	25,000
Total Non-current	4,626,000	6,435,625
Total	4,626,000	6,435,625

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

13. Exploration and evaluation expenditure

	Consolidated Capitalised exploration and evaluation expenditure \$
Gross carrying amount	
Balance at 1 July 2015	33,454,515
Transfer on deconsolidation of subsidiary	-
Additions	875,927
Reclassified as held for sale	(2,269,036)
Balance at 1 July 2016	32,061,406
Transfer on deconsolidation of subsidiary	-
Additions	909,574
Balance at 30 June 2017	32,970,980
Accumulated amortisation and impairment	
Balance at 1 July 2015	22,092,471
Amortisation expense	-
Reclassified as held for sale	(1,652,027)
Expenditure written off ⁽ⁱ⁾	13,831
Balance at 1 July 2016	20,454,275
Amortisation expense	-
Expenditure written off ⁽ⁱ⁾	1,409
Balance at 30 June 2017	20,455,684
Net book value	
As at 30 June 2016	11,607,131
As at 30 June 2017	12,515,296

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

- (i) The Group writes off any amounts that are allocated to surrendered tenements. Total write-offs of \$1,409 (2015: \$13,831 thousand) were recognised in respect of exploration and evaluation assets for continuing operations.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

14. Property, plant and equipment

	Consolidated Plant and equipment at cost \$
Gross carrying amount	
Balance at 1 July 2015	484,719
Additions	10,136
Disposals	(134,785)
Transfers from WIP	-
Impairment	-
Balance at 1 July 2016	360,070
Additions	124,133
Disposals	(934)
Transfers to PP&E	-
Impairment	-
Balance at 30 June 2017	483,269
Accumulated depreciation	
Balance at 1 July 2015	293,488
Disposals	(119,119)
Depreciation expense	40,842
Balance at 1 July 2016	215,211
Disposals	(481)
Depreciation expense	33,822
Balance at 30 June 2017	248,552
Net book value	
As at 30 June 2016	144,859
As at 30 June 2017	234,717

15. Trade and other payables

	2017 \$	2016 \$
Trade payables	466,814	171,045
Accrued expenses	569,833	304,718
Other	7,927	6,503
	1,044,574	482,266

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

16. Provisions

Current

	2017 \$	2016 \$
Annual leave	237,063	156,605
Long service leave	103,662	72,191
Other ^(a)	759,525	828,800
	1,100,250	1,057,596

Non-current

Other ^(a)	3,562,808	4,414,456
	3,562,808	4,414,456
	4,663,058	5,472,052

a. Detail of movement in other provisions

	Onerous Contracts (i) \$
2017	
Balance at 1 July 2016	5,243,256
Additional provisions recognized	-
Reductions arising from payments/ other sacrifices of future economic benefits	(833,432)
Additions/(reductions) resulting from re-measurement or settlement without cost	(87,491)
Unwinding of discount and effect of changes in the discount rate	-
Balance at 30 June 2017	4,322,333
Comprised of:	
Current provision	759,525
Non-current provision	3,562,808
	4,322,333

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

16. Provisions (continued)

	Onerous Contracts (i) \$
2016	
Balance at 1 July 2015	6,298,755
Additional provisions recognised	-
Reductions arising from payments/other sacrifices of future economic benefits	(898,927)
Additions/(reductions) resulting from re-measurement or settlement without cost	(156,572)
Unwinding of discount and effect of changes in the discount rate	-
Balance at 30 June 2016	5,243,256
Comprised of:	
Current provision	828,800
Non-current provision	4,414,456
	5,243,256

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

17. Borrowings

	2017 \$	2016 \$
Current - at amortised cost		
Motor Vehicle Lease	11,278	11,939
	11,278	11,939
Non-current - at amortised cost		
Motor Vehicle Lease	15,573	27,804
	15,573	27,804

18. Issued capital

	2017 \$	2016 \$
546,100,763 fully paid ordinary shares (2016: 559,089,257)	155,367,391	160,047,735

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to share capital from 1 July 1998. Therefore, the Company does not have a limited amount of authorised capital and issued shares do not have a par value.

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

18. Issued capital (continued)

	2017		2016	
	No.	\$	No.	\$
Fully paid ordinary shares				
Balance at beginning of financial year	559,089,257	160,047,735	502,212,757	157,910,617
Issue of shares on conversion of convertible note	-	-	50,000,000	2,000,000
Share issue costs	-	(7,261)	-	(7,172)
Shares cancelled through share buy back	(16,900,102)	(4,727,942)	-	-
Other share based payments	3,911,608	54,859	6,876,500	144,290
Balance at the end of the financial year	546,100,763	155,367,391	559,089,257	160,047,735

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

Share options

At balance date there were no share options in existence over ordinary shares (2016: nil).

19. Reserves

The share-benefits reserve arises on the grant of share options and performance rights for the provision of services by consultants and to executives and employees under the employee share option plan, performance rights plan, employment contracts or as approved by shareholders. Amounts are transferred out of the reserve and into issued capital when the options are exercised or when shares are issued pursuant to the terms of the performance rights. Further information about share-based payments to employees is provided in Note 8 to the financial statements.

	2017 \$	2016 \$
Share based payments reserve:		
Balance at the beginning of the financial year	5,295,914	5,269,552
Increase/(Decrease) in share based payments	290,892	170,652
Amounts transferred to share capital on exercise	(54,859)	(144,290)
Balance at the end of the financial year	5,531,947	5,295,914
Other reserve:		
Balance at the beginning of the financial year	300,349	300,349
Balance at the end of the financial year	300,349	300,349
Investment revaluation reserve⁽ⁱ⁾:		
Balance at the beginning of the financial year	801,937	-
Investment revaluation reserve	217,700	801,937
Balance at the end of the financial year	1,019,637	801,937
Total Reserves	6,851,933	6,398,200

(i) The investments revaluation reserve represents the cumulative gains and losses arising on the revaluation of available-for-sale financial assets that have been recognised in other comprehensive income.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

20. Accumulated losses

Accumulated losses:

Balance at the beginning of the financial year	
Net profit / (loss) attributable to members of the Company	
Payment of dividends	
Balance at the end of the financial year	

2017 \$	2016 \$
(76,836,283)	(150,260,778)
4,745,744	84,606,280
(11,260,017)	(11,181,785)
(83,350,556)	(76,836,283)

21. Earnings per share

Basic earnings per share:

Continuing and discontinued operations

Diluted earnings per share:

Continuing and discontinued operations

2017 \$	2016 \$
0.85	15.68
0.84	15.62

Basic and diluted profit / (loss) per share

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

Profit / (loss) ^(a)	
Continuing operations	
Continuing and discontinued operations	

2017 \$	2016 \$
4,745,744	84,606,280
4,745,744	84,606,280

Weighted average number of ordinary shares
for the purpose of basic profit / (loss) per share

Weighted average number of ordinary shares
for the purpose of diluted profit / (loss) per share

2017 \$	2016 \$
560,882,485	539,637,444
561,753,755	541,744,722

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

22. Commitments for expenditure

a. Exploration and evaluation expenditure commitments

The Consolidated Entity holds mineral exploration licences in order for it to undertake its exploration and evaluation activities. To continue to hold tenure over these areas the Group is required to undertake a minimum level of expenditure on or in relation to the leases. Minimum expenditure commitments for the exploration and mining leases for the 2017 financial year are \$376,700 (2016: \$567,380). Due to the nature of this expenditure, in that the expenditure commitments may be reduced by the relinquishment of tenements, estimates for the commitment have not been forecast beyond June 2018. However, should the Group continue to hold the tenements beyond this date additional expenditure commitments would arise.

b. Lease commitments

Non-cancellable operating lease commitments are disclosed in Note 23 to the financial statements. Finance lease commitments at reporting date total \$26,853 (2016: \$39,742).

c. Other

As referred to in Note 16 (i) to the accounts, Barrambie Gas Pty Ltd, a wholly owned subsidiary of the Company, previously entered into a gas transmission agreement with DBNGP (WA) Transmission Pty Ltd for the Barrambie Project. As part of the agreement the Group was required to procure a "blocked" term deposit for \$4.0 million (30 June 2016: \$5.0 million) as security a bank guarantee, which approximates the present value of the Group's commitment under the agreement. The obligations under the gas transmission agreement commenced on 1 July 2010.

23. Leases

Finance leases:

Leasing arrangements

The lease of a motor vehicle is for a period of 60 months expiring in July 2019. The commitments are based on the fixed monthly lease payment.

Operating leases:

Leasing arrangements

Operating leases relate to the lease of commercial premises in West Perth and Canada and a photocopier. The lease agreement for the Company's Canadian branch premises was entered into on 1 May 2016 for a 60 month period expiring on 30 April 2021. The lease of a photocopier is for a period of 48 months expiring in February 2019. The commitments are based on the fixed monthly lease payment and a monthly estimate for copying charges. The lease of a vehicle is for a period of 60 months expiring in July 2019. The commitments are based on the fixed monthly lease payment.

	2017 \$	2016 \$
Payments recognised as an expense		
Minimum lease payments	486,125	128,206
Contingent rentals	26,849	16,089
	512,974	144,295
Non-cancellable operating lease commitments		
Not longer than 1 year	242,380	328,168
Longer than 1 year and not longer than 5 years	766,618	645,917
	1,008,998	974,085

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

24. Deconsolidation of subsidiary

Deconsolidation of Reed Exploration Pty Ltd (REX)

On 26 September 2016, the Company divested its REX nickel projects by way of a sale of the subsidiary to Hannans Limited. A binding share sale agreement was executed on 10 August 2016 and settlement of the transaction took place on 26 September 2016.

The table below details the profit recognised on the deconsolidation of REX:

	26 September 2016 \$
Net assets of REX de-recognised on deconsolidation	(687,422)
Cash amount paid in relation to the transaction	(1,000,000)
Shares received in Hannans Limited on settlement	11,175,000
Profit on disposal	9,487,578
Reconciliation of REX net assets de-recognised on deconsolidation:	
	\$
Current Assets	-
Non-current assets	687,422
Total Assets	687,422
Current liabilities	-
Non-current liabilities	-
Total Liabilities	-
Net Assets	687,422

Deconsolidation of Reed Advanced Materials Pty Ltd (RAM)

On 6 October 2015 the Company entered into a shareholders agreement with PMI for the purposes of establishing and operating a joint venture arrangement through RAM to operate a business of researching, designing and developing the capabilities and technology relating to the processing of lithium hydroxide. Following the execution of the shareholders agreement RAM was held 70:30 between Neometals and PMI when previously RAM was a wholly owned subsidiary of the Neometals.

The table below details the profit recognised on the deconsolidation of RAM:

	6 October 2015 \$
Net liabilities of RAM de-recognised on deconsolidation	188,805
Investment in subsidiary entity recognised on deconsolidation	1
Profit on disposal	188,806
Reconciliation of RAM net liabilities de-recognised on deconsolidation:	
	\$
Current Assets	9,638
Non-current assets	40,700
Total Assets	50,338
Current liabilities	(239,143)
Total Liabilities	(239,143)
Net liabilities	(188,805)

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

25. Joint arrangements

Name of operation	Principal activity	Interest	
		2017 %	2016 %
Reed Advanced Materials Pty Ltd ⁽ⁱⁱⁱ⁾	Evaluation of lithium hydroxide process	70	70

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

(i) Reed Advanced Materials Pty Ltd

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

Summarised financial information for the joint venture:

	2017 \$	2016 \$
Carrying value of investment in the joint venture	-	-
Loan to joint venture	1,665,938	1,312,580
Share of loss of joint venture not recognised in profit or loss	398,945	161,013
Current assets	174,183	330,785
Non-current assets	183,629	978,496
Current liabilities	(4,636)	(351,412)
Non-current liabilities	(1,957,063)	(1,312,580)

26. Investment in associate

Name of operation	Principal activity	Interest	
		30 June 2017 %	30 June 2016 %
Hannans Limited	Exploration of nickel and lithium	42.2	8.4

The above associate is accounted for using the equity method in this consolidated financial report. As at 30 June 2016, the investment was accounted for as an available for sale financial asset through other comprehensive income.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

26. Investment in associate (continued)

Summarised financial information for the associate:

	30 June 2017 \$
Carrying value of investment in associate	13,226,310
Share of profit of associate recognised in profit or loss ⁽ⁱ⁾	511,810
Current assets	1,766,574
Non-current assets	2,841,239
Current liabilities	457,634
Non-current liabilities	121,885

- (i) The equity accounted share of the associate's profit is debited against the carrying value of the investment in the associate.

Shares held in associate are set out in the table below.

	30 June 2017		30 June 2016	
	No.	\$	No.	\$
Shares held in Hannans prior to disposal of REX ⁽ⁱ⁾	63,750,000	1,147,500	63,750,000	1,410,625
Consideration shares received on disposal of REX ⁽ⁱ⁾	620,833,333	11,175,000	-	-
Close out of options ⁽ⁱⁱ⁾	25,250,000	392,000	-	-
Share of profit in associate	N/A	511,810	-	-
Balance at the end of the period	709,833,333	13,226,310	63,750,000	1,410,625

- (i) Shares have been valued at the market value on settlement date, 26 September 2016.

- (ii) Shares valued at market rate on date of trade.

27. Subsidiaries

Name of entity	Country of incorporation	Ownership interest	
		2017 %	2016 %
Parent entity			
Neometals Ltd	Australia		
Subsidiaries			
Australian Titanium Pty Ltd (formerly Australian Vanadium Corporation (Holdings) Pty Ltd)	Australia	100	100
Alphamet Management Pty Ltd (formerly Australian Vanadium Corporation (Investments) Pty Ltd)	Australia	100	100
Innovation Pty Ltd (formerly Australian Vanadium Exploration Pty Ltd)	Australia	100	100
Barrambie Gas Pty Ltd	Australia	100	100
GMK Administration Pty Ltd	Australia	100	100
Gold Mines of Kalgoorlie Pty Ltd	Australia	100	100
Urban Mining Pty Ltd (formerly Mount Finnerty Pty Ltd)	Australia	100	100

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

28. Segment information

Basis for segmentation

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

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

For the year ended 30 June 2017

Reportable operating segments	Lithium \$	Titanium \$	Other \$	Unallocated \$	Total \$
Revenue from external customers	-	-	-	-	-
Cost of sales	-	-	-	-	-
Gross profit/(loss)	-	-	-	-	-
Other income	-	-	9,599,517	2,349,506	11,949,023
Expenditure written off	-	-	(1,409)	-	(1,409)
Depreciation and amortisation	-	-	-	(32,888)	(32,888)
Total revenue	-	-	9,599,517	2,349,506	11,949,023
Total expense	-	(957,978)	246,652	(6,457,656)	(7,168,982)
Profit/(loss) before tax	-	(957,978)	9,844,760	(4,141,038)	4,745,744
Consolidated profit/(loss) before tax	-	(957,978)	9,844,760	(4,141,038)	4,745,744

As at 30 June 2017

Reportable operating segments	Lithium \$	Titanium \$	Other \$	Unallocated \$	Total \$
Increase/(decrease) in non-current assets	77,102	1,666,387	11,101,934	(32,375,654)	(19,530,231)
Decrease in classified as held for sale	-	-	-	-	-
Consolidated increase/(decrease) in non-current assets	77,102	1,666,387	11,101,934	(32,375,654)	(19,530,231)
Total segment assets	1,665,939	13,453,154	14,142,495	46,908,501	76,170,089
Assets classified as held for sale	8,433,162	-	-	-	8,433,162
Consolidated total assets	10,099,101	13,453,154	14,142,495	46,908,501	84,603,251

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

28. Segment information (continued)

For the year ended 30 June 2016

Reportable operating segments	Lithium \$	Titanium \$	Other \$	Unallocated \$	Total \$
Revenue from external customers	-	-	-	-	-
Cost of sales	-	-	-	-	-
Gross profit/(loss)	-	-	-	-	-
Other income	88,471,234	-	-	792,479	89,263,713
Expenditure written off	-	-	(13,831)	-	(13,831)
Depreciation and amortisation	-	-	-	(41,739)	(41,739)
Total revenue	88,471,234	-	-	792,479	89,263,713
Total expense	(31,656)	(365,009)	(17,605)	(5,017,063)	(5,431,333)
Loss before tax	88,439,578	(365,009)	(17,605)	(4,224,584)	83,832,380
Consolidated loss before tax	88,439,578	(365,009)	(17,606)	(4,224,584)	83,832,380

As at 30 June 2016

Reportable operating segments	Lithium \$	Titanium \$	Other \$	Unallocated \$	Total \$
Increase/(decrease) in non-current assets	(1,239,341)	(13,782)	2,895,805	71,495,724	73,138,406
Decrease in classified as held for sale	-	-	-	-	-
Consolidated increase/(decrease) in non-current assets	(1,239,341)	(13,782)	2,895,805	71,495,724	73,138,406
Total segment assets	1,588,837	11,786,768	1,414,856	79,284,154	94,074,615
Assets classified as held for sale	-	-	1,625,705	-	1,625,705
Consolidated total assets	1,588,837	11,786,768	3,040,561	79,284,154	95,700,320

Geographical information

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

29. Related party disclosures

a. Equity interests in related parties

Equity interests in subsidiaries

Details of the percentage of ordinary shares held in subsidiaries are disclosed in Note 27 to the financial statements.

b. Key management personnel remuneration

Details of Key Management Personnel remuneration are disclosed on pages 35-46 of the Directors' Report.

c. Key management personnel equity holdings

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

29. Related party disclosures (continued)

Fully paid ordinary shares of Neometals Ltd

2017	Balance at 01/07/16 No.	Balance on appointment No.	Received on exercise of performance rights No.	Net other change No.	Balance at 30/06/17 No.	Balance held nominally No.
Non-executive directors						
S. Cole	1,120,083	-	-	-	1,120,083	-
D. Reed	63,221,259	-	-	(3,932,359)	59,288,900	-
Executive directors						
C. Reed ⁽ⁱ⁾	10,548,980	-	-	-	11,170,241	-
Other executives						
J. Carone ⁽ⁱ⁾	695,584	-	3,911,608	(207,192)	4,400,000	-
Total	75,585,906	-	3,911,608	(4,139,551)	75,979,224	-

(i) Excludes shares issued subsequent to year end for performance rights that vested 30 June 2017.

2016	Balance at 01/07/15 No.	Balance on appointment No.	Received on exercise of performance rights No.	Net other change No.	Balance at 30/06/16 No.	Balance held nominally No.
Non-executive directors						
S. Cole	1,120,083	-	-	-	1,120,083	-
D. Reed	28,121,259	-	-	35,100,000	63,221,259	-
Executive directors						
C. Reed ⁽ⁱ⁾	6,968,064	-	6,580,916	(3,000,000)	10,548,980	-
Other executives						
J. Carone ⁽ⁱ⁾	400,000	-	295,584	-	695,584	-
Total	36,609,406	-	6,876,500	32,100,000	75,585,906	-

(i) Excludes shares issued subsequent to year end for performance rights that vested 30 June 2016.

Share options of Neometals Ltd

No options were issued to related parties during the current period (2016: nil).

Performance rights of Neometals Ltd

In the current reporting period the Company granted 1,096,599 (2016: 3,363,638) performance rights to executives and KMP pursuant to the Company's Performance Rights Plan.

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

Performance Rights granted to related parties

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

29. Related party disclosures (continued)

Name	During the Financial Year					Consideration payable on exercise
	Grant date	No. granted	No. Vested	Fair value at grant date	Earliest exercise date	
KMP:						
J. Carone ⁽¹⁾	14/09/2016	216,063	-	56,176	30/06/2018	-
C. Reed ⁽¹⁾	14/09/2016	621,261	-	161,528	30/06/2018	-
M. Tamlin ⁽¹⁾	14/09/2016	259,275	-	67,412	30/06/2018	-
Total		1,096,599	-	285,116		-

- (1) The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over the 2 year period as set out in the relevant employee's employment contract. At 30 June 2017 no employee had become entitled to securities whose vesting conditions were the subject of the TSR criteria.

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

	Grant date	Fair value of rights at grant date \$	No. Granted	Vested during the financial year %	Forfeited/lapsed during the financial year %	Ordinary shares issued on exercise of rights \$
KMP:						
J. Carone ⁽¹⁾	07/10/2013	12,851	1,098,369	-	-	1,098,369
J. Carone ⁽¹⁾	01/08/2014	42,007	2,813,239	-	-	2,813,239
J. Carone ⁽²⁾	09/10/2015	49,644	593,472	-	-	-
C. Reed ⁽²⁾	09/10/2015	133,429	1,595,092	-	-	-
M. Tamlin ⁽²⁾	21/01/2016	127,081	1,175,074	-	-	-
Jason Carone	14/09/2016	56,176	216,063	-	-	-
Chris Reed	14/09/2016	161,528	621,261	-	-	-
M. Tamlin	14/09/2016	67,412	259,275	-	-	-
Total		650,128	8,371,845	-	-	3,911,608

- (1) The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over the 2 or 3-year period as set out in the employee's employment contract. As a result of the testing of the Company's performance over this period 3,911,608 rights vested and shares were issued on 13 July 2016.
- (2) The number of performance rights that will actually vest, if any, is determined by the Company's performance based on Neometals TSR compared to the comparative group of companies over the 2-year period as set out in the relevant employee's employment contract. At 30 June 2017 no employee had become entitled to securities whose vesting conditions were the subject of the TSR criteria.

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

29. Related party disclosures (continued)

d. Other transactions with key management personnel

The loss from operations includes the following items of revenue and expense that resulted from transactions other than compensation or equity holdings, with Key Management Personnel or their related parties:

Interest income

Total recognised as income

Interest and fees expense

Total recognised as expenses

	2017 \$	2016 \$
	1,880	4,159
Total recognised as income	1,880	4,159
	(21,000)	(42,721)
Total recognised as expenses	(21,000)	(42,721)

e. Transactions with other related parties

Other related parties include:

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

Transactions involving the parent entity

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

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

f. Controlling entities

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

30. Auditors remuneration

Non-audit services

Details of the amounts paid or payable to the auditor for the audit and non-audit services during the year are as follows:

Auditor (Deloitte Touche Tohmatsu)

Audit fees

Non-audit fees

	2017 \$	2016 \$
	84,945	67,620
	-	52,550
	84,945	120,170

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

30. Auditors remuneration (continued)

The directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are satisfied that the non-audit services provided did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the directors prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the services provided do not compromise the general principles relating to auditor independence as set out in the Institute of Chartered Accountants in Australia and CPA Australia's Professional Statement F1: Professional Independence.

31. Notes to the statement of cash flows

a. Reconciliation of cash and cash equivalents

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

Cash and cash equivalents

Cash and cash equivalents included in a disposal group

	2017 \$	2016 \$
Cash and cash equivalents	42,129,157	73,223,833
Cash and cash equivalents included in a disposal group	-	1,004,888
	42,129,157	74,228,721

b. Funds not available for use

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

Of the \$4,025,000 held in restricted bank deposits \$4,000,000 is held as security in relation to an unconditional performance bond issued by the National Australia Bank in favour of the Minister for State Development and DBNGP (WA) Transmission Pty Ltd. In addition, the Group has \$25,000 on deposit as security for a rental bond relating to its leased business premises.

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

31. Notes to the statement of cash flows (continued)

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

	2017 \$	2016 \$
Profit / (loss) for the period	4,745,744	85,408,217
Profit on deconsolidation of subsidiary	(9,487,577)	(188,806)
Profit on disposal of financial assets	(364,767)	-
Share of equity accounted entity's (profit)/loss	(531,799)	33,318
Gain on sale of subsidiary presented as investing in cashflow	(1,000,000)	(88,282,429)
Fair value gains on available-for-sale investments	(136,800)	(1,145,625)
Interest received on investments	(1,421,398)	(671,240)
Costs of borrowing	97,874	229,464
Depreciation and amortisation of non-current assets	32,888	41,739
Equity settled share-based payment	290,892	170,652
Net foreign exchange loss/(gain)	80,063	(101,078)
Loss on assets scrapped	-	14,274
Write off of non-current assets	1,409	13,831
(Increase) / decrease in assets:		
Current receivables	130,752	930,505
Other	75,916	297,372
Increase / (decrease) in liabilities:		
Current payables	11,166	(297,957)
Current borrowings	(660)	(1,918,640)
Provisions	42,655	(115,017)
Net Cash generated from / (used) in operating activities	(7,433,642)	(5,581,420)

32. Financial instruments

a. Financial risk management objectives

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

b. Significant accounting policies

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

c. Interest rate risk

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

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

32. Financial instruments (continued)

2017	Weighted average effective interest rate %	Variable interest rate %	Maturity dates			Non Interest bearing \$	Total
			Less than 1 year \$	1-5 years \$	More than 5 years \$		
Financial assets:							
Cash and cash equivalents AUD	2.07	-	40,134,550	-	-	-	40,134,550
Cash and cash equivalents USD	0.03	-	1,994,607	-	-	-	1,994,607
Barrambie Gas term deposit ⁽ⁱ⁾	2.70	-	4,000,000	-	-	-	4,000,000
Bond term deposits ⁽ⁱ⁾	2.00	-	25,000	-	-	-	25,000
Trade and other receivables	4.20	-	24,593	-	-	853,949	878,542
Financial liabilities:							
Trade payables	-	-	-	-	-	1,044,574	1,044,574

(i) The balances represent two term deposits that are restricted in their use and are classified in the current reporting period other financial assets. Additional information on all other term deposits is provided at Notes 12 and 30(b). The financial assets have contractual maturities of less than one year, however they are classified as non-current in the statement of financial position as they are not accessible to the Group due to restrictions placed on accessing the funds.

2016	Weighted average effective interest rate %	Variable interest rate %	Maturity dates			Non Interest bearing \$	Total
			Less than 1 year \$	1-5 years \$	More than 5 years \$		
Financial assets:							
Cash and cash equivalents	2.30	-	71,588,409	-	-	152	71,588,561
Cash and cash equivalents USD	0.03	-	2,640,160	-	-	-	2,640,160
Barrambie Gas term deposit ⁽ⁱ⁾	3.01	-	5,000,000	-	-	-	5,000,000
Bond term deposits ⁽ⁱ⁾	2.95	-	25,000	-	-	-	25,000
Trade and other receivables	4.45	-	-	90,000	-	553,751	643,751
Financial liabilities:							
Trade payables	-	-	-	-	-	578,873	578,873
Convertible note	-	-	-	-	-	-	-

(i) The balances represent two term deposits that are restricted in their use and are classified in the current reporting period other financial assets. Additional information on all other term deposits is provided at Notes 12 and 30(b). The financial assets have contractual maturities of less than one year, however they are classified as non-current in the statement of financial position as they are not accessible to the Group due to restrictions placed on accessing the funds.

d. Credit risk management

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

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Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

32. Financial instruments (continued)

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

e. Liquidity risk management

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

In addition to financial liabilities in note 15, the Company is required to meet minimum spend commitments to maintain the tenure over the Company's mineral exploration areas as described in note 22.

f. Fair value

The carrying amount of financial assets and financial liabilities recorded in the financial statements approximates their respective net fair values.

g. Commodity price risk

The Group is exposed commodity price risk. These commodity prices can be volatile and are influenced by factors beyond the Group's control. No hedging or derivative transactions have been used to manage commodity price risk.

h. Capital management

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

i. Interest rate risk management

The Group is exposed to interest rate risk as the Group has funds on deposit as security for the head office lease and the Barrambie Gas Pty Ltd onerous contract outlined at Note 16. The Group's financial borrowings (motor vehicle hire purchase lease) are not subject to interest rate risk as the rate is fixed at time of entering into the financing agreement.

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

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's profit for the year ended 30 June 2017 would decrease/increase by \$230,771 (2016: decrease/increase \$396,269). This is mainly attributable to the Group's exposure to interest rates on the maturity of its term deposits.

Notes to the consolidated financial statements (continued)

FOR THE YEAR ENDED 30 JUNE 2017

33. Events after the reporting period

On 10 July 2017 the company announced that given the improved offtake pricing structure and levels, and the achievement of significant project milestones in the period following issuing the sale notice to the shareholders in RIM, all of which are believed to have materially enhanced the Project's intrinsic value, the Company determined that the retention of the Mount Marion Project interest is in the Company's and its shareholders' best interests as part of the Company's ongoing lithium strategy.

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Additional stock exchange information

AS OF 30 SEPTEMBER 2017

Ordinary fully paid shares

Top Holders Snapshot

Rank	Name	Units	% of Units
1.	MR DAVID JOHN REED	31,801,674	5.84
2.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	19,148,100	3.52
3.	TRUCKING NOMINEES PTY LTD	19,000,000	3.49
4.	CITICORP NOMINEES PTY LIMITED	17,665,158	3.25
5.	KILKENNY LIMITED	15,950,000	2.93
6.	J P MORGAN NOMINEES AUSTRALIA LIMITED	15,123,759	2.78
7.	ZERO NOMINEES PTY LTD	11,054,893	2.03
8.	MR KENNETH JOSEPH HALL ←HALL PARK A/C→	10,000,000	1.84
9.	TRUCKING NOMINEES PTY LTD ←D J REED SUPER FUND A/C→	9,000,000	1.65
10.	WESTERN MINING CORPORATION PTY LIMITED ←TWO BOYS A/C→	6,758,862	1.24
11.	BOND STREET CUSTODIANS LIMITED ←HP0DHH - V04614 A/C→	6,629,711	1.22
12.	FANO PTY LTD ←KIM HURLEY SUPER FUND A/C→	5,500,000	1.01
13.	DYNAMIC SUPPLIES INVESTMENTS PTY LTD	5,000,000	0.92
14.	MR ALEXANDER FAIRBAIRN RUSSELL	4,210,796	0.77
15.	TERAN NOMINEES PTY LTD	4,154,325	0.76
16.	PENSKE HOLDINGS PTY LTD ←CARONE FAMILY A/C→	4,094,540	0.75
17.	LIN FOOT ONE SUPER PTY LTD ←LIN FOOT SUPER PLAN NO 1 A/C→	4,073,000	0.75
18.	MR HUNG CHI DUONG	3,700,000	0.68
19.	BNP PARIBAS NOMS PTY LTD ←DRP→	3,476,524	0.64
20.	T&G CORPORATION PTY LTD	3,085,327	0.57
	Totals: Top 20 holders of ordinary fully paid shares	199,426,669	36.65

Additional stock exchange information (continued)

AS OF 30 SEPTEMBER 2017

Distribution of Equity Securities

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

Range	Total holders
1 - 1,000	439
1,001 - 5,000	1,563
5,001 - 10,000	1,068
10,001 - 100,000	2,642
100,001 - 9,999,999,999	622
Total	6,334
Unmarketable Parcels*	741

*Minimum \$ 500.00 parcel at \$ 0.2850 per unit

Substantial Holders

Substantial holders in the Company are set out below:

Ordinary Shares	Number Held	Percentage
David Reed	60,288,900	10.88%

Voting Rights

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

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

Other

Registers of Securities are held at the following addresses:

Level 3, 1292 Hay Street, West Perth, Western Australia 6005.

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Additional stock exchange information (continued)

AS OF 30 SEPTEMBER 2017

As at 30 September 2017 the Company has an interest in the following projects and tenements in Western Australia.

Project Name	Licence name	Beneficial interest	Status
Barrambie	E57/769	100%	Live
Barrambie	E57/770	100%	Live
Barrambie	E57/1041	100%	Live
Barrambie	E57/1046	100%	Live
Barrambie	L57/30	100%	Live
Barrambie	L20/55	100%	Live
Barrambie	M57/173	100%	Live
Mount Marion	L15/315	13.8% (*)	Live
Mount Marion	L15/316	13.8% (*)	Live
Mount Marion	L15/317	13.8% (*)	Live
Mount Marion	L15/321	13.8% (*)	Live
Mount Marion	L15/353	13.8% (*)	Live
Mount Marion	L15/360	13.8% (*)	Live
Mount Marion	L15/0220	13.8% (*)	Live
Mount Marion	M15/999	13.8% (*)	Live
Mount Marion	M15/1000	13.8% (*)	Live
Mount Marion	M15/717	13.8% (*)	Live
Mount Marion	E15/1496	13.8% (*)	Live
Mount Marion	E15/1504	13.8% (*)	Live
Mount Marion	E15/1599	13.8% (*)	Pending
Londonderry	P15/6041	13.8% (*)	Live
Londonderry	P15/6042	13.8% (*)	Live
Londonderry	P15/6043	13.8% (*)	Live
Londonderry	P15/6044	13.8% (*)	Live
Londonderry	P15/6045	13.8% (*)	Pending
Londonderry	P15/6046	13.8% (*)	Pending
Londonderry	P15/6047	13.8% (*)	Pending
Londonderry	P15/6048	13.8% (*)	Pending
Londonderry	P15/6049	13.8% (*)	Pending
Londonderry	P15/6050	13.8% (*)	Pending
Londonderry	P15/6052	13.8% (*)	Live
Londonderry	P15/6053	13.8% (*)	Live
Londonderry	P15/6054	13.8% (*)	Live
Londonderry	P15/6055	13.8% (*)	Pending
Londonderry	P15/6056	13.8% (*)	Pending
Londonderry	P15/6057	13.8% (*)	Pending
Mount Marion	P15/6058	13.8% (*)	Live
Pilgangoora	P45/3003	100%	Pending

* registered holder is Reed Industrial Minerals Pty Ltd (Neometals Ltd 13.8%, Mineral Resources Ltd 43.1%, Jiangxi Ganfeng Lithium Co.,Ltd 43.1%).

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Neometals

ACN: 099 116 631
ABN: 89 099 116 631

REGISTERED OFFICE

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Titanium



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