VALOR RESOURCES

ABN 88 076 390 451

ANNUAL REPORT

30 JUNE 2019

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CORPORATE DIRECTORY

Directors
Mr. Brian McMaster (Non-Executive Chairman)
Dr. Nicholas Lindsay (Chief Executive Officer and Executive Director - Technical)
Ms. Paula Smith (Non-Executive Director)

Company Secretary
Ms. Paula Smith

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Stock Exchange
Australian Securities Exchange Limited
(Home Exchange: Perth, WA)
ASX Code: VAL

DIRECTORS' REPORT

The Directors present their report for Valor Resources Limited and its subsidiaries ("Valor" or "the Group") for the year ended 30 June 2019.

DIRECTORS

The names, qualifications and experience of the Group's Directors in office at any time during the year are as follows. Directors were in office for this entire year unless otherwise stated.

Mr. Brian McMaster
Non-Executive Chairman

Mr McMaster is a Chartered Accountant and has over 20 years' experience in the areas of venture capital and project financing, corporate reconstruction and turnaround/performance improvement. Mr McMaster is the principal of Garrison Capital a boutique venture capital firm and formerly was a partner of the restructuring firm KordaMentha and prior to that was a partner at Ernst & Young. His experience includes significant working periods in the United States, South America, Asia and India.

Mr McMaster is currently a director of AIM traded Harvest Minerals Limited (appointed 1 April 2014), AIM traded Jangada Mines plc (appointed 30 June 2015), AIM quoted Arc Minerals Limited (appointed 1 August 2017) and LSE quoted Contango Holdings Limited (appointed 26 October 2017). Mr McMaster was previously a director of Wolf Petroleum Limited (appointed 24 April 2012, resigned 17 August 2016), Haranga Resources Limited (appointed 1 April 2014, resigned 1 June 2017), Bounty Mining Limited (appointed 29 March 2016, resigned 8 October 2017 and TSX-V traded Five Star Diamonds Limited (appointed 20 April 2017, resigned 1 October 2017). He has not held any other listed directorships in the past three years.

Dr. Nicholas Lindsay
Chief Executive Officer and Executive Director – Technical

Dr. Lindsay has over 30 years' experience in the global mining industry with strong exposure in South America. He has held senior roles in Chile and Australia, and managed ASX junior mining and exploration companies operating in South America. Dr. Lindsay has a BSc Honours degree in geology and an MBA from the University of Otago (New Zealand), and a PhD (Metallurgy & Materials Engineering) from the University of the Witwatersrand (South Africa). Dr Lindsay is also a member of the AusIMM and the Australian Institute of Geoscientists.

Dr Lindsay is currently a director of Lake Resources NL (appointed 18 July 2017). Dr Lindsay was previously a director of Paradigm Metals Limited (appointed 13 October 2014, resigned 28 June 2016). He has not held any other directorships in the past three years.

Ms. Paula Smith
Non-Executive Director & Company Secretary

Ms. Smith is a finance professional with over 16 years' experience and is presently a director of a consulting and secretarial advisory firm specialising in business advisory, consulting and back office support (finance and secretarial) to SMEs and ASX listed entities. Prior to that Ms. Smith held senior roles in advisory firms KordaMentha and Ernst & Young. Ms. Smith holds a Bachelor of Commerce/Law (Hons), is a qualified Chartered Accountant and a Graduate of the Australian Institute of Company Directors.

Ms. Smith was a director of Lithex Resources Limited (appointed 29 January 2015, resigned 2 December 2016) and Haranga Resources Limited (appointed 28 March 2017, resigned 4 May 2018). She has not held any other listed directorships over the past three years.

Mr. Mark Sumner
Executive Chairman (resigned 30 November 2018)

Mr. Sumner is the founder and Managing Director of Kiwanda Group LLC, a US-based investment and venture capital business focused on Mining and exploration projects in South America. Mr. Sumner has over 10 years of experience financing and developing minerals projects including coal, phosphate rock, copper, gold and silver, primarily in South America. Prior to founding Kiwanda Group in 2008, Mr. Sumner was an Investment Specialist at Madison Avenue Financial Group, a private wealth boutique in Portland, Oregon.

Mr. Sumner has not held any other listed directorships over the past three years.

INTERESTS IN THE SECURITIES OF THE GROUP

As at the date of this report, the interests of the Directors in the securities of Valor Resources Limited are:

Director	Ordinary Shares	Listed Options exercisable at $0.015 each, on or before 31/12/2021
Mr. Brian McMaster	71,746,810	10,000,000
Dr. Nicholas Lindsay	-	-
Ms. Paula Smith	5,007,425	5,000,000

RESULTS OF OPERATIONS

The Group's net loss after taxation attributable to the members of Valor Resources Limited for the year ended 30 June 2019 was $4,036,303 (2018: $3,883,430).

DIVIDENDS

No dividend was paid or declared by the Group during the year and up to the date of this report (2018: Nil).

CORPORATE STRUCTURE

Valor Resources Limited is a company limited by shares which is incorporated and domiciled in Australia.

NATURE OF OPERATIONS AND PRINCIPAL ACTIVITIES

The principal activities of companies within the Group during the financial year were mineral exploration and examination of new resource opportunities.

REVIEW OF OPERATIONS

Berenguela Project – Peru ("the Project")

Valor acquired 100% of the Project in Peru from SSR Mining Inc. (formerly Silver Standard Resources Inc.) ("SSR") on 3 May 2017.

The Project is located within a well-defined mineralised district in the Puno Department of south-eastern Peru, in a region that hosts some of Peru's largest metals mines and several world class copper deposits.

Terms of the Acquisition - SSR

Pursuant to the terms of the Berenguela Project acquisition, Valor was required to raise a minimum of US$8 million ("Minimum Capital Raising Requirement") by no later than 13 February 2018. ("End Raising Date"). The End Raising Date was subsequently extended to 13 November 2018.

Until the Minimum Capital Raising Requirement was satisfied, Valor was to issue to SSR, for nil consideration, the number of shares that would give SSR a shareholding in Valor of not less than 9.9% (on a fully diluted basis) so that SSR's interest in Valor was not diluted as a result of any capital raisings ("Top-up Right"). In April 2017, the ASX granted a waiver from Listing Rule 6.18 to permit the grant of the Top-Up Right. The ASX granted a further waiver in February 2018 extending the Top Up Right until 13 November 2018. Following the Placement in August 2018, SSR were issued 77,687,900 ordinary shares pursuant to their Top Up Right. The total raised since the acquisition was approximately A$9.25 million (circa US$6.9 million).

As announced on 24 October 2018, SSR waived the obligation for Valor to raise the balance of the Minimum Capital Raising Requirement in exchange for a one-off payment of USD $50,000 to be paid on the 3rd anniversary of the Effective Date, being 11 February 2020 and accordingly, SSR's entitlement to the Top Up Right has now ceased.

Joint Venture Option Agreement - Kennecott Exploration Company

As announced to the ASX on 14 January 2019, Valor signed a joint venture Option Agreement with Kennecott Exploration Company ("KEX"), part of the Rio Tinto group, in respect of the Berenguela copper-silver-manganese project in south-eastern Peru ("Project"). The key terms of the agreement are:

- KEX paid US$700,000 in February 2019.
- KEX is required to actively spend US$2 million on exploration expenditure on the Project over 12 months ("Initial Expenditure"). During this time, KEX will be solely responsible for designing and implementing the exploration program. Any assistance required from VAL will be reimbursed at cost plus 10%;
- Following the satisfaction of the Initial Expenditure, KEX can exercise an option to form a 50:50 incorporated joint venture with Valor in respect of the Project on payment of an additional US$3 million to Valor ("JV Option"). After the formation of the JV, all costs, management, and decision making will be shared pro rata; and
- Following the JV Option, KEX has a further option to solely fund an additional US$5 million on the Project within three years to earn an additional 25% in the joint venture.

KEX commenced diamond drilling of the Berenguela mineral system in May 2019. Valor has not received the results of any of KEX's work at this stage.

JORC (2012) Resource Estimate

The JORC Compliant Mineral Resource at 0.5% Cu equivalent cut-off grade is shown in **Table 1.**

Valor confirms that it is not aware of any new information or data that materially affects the information included in the 9 January 2018 and 30 January 2018 announcements and that all material assumptions and the technical parameters underpinning the JORC Resources Estimate continue to apply and have not materially changed.

Cut Off Grade	Class	Tonnes	Ag g/t	Cu %	Mn %	Zn %	CuEq
1.05% CuEq	Measured	5,749,988	124.04	1.164	10.253	0.375	1.89
	Indicated	15,676,533	111.93	0.938	7.017	0.376	1.61
	Med + Ind	**21,426,521**	**115.18**	**0.999**	**7.886**	**0.376**	**1.69**
	Inferred	4,396,298	140.40	0.983	3.095	0.241	1.73
	Total	**25,822,820**	**119.48**	**0.996**	**7.070**	**0.353**	**1.69**
	Class	**Tonnes**	**Ag g/t**	**Cu %**	**Mn %**	**Zn %**	**CuEq**
0.75% CuEq	Measured	6,903,420	111.66	1.062	9.314	0.352	1.72
	Indicated	22,354,464	92.38	0.828	5.895	0.329	1.39
	Med + Ind	**29,257,883**	**96.93**	**0.884**	**6.702**	**0.334**	**1.47**
	Inferred	6,720,752	111.88	0.825	2.604	0.219	1.43
	Total	**35,978,635**	**99.72**	**0.873**	**5.937**	**0.313**	**1.46**

Cut Off Grade	Class	Tonnes	Ag g/t	Cu %	Mn %	Zn %	CuEq
	Class	Tonnes	Ag g/t	Cu %	Mn %	Zn %	CuEq
0.50 CuEq	Measured	7,706,610	103.79	0.989	8.676	0.335	1.61
	Indicated	28,226,128	80.45	0.734	5.161	0.296	1.23
	Med + Ind	**35,932,737**	**85.46**	**0.788**	**5.915**	**0.304**	**1.31**
	Inferred	9,972,535	87.90	0.670	2.145	0.203	1.16
	Total	**45,905,272**	**85.99**	**0.763**	**5.096**	**0.282**	**1.28**

Table 1. ***JORC (2012) Mineral Resource reported on 30 January 2018*[1]**
Copper Equivalent Calculations & Recoveries Assumptions

The calculation formula used to calculate the reported Copper Equivalent (CuEq %) is as follows:
Cu Eq (%) = Cu G (%) + ((Ag G / 10000) x Ag P x C x ReAg) / (Cu P x ReCu) + (Zn% x Zn P x ReZn) / (Cu P x ReCu)

Equation Key:
Cu G = Copper grade %
Ag G = Silver grade in g/t
Ag P = Silver price in USD per troy ounce: US$17.23
C = Conversion of tonnes to ounces, 1 tonne = 10^6/31.1035=32150.7465 ounces
ReAg = Expected recovery of silver = 50%
Cu P = Copper price at US$7,202.00 per tonne
ReCu = Expected recovery of copper = 85%
Zn% = Zinc Grade %;
Zn P = Zinc price = US$3,377.00 per tonne;
ReZn = Expected recovery of zinc = 80%
See Table 1 for further information on metals grades and drilling intervals.

The metals price assumptions were calculated using spot prices taken from the London Metals Exchange (LME) on Friday, 5th January 2018.

Metallurgical test work has been completed on multiple Berenguela ore samples by independent laboratories and consulting groups. Recovery rates are based on historical work conducted on Berenguela ore samples, as well as guidance from Valor's metallurgical consultants. Valor's metallurgists were consulted regarding the potential for Cu, Ag and Zn recovery based on historical metallurgical work in order to confirm reasonable prospects for eventual economic extraction. A Quality Assurance-Quality Control (QAQC) analysis has been conducted to confirm mineralisation, which showed positive intervals. Based on historical metallurgical work and QAQC, it is the Company's opinion that all the elements included in the metal equivalents calculation have a reasonable potential to be recovered and sold.

Process Flowsheet Development and Scoping Study

Through the 2018 financial year, Valor undertook metallurgical testwork in order to develop the process flow-sheet; refer to ASX Announcement dated 3 July 2018 *"Positive Results from Berenguela Metallurgical Tests"* and 23 July 2018 *"Further Information for Berenguela Metallurgical Tests"*.

As announced to the ASX on 29 August 2018, Valor completed a positive Scoping Study for the Berenguela Project. The highlights from the Scoping Study include the following:

- Shallow open-pit mineral resource with low strip ratio;
- Excellent grades in resource which is ~78% Measured + Indicated;
- Treatment based on conventional hydrometallurgy processes;
- Marketable product mix: copper cathode, electrolytic manganese metal and silver bullion; and
- Local access to power, water and national transportation network.

Following successful completion of the Scoping Study, Valor elected to proceed with testwork and validation of the reductive leach processes has advanced at an independent metallurgical laboratory in Perth. This work has subsequently been put on hold pending the results of the KEX drilling program.

On the exploration side, the assay results from rock chip sampling at Corona West confirmed the extensive presence of high-grade mineralisation at surface, along a trend similar to Berenguela Central; preparations are in process to obtain a permit to drill-test the mineralisation.

[1] **Copper Equivalent (Cu Eq) Calculation & Recovery Assumptions used in 30 January 2018 announcement**

Picha Copper Project - Peru

During the period, Valor's representatives held an official town hall meeting with the Picha community, as well as formal negotiations for community approvals of Valor's plans for exploration work at the Picha Project. The negotiations and community meetings were successful and resulted in the community agreeing to Valor's plans for a field mapping and surface sampling campaign. A formal application process for a drilling campaign at Picha is expected to take 9-12 months to complete.

Corporate

Capital Raising

As announced to the ASX on 6 August 2018, Valor raised $3,000,000 (before costs) at $0.01 per ordinary share together with a one-for-one New Option for every ordinary share issued ("Placement"). The funds raised from the Placement will be used to further activities on Valor's Projects and for working capital purposes.

On 15 August 2018, Valor issued the first tranche of ordinary shares under the Placement, being 280,000,000 shares to unrelated investors in the Placement. The remaining 20,000,000 shares under the Placement were subscribed for by three Directors of Valor and were issued following Shareholder Approval at a General Meeting of Shareholders held on 21 September 2018. The New Options are exercisable at an exercise price of $0.015 with an expiry date of 31 December 2021 and were also issued following Shareholder Approval at a General Meeting of Shareholders held on 21 September 2018.

In accordance with the Top Up Right, 31,539,170 ordinary shares were issued to SSR on 15 August 2018 and 46,148,730 ordinary shares were issued to SSR on 8 October 2018.

Board Changes

As announced to the ASX on 3 September 2018 & 26 October 2018, Valor appointed Dr Nicholas Lindsay to the roles of Executive Director – Technical and Chief Executive Officer respectively. It was also announced that Mr Mark Sumner had resigned from the Board of Directors effective 30 November 2018 and that Mr Brian McMaster would assume the role of Chairperson.

Other

On 2 April 2019, Valor announced the establishment of a share sale facility for holders of fully paid ordinary shares valued at less than $500. A marketable parcel of shares is considered to be a holding that has a market value of over $500. As at the market close on 29 March 2019 ("Record Date") the Directors determined an unmarketable parcel of shares is any shareholding of less than 250,000 fully paid ordinary shares based on a price of $0.002 per share, being the closing price of shares on the Australian Securities Exchange on the Record Date. Valor announced on 15 May 2019 the share sale facility closed on 14 May 2019. On 4 June 2019, Valor announced the final number of shares sold under the facility was 59,262,171 ordinary shares from 850 shareholders and the sale price of the shares under the facility was $0.0043.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Group during the year.

SIGNIFICANT EVENTS AFTER THE REPORTING DATE

On 3 September 2019 the Group entered into a binding Heads of Agreement with public unlisted company, Sulphide X Limited (Sulphide-X) to acquire 100% of the fully paid ordinary shares of its wholly owned subsidiary, Bullfinch One Pty Ltd (Bullfinch One). Bullfinch One holds the contractual rights to earn an interest in the Radio Gold Mine project (Radio Project) located 40km north of Southern Cross, Western Australia currently owned by Resources & Energy Group Limited's (ASX: REZ) subsidiary Radio Gold Pty Ltd.

Settlement of the acquisition will be conditional on the satisfaction of certain conditions precedent, including the parties completing due diligence, Bullfinch One confirming that it has $700,000 in cash and obtaining all necessary regulatory and third party approvals.

In consideration for the acquisition, Sulphide X will be issued 100,000,000 fully paid ordinary shares in Valor. Valor has also agreed to issue the following ordinary shares subject to the satisfaction of certain milestones:

1. Milestone 1 – 150,000,000 Valor shares upon the announcement of a JORC (2012) compliant resource of a minimum of 100,000 oz of gold at an average grade of at least 3g/t Au at the Radio Project within 12 months from Settlement; and

2. Milestone 2 – 150,000,000 Valor shares upon the announcement that production at the minimum rate of 300 oz gold per month has occurred at the Radio Project for a month in the 24 months from Settlement.

There were no other known significant events from the end of the financial year up to the date of this report.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The Directors have excluded from this report any further information on the likely developments in the operations of the Group and the expected results of those operations in future financial years, as the Directors believe that it would be speculative and prejudicial to the interests of the Group.

ENVIRONMENTAL REGULATIONS AND PERFORMANCE

The Group carries out operations that are subject to environmental regulations under legislation in Peru. The Group has formal procedures in place to ensure regulations are adhered to. The Group is not aware of any breaches in relation to environmental matters.

SHARES UNDER OPTION

As at the date of this report and at reporting date, there are 486,333,333 unissued ordinary shares under options. The details of the options at the date of this report are as follows:

Number	Exercise Price $	Expiry Date
86,333,333	$0.045	4/12/2019
400,000,000	$0.015	31/12/2021

40,000,000 options were exercised and 118,333,334 options expired during the financial year. No option holder has any right under the options to participate in any other share issue of the Group or any other entity.

INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

The Group has made an agreement indemnifying all the Directors and officers of the Group against certain losses or liabilities incurred by each Director or officer in their capacity as Directors or officers of the Group to the extent permitted by the Corporation Act 2001. The indemnification specifically excludes willful acts of negligence and insolvency. The total amount of insurance premiums paid has not been disclosed due to confidentiality reasons.

DIRECTORS' MEETINGS

During the financial year, in addition to regular Board discussions, the number of meetings of directors held during the year and the number of meetings attended by each director were as follows:

Director	Number of Meetings Eligible to Attend	Number of Meetings Attended
Mr. Brian McMaster	3	3
Ms. Paula Smith	3	3
Dr. Nicholas Lindsay	3	3
Mr. Mark Sumner [1]	1	1

[1] Mr Mark Sumner resigned from the Board on 30 November 2018

In addition to the formal meetings of directors above, the Board has held several discussions throughout the year and passed circular resolutions on all material matters.

PROCEEDINGS ON BEHALF OF GROUP

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

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behavior and accountability, the Board supports and have adhered to the principles of sound corporate governance. The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council, and considers that Valor Resources Limited is in compliance with those guidelines to the extent possible, which are of importance to the commercial operation of a junior listed resources company. During the financial year ended, shareholders continued to receive the benefit of an efficient and cost-effective corporate governance policy for the Group. The Group's Corporate Governance Statement and disclosures are contained elsewhere in the annual report.

AUDITOR INDEPENDENCE AND NON-AUDIT SERVICES

Section 307C of the Corporations Act 2001 requires the Group's auditors to provide the Board with an Independence Declaration in relation to the audit of the full year financial statements. A copy of that declaration is included in this report. There were no non audit services provided by the Group's auditor during the year ended 30 June 2019.

AUDITED REMUNERATION REPORT

This report outlines the remuneration arrangements in place for directors and executives of the Group in accordance with the requirements of the Corporation Act 2001 and its Regulations. For the purpose of this report, Key Management Personnel ("KMP") of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group.

Details of Key Management Personnel

Mr. Mark Sumner	Executive Chairman (resigned 30 November 2018)
Mr. Brian McMaster	Non-Executive Chairman
Dr. Nicholas Lindsay	Chief Executive Officer and Executive Director – Technical
Ms. Paula Smith	Non-Executive Director and Company Secretary

Remuneration Policy and Link to Performance

The Board is responsible for determining remuneration policies applicable to Directors and Senior Executives of the Group. The Board policy is to ensure that remuneration properly reflects the individuals' duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people with appropriate skills and experience. At the time of determining remuneration consideration is given by the Board to the Group's financial performance.

The Board currently determines the nature and amount of remuneration for Board members and senior Executives of the Group. The policy is to align Director and Executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives such as options and performance shares.

The Board policy is to remunerate Non-Executive Directors at market rates based on comparable companies for time, commitment and responsibilities. The Board determines payments to Non-Executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. No independent external advice was sought during the year ended 30 June 2019.

Directors are entitled to draw Director's fees and receive reimbursement of reasonable expenses for attendance at meetings. The Group is required to disclose in its annual report details of remuneration to Directors. The maximum aggregate annual remuneration which may be paid to Non-Executive Directors is $300,000. This amount cannot be increased without the approval of the Group's shareholders. Please refer below for the remuneration report within the Directors' Report for details regarding the remuneration structure of the Executive Director and senior management.

The table below shows the performance of the Group as measured by loss per share for the last 5 financial years:

As at 30 June	**2019**	**2018**	**2017**	**2016**	**2015**
Loss per share (cents)	(0.217)	(0.267)	(0.227)	(3.25)	(5.07)
Share Price	$0.005	$0.009	$0.009	$0.004	$0.007

There is no link between the loss per share and remuneration.

Elements of Remuneration

Short-Term Incentives

Short-term incentives in regards to the current financial year include fees paid for services to Directors.

Long-Term Incentives

Shareholders approved the establishment of an Employee Share Option Plan ("ESOP") at a general meeting on 4 May 2015. The Company believes that the ESOP will provide ongoing incentives to key employees, consultants and officers of the Company. No securities have been issued under this plan in the current financial year to Directors of the Company.

Shareholders approved the establishment of an Employee Share Plan ("ESP") at a general meeting on 30 November 2017. The Company believes that the ESP will attract, motivate and retain key employees and the

Company considers that the adoption of the ESP and the future issue of shares under the ESP will provide selected employees with the opportunity to participate in the future growth of the Company. No shares have been issued under this plan in the current financial year.

Details of Remuneration

Details of the nature and amount of each element of the emolument of each Director and Executive of the Group for the financial year are as follows:

2019	Short term		Share based payments		Post-employment			
	Base Salary $	Other $	Shares $	Options $	Superann-uation $	Benefits $	Total $	Share based payment related %
Executive Director								
Dr. Nicholas Lindsay	110,000	-	-	-	-	-	110,000	-
Mr. Mark Sumner [1]	58,250	-	-	-	-	-	58,250	
Non- Executive Directors								
Mr. Brian McMaster	82,852	-	-	-	-	-	82,852	-
Ms. Paula Smith	17,727	-	-	-	-	-	17,727	-
	268,829	**-**	**-**	**-**	**-**	**-**	**268,829**	**-**

[1] Mr Mark Sumner resigned from the Board on 30 November 2018

There were no other executive officers of the Group during the financial year ended 30 June 2019.

Details of the nature and amount of each element of the emolument of each Director and Executive of the Group for the prior financial year are as follows:

2018	Short term		Share based payments		Post-employment			
	Base Salary $	Other $	Shares $	Options $	Superann-uation $	Benefits $	Total $	Share based payment related %
Executive Directors								
Mr. Mark Sumner	154,840	76,167	-	-	-	-	231,007	-
Non- Executive Directors								
Mr. Brian McMaster	77,932	77,176	-	-	-	-	155,108	-
Ms. Paula Smith	32,727	-	-	-	-	-	32,727	-
Dr. Nicholas Lindsay[2]	22,000	-	-	-	-	-	22,000	-
	287,499	**153,343**	**-**	**-**	**-**	**-**	**440,842**	**-**

[2] Dr Nicholas Lindsay was appointed to the Board on 19 February 2018.

There were no other executive officers of the Group during the financial year ended 30 June 2018.

Shareholdings of Directors

The number of fully paid ordinary shares in the Group held during the financial year held by each Director of the Group, including their personally related parties, is set out below.

2019	Balance at the start of the year	On appointment to the Board	Other changes	On resignation from the Board	Balance at the end of the year
Mr. Brian McMaster	61,746,810	-	10,000,000	-	71,746,810
Ms. Paula Smith	7,425	-	5,000,000	-	5,007,425
Dr. Nicholas Lindsay	-	-	-	-	-
Mr. Mark Sumner [1]	103,333,334	-	5,000,000	(108,333,334)	-

[1] Mr Mark Sumner resigned from the Board on 30 November 2018

All equity transactions with key management personnel other than arising from the exercise of remuneration options have been entered into under terms and conditions no more favourable than those the Group would have adopted if dealing at arm's length.

Option Holdings of Directors
The numbers of options over ordinary shares in the Group held during the financial year by each Director of the Group, including their personally related parties, are set out below:

2019	Balance at the start of the year	Expired during the year	Other changes during the year	Balance at the end of the year	Vested options		Unvested
					Exercisable	Un-exercisable	
Mr. Brian McMaster	5,000,000	(5,000,000)	10,000,000	10,000,000	10,000,000	-	-
Ms. Paula Smith	-	-	5,000,000	5,000,000	5,000,000	-	-
Dr. Nicholas Lindsay	-	-	-	-	-	-	-
Mr. Mark Sumner [1]	93,333,334	(93,333,334)	5,000,000	5,000,000	5,000,000	-	-

[1] Mr Mark Sumner resigned from the Board on 30 November 2018

Other transactions with Key Management Personnel
Palisade Business Consulting Pty Ltd, a company of which Ms. Smith is a director, provided the Group with company secretary services and serviced office facilities including administration and information technology support totalling $32,500 (2018: $60,000) and accounting services totalling $39,000 (2018: $65,302). $6,864 (2018: $10,250) was outstanding at year-end.

Garrison Capital (UK) Limited, a company of which Mr. McMaster is a director, provided the Group with a Serviced office, IT, website and Administration Services totalling $46,388 (2018: $60,937) and advertising and PR Services totalling $6,752 (2018: $38,966). $3,622 (2018: $15,644) was outstanding at year-end.

These transactions have been entered into on normal commercial terms.

Loans to Directors and Executives
There were no loans to Directors and Executives during the financial year ending 30 June 2019.

Non-Executive Directors
The Non-Executive Directors have not entered into service agreements with the Group. Their services may be terminated by either party at any time.

Voting and comments made at the Group's 2018 Annual General Meeting
Valor Resources Limited received more than 97.8% of "yes" votes on its remuneration report for the 2018 financial year. The Group did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

END OF AUDITED REMUNERATION REPORT

Signed on behalf of the Board in accordance with a resolution of the Directors.

B. mcmaster.

Mr. Brian McMaster
Non- Executive Chairman
24 September 2019
Perth, Western Australia

COMPETENT PERSON'S STATEMENT

The technical information in this report that relates to Exploration Results, Exploration Targets and Mineral Resources is based on information compiled and reviewed data by Mr. Marcelo Batelochi. Mr. Batelochi is an independent consultant with MB Geologia Ltda and is a Chartered Member of the AusIMM. Mr. Batelochi has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity which is being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr. Batelochi consents to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcements 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.

MARCELO ANTONIO BATELOCHI (CP Brazilian, Geologist) holds a Bachelor of Honors from School of Geology at UNESP - São Paulo State University, Brazil from 1991. Mr. Batelochi has more than twenty years of experience of mineral resource evaluation across a range of commodities including copper, gold, nickel, platinum group elements, iron, bauxite and rare earth elements. Mr. Batelochi's experience includes 12 years with Rio Tinto, 4 years with Vale, 6 years with Ferrous Resources and most recently as an Independent Consultant ("MB Geologia"). Mr. Batelochi is a Member of the Australasian Institute of Mining and Metallurgy and is qualified as a Chartered Profession of Geology and Mineral Resources (Qualified to assign JORC and Ni-43101 Mineral Resource Reports).

Consolidated Statement of Profit or Loss and Other Comprehensive Income

for the year ended 30 June 2019

	Note	2019 $	2018 $
Interest revenue		7,034	7,871
Other income		7	324
Expenses			
Listing and share registry expenses		(70,186)	(64,384)
Legal fees		(93,450)	(78,672)
Consultants and directors' fees	4	(688,201)	(1,009,977)
Impairment of receivable		(89,826)	(284,535)
Travel and accommodation		(61,673)	(168,921)
Depreciation		(2,304)	(1,479)
Foreign exchange gain / (loss)		(89,387)	(52,455)
Impairment of exploration expenditure	10	(393,881)	-
Share based payment expense	21	(25,007)	(222,875)
Other expenses	4	(186,656)	(386,350)
Loss before finance costs & income tax		**(1,693,530)**	**(2,261,453)**
Fair value loss on deferred consideration liability	4	(2,342,773)	(1,621,977)
Loss before income tax		**(4,036,303)**	**(3,883,430)**
Income tax benefit	5	-	-
Net loss for the year		**(4,036,303)**	**(3,883,430)**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation difference	14	667,945	226,538
Items that have been reclassified to profit or loss			
Exchange differences on disposal of controlled entities		-	55,589
Other comprehensive loss for the year, net of tax		**667,945**	**282,127**
Total comprehensive loss for the year		**(3,368,358)**	**(3,601,303)**
Loss per share attributable to owners of Valor Resources Limited			
Basic and diluted loss per share (cents per share)	17	(0.217)	(0.267)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position *as at 30 June 2019*

	Note	2019	2018
		$	$
Current Assets			
Cash and cash equivalents	6	1,167,129	391,563
Trade and other receivables	7	59,368	65,599
Other current assets	8	15,707	16,261
Total Current Assets		**1,242,204**	**473,423**
Non-Current Assets			
Plant and equipment	9	15,359	16,860
Deferred exploration and evaluation expenditure	10	16,823,171	16,032,428
Total Non-Current Assets		**16,838,530**	**16,049,288**
Total Assets		**18,080,734**	**16,522,711**
Current Liabilities			
Trade and other payables	11	2,565,492	1,168,983
Total Current Liabilities		**2,565,492**	**1,168,983**
Non-Current Liabilities			
Other payables	12	10,845,299	11,039,238
Total Non-Current Liabilities		**10,845,299**	**11,039,238**
Total Liabilities		**13,410,791**	**12,208,221**
Net Assets		**4,669,943**	**4,314,490**
Equity			
Issued capital	13	51,729,104	48,252,652
Reserves	14	17,848,408	16,933,104
Accumulated losses	15	(64,907,569)	(60,871,266)
Total Equity		**4,669,943**	**4,314,490**

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows *for the year ended 30 June 2019*

	Note	2019 $	2018 $
Cash flows from operating activities			
Payments to suppliers and employees		(1,119,712)	(1,527,402)
Interest received		7,034	7,871
Finance costs		(6,869)	(127,030)
Net cash outflow from operating activities	6	**(1,119,547)**	**(1,646,561)**
Cash flows from investing activities			
Acquisition of plant and equipment		-	(13,264)
Expenditure on exploration		(962,432)	(2,336,506)
Payment to acquire investment		-	(508,120)
Net cash (outflow) / inflow from investing activities		**(962,432)**	**(2,857,890)**
Cash flows from financing activities			
Proceeds from issue of shares		3,000,000	3,125,000
Proceeds from options issue		160,000	100,000
Share issue costs		(213,068)	(225,101)
Net cash inflow from financing activities		**2,946,932**	**2,999,899**
Net increase in cash held		864,953	(1,504,552)
Cash and cash equivalents at beginning of financial year		391,563	1,948,570
Net foreign exchange differences		(89,387)	(52,455)
Cash and cash equivalents at end of the financial year	6	**1,167,129**	**391,563**

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity *for the year ended 30 June 2019*

	Issued Capital	Accumulated Losses	Option Reserves	Foreign Exchange Reserves	Share Based Payments Reserve	Performance Shares Reserve	Total
	$	$	$	$	$	$	$
Balance at 1 July 2018	**48,252,652**	**(60,871,266)**	**5,254,126**	**(44,276)**	**11,712,193**	**11,061**	**4,314,490**
Loss for the year	-	(4,036,303)	-	-	-	-	(4,036,303)
Other comprehensive income							
Foreign currency translation difference	-	-	-	667,945	-	-	667,945
Total comprehensive loss for the year	-	(4,036,303)	-	667,945	-	-	(3,368,358)
Transactions with owners in their capacity as owners							
Shares issued as part of rights issue	-	-	-	-	-	-	-
Shares issued as part of acquisition	776,879	-	-	-	-	-	776,879
Shares issued as part of placements	3,000,000	-	-	-	-	-	3,000,000
Issue of options	-	-	247,359	-	-	-	247,359
Share issue costs	(460,427)	-	-	-	-	-	(460,427)
Exercise of options	160,000	-	-	-	-	-	160,000
Balance at 30 June 2019	**51,729,104**	**(64,907,569)**	**5,501,485**	**623,669**	**11,712,193**	**11,061**	**4,669,943**
Balance at 1 July 2017	**44,703,700**	**(56,987,836)**	**4,995,040**	**(326,403)**	**11,712,193**	**11,061**	**4,107,755**
Loss for the year	-	(3,883,430)	-	-	-	-	(3,883,430)
Other comprehensive income							
Foreign currency translation difference	-	-	-	282,127	-	-	282,127
Total comprehensive loss for the year	-	(3,883,430)	-	282,127	-	-	(3,601,303)
Transactions with owners in their capacity as owners							
Shares issued as part of acquisition	592,974	-	-	-	-	-	592,974
Shares issued as part of placement	3,225,000	-	-	-	-	-	3,225,000
Issue of Options	-	-	259,086	-	-	-	259,086
Share issue costs	(484,101)	-	-	-	-	-	(484,101)
Share based payments	215,079	-	-	-		-	215,079
Balance at 30 June 2018	**48,252,652**	**(60,871,266)**	**5,254,126**	**(44,276)**	**11,712,193**	**11,061**	**4,314,490**

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

1. Corporate Information

The financial statements of Valor Resources Limited and its subsidiaries ("Valor" or "the Group") for the year ended 30 June 2019 were authorised for issue in accordance with a resolution of the Directors on 24 September 2019.

Valor Resources Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The nature of the operations and the principal activities of the Group are described in the Directors' Report.

2. Summary of Significant Accounting Policies

(a) Basis of Preparation

The financial statements are general-purpose financial statements, which have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards, and other authoritative pronouncements of the Australian Accounting Standards Board and Australian Accounting interpretations. Valor Resources Limited is a for-profit entity for the purpose of preparing the financial statements. The financial statements have also been prepared on a historical cost basis. The presentation currency is Australian dollars.

Going Concern

This financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the normal course of business. The Group has incurred a loss for the year ended 30 June 2019 of $4,036,303 (30 June 2018: $3,883,430) and net cash outflows from operating and investing activities of $1,119,547 (2018: $1,646,561). At 30 June 2019, the group had $1,167,129 of cash and cash equivalents and contractual payments of USD $1,800,000 are due to SSR within the next 12 months.

As the Group is expected to be cash-flow negative in the foreseeable future as a result of continued exploration expenditures, and the ability of the Group to continue as a going concern is dependent on securing additional funding, most likely through an issuance of new equity. These conditions indicate the existence of a material uncertainty that may cast a significant doubt about the Group's ability to continue as a going concern and therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The directors believe the Group will continue as a going concern, after consideration of the following factors:

- within the next 12 months KEX may exercise the option to form a joint venture with Valor following which, USD $3,000,000 will be payable to Valor;
- the Group has recently been successful in raising equity;
- the Directors are confident of the Group's ability to raise additional funds if required;
- the level of expenditure can be managed; and
- if required the company could scale back exploration and discretionary spend to meet commitments and/or renegotiate commitments.

The directors plan to continue the Group's operations on the basis outlined above and believe there will be sufficient funds for the Group to meet its obligations and liabilities for at least twelve months from the date of this report.

Should the Group not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the Group not continue as a going concern and meet its debts as and when they become due and payable.

(b) Compliance Statement

The financial report complies with Australian Accounting Standards as issued by the Australian Accounting Standards Board and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

(c) Basis of Consolidation

The consolidated financial statements comprise the financial statements of Valor Resources Limited and its subsidiaries as at 30 June each year ("the Group").

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves allocating the cost of the business combination to the fair value of the assets acquired and the liabilities and contingent liabilities assumed at the date of acquisition.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed were necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the Statement of Profit or Loss and Other Comprehensive Income and Consolidated Statement of Financial Position respectively.

(d) New and Amended Accounting Standards

Changes in accounting policies

This note explains the impact of the adoption of AASB 9 Financial Instruments and AASB 15 Revenue from Contracts with Customers on the group's financial statements and also discloses the new accounting policies that have been applied from 1 July 2018, where they are different to those applied in prior periods.

AASB 9 Financial Instruments – Impact of Adoption
Impairment of financial assets
The Group's financial assets subject to AASB 9's new expected credit loss model are cash and trade receivables, which arise from the provision of services and sale of goods.

The impact of the impairment requirements of AASB 9 on cash and cash equivalents has not resulted in a material impact to the financial statements.

Under AASB 9, the Group was required to revise the impairment methodology used in the calculation of its provision for doubtful debts to the expected credit loss model. This change in methodology has not had a material impact on the financial statements. The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure or a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 120 days past due.

AASB 9 Financial Instruments – Accounting Policies Applied from 1 July 2018
Classification
From 1 July 2018, the Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on how the Group manages the financial assets and the contractual terms of the cash flows. At year end, all of the Group's financial assets have been classified as those to be measured at amortised cost.

Measurement
At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Impairment
From 1 July 2018, the Group assesses expected credit losses associated on a forward looking basis. For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

AASB 15 Revenue from Contracts with Customers – Impact of Adoption
The Group has adopted AASB 15 Revenue from Contracts with Customers from 1 July 2018. As the group currently has no revenue streams beyond interest income earned from cash deposits, this has not resulted in any adjustments being made to the financial statements, and no changes to the accounting policies of the group.

New accounting standards not yet adopted

AASB 16 Leases
IFRS 16 eliminates the operating and finance lease classifications for lessees currently accounted for under AASB 117 Leases. It instead requires an entity to bring most leases onto its statement of financial position in a similar way to how existing finance leases are treated under AASB 117. An entity will be required to recognise a lease liability and a right of use asset in its statement of financial position for most leases.

There are some optional exemptions for leases with a period of 12 months or less and for low value leases.

The Group has not yet determined the impact on the Group's financial statements.

In the year ended 30 June 2019, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group's operations and effective for the current reporting period.

The Directors have also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the year ended 30 June 2019. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on the Group's business and, therefore, no change is necessary to the Group accounting policies.

New and amended accounting standards and interpretations have been published but are not mandatory. The Group has decided against early adoptions of these standards, and has determined the potential impact on the financial statements from the adoption of these standards and interpretations is not material to the Group.

(e) Foreign Currency Translation

(i) 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 functional and presentation currency of Valor Resources Limited is Australian dollars. The functional currencies of the overseas subsidiaries are Peruvian Soles and United States Dollars.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

(iii) Group entities

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

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each Statement of Profit or Loss and Other Comprehensive Income are translated at average exchange rates (unless this is not a reasonable approximation of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are taken to shareholders' equity.

When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in the Statement of Profit or Loss and Other Comprehensive Income, as part of the gain or loss on sale where applicable.

(f) Plant and Equipment

Each class of plant and equipment is carried at cost less, where applicable, any accumulated depreciation and impairment losses.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance expenditure is charged to the Statement of Profit or Loss and Other Comprehensive Income during the financial period in which it is incurred.

Depreciation
The depreciable amount of all fixed assets is depreciated on a straight line basis over their useful lives to the Group commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Plant and Equipment	10-25 %

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Derecognition
Carrying amounts of plant and equipment are derecognised upon disposal or when no further future economic benefits are expected from its use or disposal.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

(g) Impairment of Non Financial Assets Other than Goodwill

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Group and the asset's value in use cannot be estimated. In such cases the asset is tested for impairment as part of the cash generating unit to which it belongs.

When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.
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. Impairment losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(h) Exploration Expenditure

Exploration and evaluation expenditure incurred by or on behalf of the Group is accumulated separately for each area of interest. Such expenditure comprises net direct costs and an appropriate portion of related overhead expenditure, but does not include general overheads or administrative expenditure not having a specific nexus with a particular area of interest.

Each area of interest is limited to a size related to a known or probable mineral resource capable of supporting a mining operation.

Exploration and evaluation expenditure for each area of interest is carried forward as an asset provided that one of the following conditions is met:

- such costs are expected to be recouped through successful development and exploitation of the area of interest or, alternatively, by its sale; or
- exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in relation to the area are continuing.

Expenditure which fails to meet the conditions outlined above is written off, furthermore, the directors regularly review the carrying value of exploration and evaluation expenditure and make write downs if the values are not expected to be recoverable.

Identifiable exploration assets acquired are recognised as assets at their cost of acquisition. Exploration assets acquired are reassessed on a regular basis and these costs are carried forward provided that at least one of the conditions referred to above is met.
Exploration and evaluation expenditure incurred subsequent to acquisition in respect of an exploration asset acquired, is accounted for in accordance with the policy outlined above for exploration expenditure incurred by or on behalf of the entity.

When an area of interest is abandoned, any expenditure carried forward in respect of that area is written off. Expenditure is not carried forward in respect of any area of interest unless the Group's right of tenure to that area of interest is current.

(i) Trade and Other Receivables

Trade and other receivables, which generally have 30 day terms, are recognised initially at fair value and subsequently at amortised cost less an allowance for any expected credit loss. Bad debts are written off when identified. Intercompany loans are impaired based on the ability of the subsidiaries to generate future cash flows to repay the loans.

(j) Cash and Cash Equivalents

Cash and cash equivalents in the statement of financial position include cash on hand, deposits held at call with banks and other short term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown as current liabilities in the statement of financial position. For the purpose of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as described above and bank overdrafts.

(k) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Statement of Profit or Loss and Other Comprehensive Income net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money, and where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(l) Trade and Other Payables

Liabilities for trade creditors and other amounts are recognised initially at fair value and subsequently at amortised cost, which is the fair value of the consideration to be paid in the future for goods and services received that are unpaid, whether or not billed to the Group.

(m) Income Tax

The income tax expense for the period is based on the profit/loss for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates for each jurisdiction that have been enacted or are substantially enacted by the reporting date.

Deferred income tax is provided for on all temporary differences at reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. No deferred income tax will be recognised from the initial recognition of goodwill or of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss. Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward of unused tax assets and unused tax losses to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and only recognised to the extent that sufficient future assessable income is expected to be obtained.

No deferred income tax liabilities or assets will be recognised in respect of temporary differences between the carrying value and tax bases of investments in controlled entities if the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary differences will not reverse in the near future. Current and deferred income taxes relating to items recognised directly in equity are recognised in equity and not in the Statement of Profit or Loss and Other Comprehensive Income.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

(n) Issued Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(o) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue is capable of being reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

Interest income
Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

(p) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of Valor Resources Limited.

(q) Investments in Controlled Entities

All investments are initially recognised at cost, being the fair value of the consideration given and including acquisition charges associated with the investment. Subsequent to the initial measurement, investments in controlled entities are carried at cost less accumulated impairment losses.

(r) Earnings per Share

Basic earnings per share
Basic earnings per share is calculated by dividing the result attributable to equity holders of the Group, excluding any costs of servicing equity other than dividends, by the weighted average number of ordinary shares, adjusted for any bonus elements.

Diluted earnings per share
Diluted earnings per share is calculated as net result attributable to members of the Group, adjusted for:

- costs of servicing equity (other than dividends);
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus elements.

(s) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST. The net amount of GST recoverable from, or payable to, the Australian Tax Office is included as part of receivables or payables in the statement of financial position.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which is receivable from or payable to the ATO, are disclosed as operating cash flows.

(t) Share Based Payment Transactions

The group provides benefits to individuals acting as, and providing services similar to employees (including Directors) of the group in the form of share based payment transactions, whereby individuals render services in exchange for shares or rights over shares (‘equity settled transactions’).

There is currently an Employee Share Option Plan (“ESOP”) in place, which provides benefits to Directors and individuals providing services similar to those provided by an employee.

Shareholders approved the establishment of an Employee Share Plan (”ESP”) at a general meeting on 30 November 2017. The Company believes that the ESP will attract, motivate and retain key employees and the Company considers that the adoption of the ESP and the future issue of shares under the ESP will provide selected employees with the opportunity to participate in the future growth of the Company.

The cost of these equity settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by using the Black Scholes formula taking into account the terms and conditions upon which the instruments were granted.

In valuing equity settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Valor(‘market conditions’).

The cost of the equity settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (‘vesting date’).

The cumulative expense recognised for equity settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the Directors of the group, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of the market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The Statement of Profit or Loss and Other Comprehensive Income charge or credit for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

Where the terms of an equity settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of the modification.

Where an equity settled award is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The cost of equity-settled transactions with non-employees is measured by reference to the fair value of goods and services received unless this cannot be measured reliably, in which case the cost is measured by reference to the fair value of the equity instruments granted. The dilutive effect, if any, of outstanding options is reflected in the computation of loss per share (see note 17).

(u) Asset Acquisitions

When an asset acquisition does not constitute a business combination, the assets and liabilities are assigned a carrying amount based on their relative fair values in as asset purchase transaction and no deferred tax will arise in relation to the acquired assets and assumed liabilities as the initial recognition exemption for deferred tax under AASB 112 applies. No goodwill will arise on the acquisition and transaction costs of the acquisition will be included in the capitalised cost of the asset.

(v) Critical Accounting Estimates and Judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Capitalised exploration and evaluation expenditure

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related lease itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors which could impact the future recoverability include the level of proved, probable and inferred mineral resources, future technological changes which could impact the cost of mining, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

To the extent that capitalised exploration and evaluation expenditure is determined not to be recoverable in the future, this will reduce profits and net assets in the period in which this determination is made. In addition, exploration and evaluation expenditure is capitalised if activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves. To the extent that it is determined in the future that this capitalised expenditure should be written off, this will reduce profits and net assets in the period in which this determination is made.

Share based payment transactions

The Group measures the cost of equity settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. For options the fair value is determined by using the Black Scholes formula taking into account the terms, conditions and probability upon which the instruments were granted. For shares the fair value is determined by reference to the share price on the Australian Securities Exchange at the time of issue.

The Group measures the cost of equity settled transactions with vendors by reference to the fair value of the equity instruments at the date at which they are granted. For shares the fair value is determined by reference to the share price on the Australian Securities Exchange at the time of issue. Refer to note 21 for further detail.

Treatment of Acquisitions

During 2017, Valor completed the acquisition of 100% of the voting shares of Sociedad Minera Berenguela SA and Fossores Ltd which collectively hold 100% of the Berenguela Project and 100% of the voting shares of Kiwanda Peru SAC which holds 100% of the Picha Project.

Valor has determined that the acquisitions take the form of an asset acquisition and not a business combination. In making this decision, Valor determined that the nature of the exploration and evaluation activities by Sociedad Minera Berenguela SA, Fossores Ltd and Kiwanda Peru SAC did not constitute an integrated set of activities and assets that are capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or other economic benefits directly to investors or other owners, members or participants.

Furthermore, Valor has judged that given the stage of development of the Berenguela and Picha Projects, the acquired set of assets and processes were not capable at the time of acquisition of producing intended output, namely the production of silver or copper in a saleable form.

(w) Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or financial liabilities measured at amortised cost. Financial liabilities in the former category include contingent consideration payable on business combinations, financial liabilities in the latter category include trade payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Fair value is determined based on the value of the entity's equity instruments when the related business combination takes place.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss are subsequently measured, at each reporting date, at the fair value of the amount estimated to settle the liability. The increase or decrease in the value of the liability, other than movements in the value of the liability which arise through part settlement of the liability is recognised in the profit or loss.

Financial liabilities at amortised cost
Trade and other payables are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the entity. Trade accounts payable are normally settled within 60 days.

3. Segment Information

Management has determined the operating segments based on the reports reviewed by the Board of directors that are used to make strategic decisions. The entity does not have any operating segments with discrete financial information.

The Board of Directors review internal management reports on a monthly basis that is consistent with the information provided in the Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position and Statement of Cash Flows. As a result, no reconciliation is required because the information as presented is what is used by the Board to make strategic decisions.

4. Expenses

	2019 $	2018 $
Consultants and Directors' Fees		
Accounting, audit and tax fees	83,688	90,193
Company secretary costs	32,500	60,000
Consulting fees	286,330	565,829
Director fees	285,683	293,955
	688,201	**1,009,977**
Other Expenses		
Advertising and promotion	53,519	148,295
Brokerage costs	12,752	-
Conference & seminars	-	13,210
Insurance	22,629	19,251
Rent & Outgoings	20,256	129,267
Administrative services / other	77,500	76,327
	186,656	**386,350**

In addition, a finance cost of $2,342,773 (2018: $1,621,977) has been incurred during the year. This cost relates to the unwinding of the discount applied to the deferred consideration liability incurred upon acquisition of the Berenguela Project.

5. Income Tax

	2019 $	2018 $
(a) Income tax expense		
Major component of tax expense for the year:		
Current tax	-	-
Deferred tax	-	-
	-	-

(b) Numerical reconciliation between aggregate tax expense recognised in the Statement of Profit or Loss and Other Comprehensive Income and tax expense calculated per the statutory income tax rate

A reconciliation between tax expense and the product of accounting loss before income tax multiplied by the Group's applicable tax rate is as follows:

Loss from operations before income tax expense	(4,036,303)	(3,883,430)
Tax at the Australian rate of 30% (2018: 30%)	(1,210,891)	(1,165,029)
Income tax benefit not brought to account	(1,210,891)	(1,165,029)
Income tax expense	-	-

(c) Deferred tax

The following deferred tax balances have not been bought to account:

Liabilities		
Deferred tax liability recognised	-	-
Assets		
Losses available to offset against future taxable income	4,594,872	4,075,395
Share issue costs deductible over five years	318,373	258,508
Other	387,510	319,988
Deferred tax assets offset against deferred tax liabilities	-	-
Net deferred tax asset not recognised	5,300,755	4,653,891

(d) Unused tax losses

Unused tax losses	15,316,240	13,584,651
Potential tax benefit not recognised at 30%	4,594,872	4,075,395

The benefit for tax losses will only be obtained if:

i. the Group derives future assessable income in Australia of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised, and

ii. the Group continues to comply with the conditions for deductibility imposed by tax legislation in Australia and

iii. no changes in tax legislation in Australia, adversely affect the Group in realising the benefit from the deductions for the losses.

6. Cash and Cash Equivalents

	2019	**2018**
	$	**$**
Reconciliation of Cash		
Cash comprises of:		
Cash at bank	**1,167,129**	**391,563**
Reconciliation of operating loss after tax to net cash flows from operations		
Loss after tax	(4,036,303)	(3,883,430)
Non cash items		
Foreign exchange loss	867,722	256,555
Depreciation	2,304	1,479
Finance Costs	1,648,708	-
Non-cash impairments and other write-offs	483,707	284,535
Share based payments	25,007	222,875
Other	-	105,023
Change in assets and liabilities		
(Decrease) / increase in trade and other receivables	6,785	(56,999)
Increase / (decrease) in trade and other payables	(117,477)	1,423,401
Net cash outflow from operating activities	**(1,119,547)**	**(1,646,561)**

7. Trade and Other Receivables

	2019	2018
	$	$
Other Receivables	46,188	51,226
GST Receivable	13,180	14,373
	59,368	**65,599**

8. Other Current Assets

	2019	2018
	$	$
Prepayments	15,707	16,261
	15,707	**16,261**

9. Plant and Equipment

	2019	2018
	$	$
Opening balance	16,860	5,075
Additions	-	13,264
Disposals	-	-
Net exchange differences on translation	803	-
Depreciation charge for the year	(2,304)	(1,479)
Closing balance	**15,359**	**16,860**

10. Deferred Exploration and Evaluation Expenditure

	2019	2018
	$	$
Opening balance	16,032,428	13,217,180
Exploration expenditure incurred during the year	1,596,883	2,582,205
Funding obligation per KEX agreement[1]	(988,262)	-
Impairment[2]	(393,881)	-
Net exchange differences on translation	576,003	233,043
Closing balance	**16,823,171**	**16,032,428**

[1] As announced to the ASX on 14 January 2019, the Company signed a joint venture Option Agreement with Kennecott Exploration Company ("KEX") in respect of the Berenguela copper-silver-manganese project. Under this agreement, KEX paid US$ 700,000 (A$ 988,262) to Valor to pay the instalment due and payable to SSR. The funds were received on 5 February 2019 from KEX and remitted to SSR on 8 February 2019.

[2] After an assessment by Valor, the Company has not renewed the tenement Picha 1 (1,000ha & 33.33% of the project by area) in order to minimize costs without impacting the value of the project. An impairment amount of $393,881 based on area of the project for Picha has been recorded.

The ultimate recoupment of costs carried forward for exploration expenditure is dependent on the successful development and commercial exploitation or sale of the respective mining areas.

11. Trade and Other Payables – Current

	2019	2018
	$	$
Other payables	64,218	162,207
Deferred consideration liability[1]	2,440,833	890,624
Accruals - Other	56,163	112,103
Provisions	4,278	4,049
	2,565,492	**1,168,983**

[1] During 2017, Valor acquired 100% of the voting shares of Sociedad Minera Berenguela SA and Fossores Ltd which collectively hold 100% of the Berenguela Project. A total of US$1,800,000 in cash consideration due on 11 February 2020 for the acquisition has been accrued for as a current liability at 30 June 2019. The payment has been discounted to present value using a rate of 8.40%. Other creditors are non-interest bearing and generally payable on 30 day terms. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

12. Other Payables – Non-Current

	2019	2018
	$	$
Deferred consideration liability[1]	10,674,480	10,877,048
Borrowings	60,398	57,167
Deferred Tax Liability	110,421	105,023
	10,845,299	**11,039,238**

[1] During 2017, Valor acquired 100% of the voting shares of Sociedad Minera Berenguela SA and Fossores Ltd which collectively hold 100% of the Berenguela Project. A total of US$9,000,000 in cash consideration due in staged payments from February 2021 to February 2022 has been accrued for as a non-current liability at 30 June 2019. The payments have been discounted to present value using a rate of 8.40%.

13. Issued Capital

	2019	2018
	$	$
(a) Issued and paid up capital		
Ordinary shares fully paid	**51,729,104**	**48,252,652**

	2019		2018	
	Number	**$**	**Number**	**$**
(b) Movements in shares on issue				
Opening balance	1,475,504,358	48,252,652	1,310,213,907	44,703,700
Shares issued as part of placements	300,000,000	3,000,000	130,000,000	3,225,000
Exercise of options	40,000,000	160,000	-	-
Shares issued as part of acquisitions[1]	77,687,900	776,879	23,718,957	592,974
Share based payments	-	-	11,571,494	215,079
Share issue costs	-	(460,427)	-	(484,101)
Closing balance	**1,893,192,258**	**51,729,104**	**1,475,504,358**	**48,252,652**

[1] As announced on 13 February 2017 pursuant to the terms of the Acquisition, Valor was to issue to SSR for nil consideration the number of shares that would give SSR a shareholding in Valor of not less than 9.9% (on a fully diluted basis) so that SSR's interest in Valor was not diluted as a result of the Capital Raisings (Top-up Right).

(c) Ordinary shares

The Group does not have authorised capital nor par value in respect of its issued capital. Ordinary shares have the right to receive dividends as declared and, in the event of a winding up of the Group, to participate in the proceeds from sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or proxy, at a meeting of the Group.

(d) Capital risk management

The Group's capital comprises share capital, reserves less accumulated losses amounting to a net asset balance of $4,669,943 at 30 June 2019 (2018: net assets balance of $4,314,490). The Group manages its capital to ensure its ability to continue as a going concern and to optimise returns to its shareholders. The Group was ungeared at year end and not subject to any externally imposed capital requirements. Refer to note 20 for further information on the Group's financial risk management policies.

(e) Share Options

As at the date of this report, there are 486,333,333 unissued ordinary shares under options (486,333,333 the lodgement date). The details of the options at the date of this report are as follows:

	Unlisted Options Exercise at $0.004 By 15/12/2018	Unlisted Options Exercise at $0.02 By 31/12/2018	Listed Options Exercise at $0.045 By 04/12/2019	Listed Options Exercise at $0.015 By 31/12/2021
Balance at 1 July 2018	133,333,334	25,000,000	86,333,333	-
Issued 8 October 2018	-	-	-	400,000,000
Exercised 17 September 2018	(40,000,000)	-	-	-
Expired on 15 December 2018	(93,333,334)	-	-	-
Expired on 31 December 2018	-	(25,000,000)	-	-
Balance at the date of this report	-	-	86,333,333	400,000,000

No option holder has any right under the options to participate in any other share issue of the Company or any other entity. No options were exercised since the end of the half-year.

40,000,000 options were exercised during the period raising $160,000.

100,000,000 options exercisable at $0.015 with an expiry date of 31 December 2021 were issued during the period to brokers in part consideration for services rendered to the company in respect of the equity raising that took place during the period. These options were valued at $0.002 per option, based on the fair value of the instruments granted, resulting in a charge of $247,359 which, as a cost of equity raising, was debited against the increase to share capital. The Directors deemed that the fair value of the services rendered could not be reliably measured.

300,000,000 options exercisable at $0.015 with an expiry date of 31 December 2021 were issued during the period to ordinary shareholders who participated in the placement on the basis of one new option for one subscribed ordinary share.

14. Reserves

	2019 $	2018 $
Option reserve	5,501,485	5,254,126
Foreign currency translation reserve	623,669	(44,276)
Share based payments reserve	11,712,193	11,712,193
Performance shares reserve	11,061	11,061
	17,848,408	**16,933,104**
Movements in Reserves		
Options reserve		
Opening balance	5,254,126	4,995,040
Options issued	247,359	259,086
Closing balance	**5,501,485**	**5,254,126**

The options reserve is used to record the premium paid on the issue of listed options.

	2019 $	2018 $
Foreign currency translation reserve		
Opening balance	(44,276)	(326,403)
Foreign currency translation difference	667,945	282,127
Closing balance	**623,669**	**(44,276)**

The Foreign Exchange differences arising on translation of the foreign controlled entities are taken to the foreign currency translation reserve, as described in note 2(e). The reserve is recognised in profit and loss when the net investment is disposed of.

	2019 $	2018 $
Share based payments reserve		
Opening balance	11,712,193	11,712,193
Share based payments expense	-	-
Closing balance	**11,712,193**	**11,712,193**

The share based payments reserve is used to record the value of options provided to directors, executives and other employees and as part of their remuneration and non-employees for their services.

Performance shares reserve		
Opening balance	11,061	11,061
Performance shares issued	-	-
Closing balance	**11,061**	**11,061**

The performance share reserve is used to record the value of performance shares provided to directors as part of their remuneration for their services.

15. Accumulated losses

	2019 $	2018 $
Movements in accumulated losses were as follows:		
Opening balance	(60,871,266)	(56,987,836)
Loss for the year	(4,036,303)	(3,883,430)
Closing balance	**(64,907,569)**	**(60,871,266)**

16. Auditor's Remuneration

	2019 $	2018 $
The auditor of Valor Resources Limited is BDO Audit (WA) Pty Ltd		
Amounts were paid or payable for:		
- an audit or review of the financial statements of the entity and any other entity in the Consolidated group	**34,553**	**41,433**

17. Loss per Share

	2019 $	2018 $
Loss used in calculating basic and dilutive loss per share	(4,036,303)	(3,883,430)
	Number of Shares	
Weighted average number of ordinary shares used in calculating basic loss per share:	1,856,531,584	1,452,288,184

There is no impact from 486,333,333 options outstanding at 30 June 2019 (2018: 244,666,667 options) on the earnings per share calculation because they are anti-dilutive. These options could potentially dilute basic earnings per share in the future. There have been no transactions involving ordinary shares or potential ordinary shares that would significantly change the number of ordinary shares or potential ordinary shares outstanding between the reporting date and the date of completion of these financial statements.

18. Related Party Disclosures

(a) Key management personnel

Details of the nature and amount of each element of the emolument of each Director and Executive of the Group for the financial year are as follows:

	2019 $	2018 $
Short term employee benefits	268,829	440,842
Total remuneration	**268,829**	**440,842**

For detailed key management personnel remuneration information refer to the audited Remuneration Report.

(b) Other transactions with related parties

Palisade Business Consulting Pty Ltd, a company of which Ms. Smith is a director, provided the Group with company secretary services and serviced office facilities including administration and information technology support totalling $32,500 (2018: $60,000) and accounting services totalling $39,000 (2018: $65,302). $6,864 (2018: $10,250) was outstanding at year-end.

Garrison Capital (UK) Limited, a company of which Mr. McMaster is a director, provided the Group with a Serviced office, IT, website and Administration Services totalling $46,388 (2018: $60,937) and advertising and PR Services totalling $6,752 (2018: $38,966). $3,622 (2018: $15,644) was outstanding at year-end.

These transactions have been entered into on normal commercial terms.

(c) Loans to Directors and Executives
There were no loans to Directors and Executives during the financial year ending 30 June 2019.

(d) Terms and conditions
There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

All other transactions were made on normal commercial terms and conditions and at market rates. Outstanding balances are unsecured and are repayable in cash.

19. Interests in Other Entities

(a) Subsidiaries
The Group's principal subsidiaries as at 30 June 2019 and 30 June 2018 are set out below. Unless otherwise stated, they have share capital consisting solely of ordinary shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of Entity	Country of Incorporation	Equity Holding	
		2019	2018
Kiwanda S.A.C	Peru	100%	100%
Fossores Ltd	Grand Cayman	100%	100%
Sociedad Minera Berenguela S.A.	Peru	100%	100%

20. Financial Risk Management

Exposure to interest rate, liquidity and credit risk arises in the normal course of the Group's business. The Group does not hold or issue derivative financial instruments.

The Group uses different methods as discussed below to manage risks that arise from these financial instruments. The objective is to support the delivery of the financial targets while protecting future financial security.

(a) Liquidity Risk
Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities.

The Group manages liquidity risk by maintaining sufficient cash facilities to meet the operating requirements of the business and investing excess funds in highly liquid short term investments. The responsibility for liquidity risk management rests with the Board of Directors. Alternatives for sourcing our future capital needs include our cash position and the issue of equity instruments. These alternatives are evaluated to determine the optimal mix of capital resources for our capital needs. We expect that, absent a material adverse change in a combination of our sources of liquidity, present levels of liquidity along with future capital raising will be adequate to meet our expected capital needs.

Maturity analysis for financial liabilities
Financial liabilities of the Group comprise trade and other payables and deferred consideration. As at 30 June 2019 and 30 June 2018 all trade and other payables are contractually matured within 30 days and so the carrying value equals the contractual cash flows. The value of the deferred consideration is the board's assessment of the value of contracted future payments issued under the agreement for the acquisition licence of the Berenguela project. The fair value is based on assumptions to present value the future payments based on a discount rate of 8.40%. The principal payments are contractually required in United States dollars and have been converted to Australian dollars.

(b) Interest Rate Risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair value of financial instruments. The Group's exposure to market risk for changes to interest rate risk relates primarily to its earnings on cash and term deposits. The Group manages the risk by investing in short term deposits.

	2019 $	2018 $
Cash and cash equivalents	1,167,129	391,563

Interest rate sensitivity

The following table demonstrates the sensitivity of the Group's statement of profit or loss and other comprehensive income to a reasonably possible change in interest rates, with all other variables constant.

Judgements of reasonably possible movements	Effect on Pre Tax Earnings Increase/(Decrease) **2019**	 **2018**
Increase 100 basis points	116,713	39,156
Decrease 100 basis points	(116,713)	(39,156)

A sensitivity of 100 basis points has been used as this is considered reasonable given the current level of both short term and long term Australian Dollar interest rates. The change in basis points is derived from a review of historical movements and management's judgement of future trends.

(c) Credit Risk Exposures

Credit risk represents the risk that the counterparty to the financial instrument will fail to discharge and obligation and cause the Group to incur a financial loss. The Group is exposed to credit risk from financial institutions where cash is held and from debtors, in particular from those arising from transactions in foreign jurisdictions. The Group's maximum credit exposure is the carrying amounts on the statement of financial position. The Group's cash and cash equivalents as at 30 June 2019 is substantially held by one reputable Australian banking financial institution.

(d) Fair Value Measurement

The following tables detail the Group's assets and liabilities measured or disclosed at fair value using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: Unobservable inputs for the asset or liability

Consolidated – 2019	**Level 1** **$**	**Level 2** **$**	**Level 3** **$**	**Total** **$**
Liabilities				
Deferred consideration payments	-	-	13,115,313	13,115,313
Total assets	-	-	13,115,313	13,115,313

Consolidated - 2018	**Level 1** **$**	**Level 2** **$**	**Level 3** **$**	**Total** **$**
Liabilities				
Deferred consideration payments	-	-	11,767,672	11,767,672
Total assets	-	-	11,767,672	11,767,672

There were no transfers between levels during the financial year.

There were no other financial assets or liabilities at 30 June 2019 requiring fair value estimation and disclosure as they are either not carried at fair value or in the case for short term assets and liabilities, their carrying values approximate fair value.

(e) Foreign Currency Risk

Currency risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency. The Group does not have any material exposure to foreign currency risk.

21. Share Based Payments

Share based payment transactions recognised as operation expenses in the statement of profit or loss and other comprehensive income or exploration expenditure on the statement of financial position during the year were as follows:

	2019	**2018**
	$	**$**
Operating expenses		
Share based payments to brokers (*refer to note 13(e)*)	247,359	-
Share based payments to consultants (*see below*)	25,007	222,875
	272,366	222,875

On 31 March 2017, Valor appointed Dr. Ernest Lima Osorio as Chief Operating Officer. Under the services agreement, Dr. Lima is entitled to a share-based salary component of US$2,000 worth of shares per month. Dr Lima also received bonus share issues upon completion of certain project milestones. Dr Lima's employment was terminated on 31 March 2019 and for the year ended 30 June 2019, Dr. Lima is entitled to shares with a value of A$25,007 (2018: A$222,875) in accordance with his services agreement.

22. Contingent Liabilities

SSR is entitled to a 1% net smelter royalty on all minerals and mineral products produced from the Berenguela Project. These items have not been included as consideration for the acquisition given they are contingent in nature and cannot be reliably measured at the date of acquisition because they are dependent on future events not wholly within the control of the entity.

There are no other known contingent liabilities.

23. Commitments

Within one year	-	-
After one year but not longer than five years	-	-
	-	**-**

There are no commitments.

24. Events Subsequent to Reporting Date

On 3 September 2019 the Group entered into a binding Heads of Agreement with public unlisted company, Sulphide X Limited (Sulphide-X) to acquire 100% of the fully paid ordinary shares of its wholly owned subsidiary, Bullfinch One Pty Ltd (Bullfinch One). Bullfinch One holds the contractual rights to earn an interest in the Radio Gold Mine project (Radio Project) located 40km north of Southern Cross, Western Australia currently owned by Resources & Energy Group Limited's (ASX: REZ) subsidiary Radio Gold Pty Ltd.

Settlement of the acquisition will be conditional on the satisfaction of certain conditions precedent, including the parties completing due diligence, Bullfinch One confirming that it has $700,000 in cash and obtaining all necessary regulatory and third party approvals.

In consideration for the acquisition, Sulphide X will be issued 100,000,000 fully paid ordinary shares in the company. The company has also agreed to issue the following Valor shares subject to the satisfaction of certain milestones:

1. Milestone 1 – 150,000,000 Valor shares upon the announcement of a JORC (2012) compliant resource of a minimum of 100,000 oz of gold at an average grade of at least 3g/t Au at the Radio Project within 12 months from Settlement; and

2. Milestone 2 – 150,000,000 Valor shares upon the announcement that production at the minimum rate of 300 oz gold per month has occurred at the Radio Project for a month in the 24 months from Settlement.

There were no other known significant events from the end of the financial year up to the date of this report.

25. Dividends

No dividend was paid or declared by the Group in the period since the end of the financial year and up to the date of this report. The Directors do not recommend that any amount be paid by way of dividend for the financial year.

26. Parent Entity Information

The following details information related to the parent entity, Valor Resources Limited, at 30 June 2019. The information presented here has been prepared using consistent accounting policies as presented in note 2.

	2019 $	2018 $
Current assets	1,190,905	354,211
Total assets	15,115,612	16,517,959
Current liabilities	2,545,434	1,134,878
Total liabilities	13,219,913	12,011,925
Net Assets / (Liabilities)	**1,895,699**	**4,506,034**
Issued capital	51,729,104	48,252,652
Reserves	17,224,740	16,977,381
Accumulated losses	(67,058,145)	(60,723,999)
Total Equity	**1,895,699**	**4,506,034**
Loss of the parent entity	(6,334,147)	(3,301,248)
Other comprehensive loss for the year	-	-
Total comprehensive loss of the parent entity	**(6,334,147)**	**(3,301,248)**

There are no known contingent liabilities in the parent entity.

Directors' Declaration

In accordance with a resolution of the Directors of Valor Resources Limited, I state that:

1. In the opinion of the directors:

   a) the financial statements and notes of Valor Resources Limited for the year ended 30 June 2019 are in accordance with the Corporations Act 2001, including:

      i. giving a true and fair view of the consolidated financial position as at 30 June 2019 and of its performance for the year ended on that date; and

      ii. Complying with Accounting Standards (including the Australian Accounting Interpretations), Corporations Regulations 2001 and other mandatory professional reporting requirements.

   b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2(b).

2. There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

3. This declaration has been made after receiving the declarations required to be made by the Director's in accordance with sections of 295A of the Corporations Act 2001 for the financial year 30 June 2019.

On behalf of the Board

Mr. Brian McMaster
Non-Executive Chairman
24 September 2019
Perth, Western Australia

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DECLARATION OF INDEPENDENCE BY DEAN JUST TO THE DIRECTORS OF VALOR RESOURCES LIMTIED

As lead auditor of Valor Resources Limited for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Valor Resources Limited and the entities it controlled during the period.

Dean Just

Director

BDO Audit (WA) Pty Ltd

Perth, 24 September 2019

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INDEPENDENT AUDITOR'S REPORT

To the members of Valor Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Valor Resources Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2019, 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 report, including a summary of significant accounting policies and the directors' declaration.

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

(i) Giving a true and fair view of the Group's financial position as at 30 June 2019 and of its financial performance for the year ended on that date; 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 Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

Material uncertainty related to going concern

We draw attention to Note 2 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the group's ability to continue as a going concern and therefore the group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

Key audit matters

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

Recoverability of Exploration and Evaluation Expenditure

Key audit matter	How the matter was addressed in our audit
The carrying value of the capitalised exploration and evaluation asset as at 30 June 2019 is disclosed in Note 10 of the financial report. As the carrying value of the Exploration and Evaluation Asset represents a significant asset of the Group, we considered it necessary to assess whether any facts or circumstances exist to suggest that the carrying amount of this asset may exceed its recoverable amount. Judgement is applied in determining the treatment of exploration expenditure in accordance with Australian Accounting Standard AASB 6 Exploration for and Evaluation of Mineral Resources. In particular: • Whether the conditions for capitalisation are satisfied; • Which elements of exploration and evaluation expenditures qualify for recognition; and • Whether facts and circumstances indicate that the exploration and expenditure assets should be tested for impairment. As a result, this is considered a key audit matter.	Our procedures included, but were not limited to: • Obtaining a schedule of the areas of interest held by the Group and assessing whether the rights to tenure of those areas of interest remained current at balance date; • Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group's exploration budgets, ASX announcements and director's minutes; • Considering whether any such areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; • Verifying, on a sample basis, exploration and evaluation expenditure capitalised during the year for compliance with the recognition and measurement criteria of AASB 6; • Considering whether there are any other facts or circumstances existing to suggest impairment testing was required; • Reviewing the basis of impairment recorded by management and the methodology used to determine fair value for compliance with accounting standards; and • Assessing the adequacy of the related disclosures in Note 10 to the financial report.

BDO

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2019, but does not include the financial report and the auditor's report thereon.

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

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

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

Responsibilities of the directors for the Financial Report

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

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

Auditor's responsibilities for the audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:

http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 9 to 11 of the directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Valor Resources Limited for the year ended 30 June 2019, 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.

BDO Audit (WA) Pty Ltd

BDO

Dean Just

Director

Perth, 24 September 2019

Corporate Governance Statement 2019

This statement has been approved by the Board. It is current as at September 2019.

Valor Resources Limited's ('Valor') approach to Corporate Governance

This Statement addresses how Valor implements the ASX Corporate Governance Council's, 'Corporate Governance Principles and Recommendations – 3rd Edition (referred to as either ASX Principles or Recommendations). All references to the Company's Corporate Governance Plan refer to the document that is available on the website www.valorresources.com.au.

Principle 1: Lay solid foundations for management and oversight

***Recommendation 1.1** – A listed entity should disclose:*

a) the respective roles and responsibilities of its board and management;
b) those matters expressly reserved to the board and those delegated to management.

Role of the Valor Board ('the Board")
The Board is responsible for the governance of Valor. The role of the Board is to provide overall strategic guidance and effective oversight of management. The Board derives its authority to act from Valor's Constitution.

The Board's responsibilities are set out in a formal Charter which the Board reviews at least every two years. The Charter was most recently reviewed in September 2019.

The major powers the Board has reserved to itself are:

- Appointment of the Chief Executive / Operating Officer and other senior executives and the determination of their terms and conditions including remuneration and termination;
- Driving the strategic direction of the Company, ensuring appropriate resources are available to meet objectives and monitoring management's performance;
- Reviewing and ratifying systems of risk management and internal compliance and control, codes of conduct and legal compliance;
- Approving and monitoring the progress of major capital expenditure, capital management and significant acquisitions and divestitures;
- Approving and monitoring the budget and the adequacy and integrity of financial and other reporting;
- Approving the annual, half yearly and quarterly accounts;
- Approving significant changes to the organisational structure;
- Approving the issue of any shares, options, equity instruments or other securities in the Company (subject to compliance with ASX Listing Rules);
- Ensuring a high standard of corporate governance practice and regulatory compliance and promoting ethical and responsible decision making;
- Recommending to shareholders the appointment of the external auditor as and when their appointment or re-appointment is required to be approved by them (in accordance with the ASX Listing Rules); and
- Meeting with the external auditor, at their request, without management being present.

Delegation to the Chief Executive / Operating Officer
The Board can choose to delegate to the Chief Executive / Operating Officer responsibility for implementing Valor's strategic direction and for managing Valor's day-to-day operations.

***Recommendation 1.2** – A listed entity should disclose:*

a) undertake appropriate checks before appointing a person or putting forward to security holders a candidate for election, as a director;
b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.

The Group does not have a Nomination Committee. The role of the Nomination Committee has been assumed by the full Board operating under the Nomination Committee Charter adopted by the Board.

When considering the appointment of a new Director, the Board may engage the services of an executive recruitment firm to assist to identify suitable candidates to be shortlisted for consideration for appointment to the Board and to carry out appropriate reference checks before the Board makes an offer to a preferred candidate.

Newly appointed directors must stand for reappointment at the next subsequent AGM. The Notice of Meeting for the AGM provides shareholders with information about each Director standing for election or re-election including details of relevant skills and experience.

***Recommendation 1.3** – A listed entity should have a written agreement with each director and executive setting out the terms of their appointment.*

New Directors consent to act as a Director and receive a formal letter of appointment which sets out duties and responsibilities, rights, and remuneration entitlements.

***Recommendation 1.4** – The company secretary of a listed entity should be accountable directly to the chair, on all matters to do with the proper functioning of the board.*

Valor's Company Secretary is directly accountable to the Chair for any matters relevant to the company secretarial duties or conduct of the Board. This requirement is specified in the Corporate Governance Plan.

***Recommendation 1.5** – A listed entity should:*

a) have a diversity policy which includes requirements for the board to or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;

b) disclose that policy or a summary of it; and

c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either:

1. the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or

2. if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.

The Group is committed to workplace diversity and to ensuring a diverse mix of skills and talent exists amongst its directors, officers and employees. The Board has adopted a Diversity Policy, part of the Company's Corporate Governance Plan, which addresses equal opportunities in the hiring, training and career advancement of directors, officers and employees. The Board believes in the value of diversity but does not believe that given the size of the Company and the resources available to it, that formalising measurable objectives for achieving gender diversity are appropriate. As the Company grows, the Board will continue to consider the need to formalise measurable objectives for achieving gender diversity and once implemented, appropriate disclosures will be made in line with this policy. As the Company has not yet developed any formal measurable objectives, it has not reported on the progress against these objectives during the financial year.

In accordance with this policy, the Board discloses there is one women employed in the organisation or on the Board of the Group as at the date of this report.

***Recommendation 1.6** – A listed entity should:*

a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors;

b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

The Board of Valor conducts its performance review of itself on an ongoing basis throughout the year. The small size of the Group and hands on management style requires an increased level of interaction between Directors and Executives throughout the year. Board members meet amongst themselves both formally and informally. The Board considers that the current approach that it has adopted with regard to the review of its performance provides the best guidance and value to the Group given its size.

***Recommendation 1.7** – A listed entity should:*

a) have and disclose a process for periodically evaluating the performance of its senior executives; and

b) disclose, in relation to each reposting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

The Board of Valor conducts its performance review of senior executives on an ongoing basis throughout the year. The small size of the Group and hands on management style requires an increased level of interaction between Directors and senior executives throughout the year. The Board considers that the current approach provides the best guidance and value to the Group given its size.

Principle 2: Structure the Board to add value

Valor's Constitution provides for a minimum of three directors and a maximum of twelve.

The Directors of Valor at any time during the financial year are listed with a brief description of their qualifications, appointment date, experience and special responsibilities in the Annual Report.

The Board met regularly throughout the course of the financial year to discuss the Company's operational and financial activities and held two formal meetings during the year. In addition to the formal meeting of directors above, the Board has held several discussions throughout the year and passed circular resolutions on all material matters.

***Recommendation 2.1** – The Board of a listed entity should:*

a) *have a nomination committee which:*
   1. *Has at least three members, a majority of whom are independent directors; and*
   2. *Is chaired by an independent director;*

   and disclose:

   3. *the charter of the committee;*
   4. *the members of the committee; and*
   5. *as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

b) *if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable to discharge its duties and responsibilities effectively.*

The Group does not have a Nomination committee. The role of the Nomination Committee has been assumed by the full Board operating under the Nomination Committee Charter, contained within the Corporate Governance Plan, adopted by the Board.

***Recommendation 2.2** – The listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.*

The Group does not have an established board skills matrix on the mix of skills and diversity for Board membership. The Board continues to monitor the mix of skills and diversity on the Board however, due to the size of the Group, the Board does not consider it appropriate at this time to formally set matrix on the mix of skills and diversity for Board membership.

***Recommendation 2.3** – A listed entity should disclose:*

a) *the names of the directors considered by the board to be independent directors;*

b) *if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion and*

c) *the length of service of each director.*

The skills, experience and expertise relevant to the position of Director held by each Director in office at the date of the Annual Report is included in the Directors' Report. Directors of the Group are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, the exercise of their unfettered and independent judgement.

The Board has accepted the following definition of an Independent Director:
"An Independent Director is a Director who is not a member of management, is a Non-Executive Director and who:

- is not a substantial shareholder (under the meaning of Corporations Act 2001) of the Group or an officer of, or otherwise associated, directly or indirectly, with a substantial shareholder of the Group;
- has not within the last three years been employed in an executive capacity by the Group or another Group member, or been a Director after ceasing to hold any such employment;
- is not a principal of a professional adviser to the Group or another Group member;
- is not a significant consultant, supplier or customer of the Group or another Group member, or an officer of or otherwise associated, directly or indirectly, with a significant consultant, supplier or customer;
- has no significant contractual relationship with the Group or another Group member other than as a Director of the Group;
- is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group."

In accordance with the definition of independence above, one Directors is considered independent. Accordingly, a majority of the Board is not independent. Given the size of the Group the current Board is deemed appropriate. There are procedures in place, as agreed by the Board, to enable Directors to seek independent professional advice on issues arising in the course of their duties at the Group's expense.

The term in office held by each Director in office at the date of this report is as follows:

Name	Term in office
Mr. Brian McMaster - Non-Executive Chairman	2 years, 9 months
Ms. Paula Smith (née Cowan) – Non-Executive Director	3 years, 5 months
Dr. Nicholas Lindsay – Executive Director Technical	1 year, 7 months

***Recommendation 2.4** – The majority of the Board of a listed entity should be independent Directors.*

The Group does not have a majority of independent directors. The Directors consider that the current structure and composition of the Board is appropriate to the size and nature of operations of the Group.

As at the date of this report, the Board comprised two non-executive Directors. In accordance with the definition of independence above, the one Director is not considered independent.

***Recommendation 2.5** – The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.*

Under Valor's Constitution, the Board elects a Chairman from amongst the Directors. If a Chairman ceases to be an independent Director, then the Board will consider appointing a lead independent Director.

Valor's Chairman is considered an independent Director.

***Recommendation 2.6** – The listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.*

The formal letter of appointment and an induction pack provided to Directors contain sufficient information to allow the new Director to gain an understanding of:

- The rights, duties and responsibilities of Directors;
- The role of Board Committees;
- The roles and responsibilities of the Chief Executive / Operating Officer; and
- Valor's financial, strategic, and operational risk management position.

Directors are encouraged to take appropriate professional development opportunities approved by the Board.

Principle 3: Promote ethical and responsible decision making

***Recommendation 3.1** – A listed entity should:*

a) have a code of conduct for its directors, senior executives and employees; and
b) disclose that code or a summary of it.

Valor has a Code of Conduct that applies to the Company and its Directors, employees and contractors (all of which are referred to as "employees" in the Code).

The Code of Conduct sets out a number of overarching principles of ethical behaviour which cover:

- Personal and Professional Behaviour;
- Conflict of Interest;
- Public and Media Comment;
- Use of Company Resources;
- Security of Information;
- Intellectual Property/Copyright
- Discrimination and Harassment;
- Corrupt Conduct;
- Occupational Health and Safety;
- Legislation;
- Fair Dealing;
- Insider Trading;
- Responsibilities to Investors;
- Breaches of the Code of Conduct; and
- Reporting Matters of Concern.

Valor's Code of Conduct is included a part of the Corporate Governance Plan.

Principle 4: Safeguard integrity in corporate reporting

Recommendation 4.1 *– A board of a listed entity should:*

a) *have an audit committee which:*
   1. *has at least three members, all of whom are non-executive directors and a majority of whom are independent; and*
   2. *is chaired by an independent director, who is not the chair of the board,*

   and disclose:

   3. *the charter of the committee;*
   4. *the relevant qualifications and experience of the members of the committee; and*
   5. *in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

b) *if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard that integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.*

The Group does not have an Audit and Risk Management Committee. The role of the Audit and Risk Management Committee has been assumed by the full Board operating under the Audit and Risk Management Committee Charter adopted by the Board. The Directors consider this as appropriate to the size and nature of operations of the Group.

Charter of the Audit and Risk Management Committee
The Board has formally adopted an Audit and Risk Management Committee Charter but given the present size of the Group, has not formed a separate Committee. Instead the function of the Committee will be undertaken by the full Board in accordance with the policies and procedures outlined in the Audit and Risk Management Committee Charter. At such time when the Group is of sufficient size a separate Audit and Risk Management Committee will be formed.

It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes both internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial and non- financial information. It is the Board's responsibility for the establishment and maintenance of a framework of internal control of the Group.

Recommendation 4.2 *– The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.*

The Chief Operating / Executive Officer and the Chief Financial Officer have provided the Board with written assurances that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal compliance and control and that the system is operating effectively in all material respects in relation to financial reporting risks.

Recommendation 4.3 *– A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.*

The external auditor attends Valor's Annual General Meeting. Shareholders may submit written questions to the auditor to be considered at the meeting in relation to the conduct of the audit and the preparation and content of the Independent Audit Report by providing the questions to Valor at least five business days before the day of the meeting. No questions were sent to the auditor in advance of the 2017 Annual General Meeting. Shareholders are also given a reasonable opportunity at the meeting to ask the auditor questions relevant to the conduct of the audit, the Independent Audit Report, the accounting policies adopted by Valor and the independence of the auditor.

Principle 5: Make timely and balanced disclosure

Recommendation 5.1 *– A listed entity should:*

a) *have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and*

b) *disclose that policy or a summary of it.*

Disclosure
Valor's Disclosure Policy describes Valor's continuous disclosure obligations and how they are managed by Valor. The Policy is included within the Corporate Governance Plan. It was most recently reviewed in September 2019.

Accountability
The Company Secretary reports to the Board on matters that were either notified or not notified to the ASX. Directors receive copies of all announcements notification to the ASX. All ASX announcements are available on Valor's website.

Financial market communications
Communication with the financial market is the responsibility of the Board. Communication with the media is the responsibility

of the Board. The Disclosure Policy covers briefings to institutional investors and stockbroking analysts, general briefings, one-on-one briefings, blackout periods, compliance and review as well as media briefings.

The substantive content of all market presentations about the half year and full year financial results and all statements relating to Valor's future earnings performance must be referred to, and approved by, the Board before they are disclosed to the market.

Principle 6: Respect the rights of shareholders

Recommendation 6.1 *– A listed entity should provide information about itself and its governance to investors via its website.*

Valor's website provides detailed information about its business and operations. Details of Valor's Board Members can be found on the website.

The Investor Centre link on Valor's website provides helpful information to shareholder. It allows shareholders to view all ASX and media releases; various investor presentations; a copy of the most recent Annual Report and Annual Reports for at least the two previous financial years; and the notice of meeting and accompanying explanatory material for the most recent Annual General Meeting and the Annual General Meetings for at least the two previous financial years.

Shareholders can find information about Valor's corporate governance on its website at under the Corporate Governance heading. This includes Valor's Corporate Governance Plan.

The Corporate Governance Plan includes:

- Board Charter
- Corporate Code of Conduct
- Committee Charters
- Performance evaluation processes
- Continuous disclosure processes
- Risk management processes
- Trading policy
- Diversity policy
- Shareholder communications strategy

Recommendation 6.2 *– A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.*

Valor is committed to communicating effectively with its shareholders and making it easier for shareholders to communicate with the Group.

Valor promotes effective communication with shareholders and encourages effective participation at general meetings, information is communicated to shareholders:

- Through the release of information to the market via the ASX;
- Through the Annual Report, half yearly report and quarterly reports;
- Through the distribution of the annual report and notices of annual general meeting;
- Through shareholder meetings and investor relations presentations; and
- The external auditors are required to attend the annual general meeting and are available to answer any shareholder questions about the conduct of the audit and preparation of the audit report.

Recommendation 6.3 *– A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.*

Notices of meeting sent to Valor's shareholders comply with the "Guidelines for notices of meeting" issued by the ASX in August 2007. Shareholders are invited to submit questions before the meeting and, at the meeting, the Chairman attempts to answer as many of these as is practical.

The Chairman also encourages shareholders at the meeting to ask questions and make comments about Valor's operations and the performance of the Board and senior management. The Chairman may respond directly to questions or, at his discretion, may refer a question to another Director.

New Directors or Directors seeking re-election are given the opportunity to address the meeting and to answer questions from shareholders.

Recommendation 6.4 *– A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.*

Shareholders have the option of electing to receive all shareholder communications by e-mail. Valor provides a printed copy of the Annual Report to only those shareholders who have specifically elected to receive a printed copy. Other shareholders are advised that the Annual Report is available on Valor's website.

Valor's Share Register is managed and maintained by Automic Share Registry Services Pty Ltd. Shareholders can access their shareholding details or make enquiries about their current shareholding electronically by quoting their Shareholder Reference Number (SRN) or Holder Identification Number (HIN), via the Automic Share Registry Investor Online Login or by emailing hello@automic.com.au.

Principle 7: Recognise and manage risk

Recommendation 7.1 *– A board of a listed entity should:*

a) have a committee or committees to oversee risk, each of which:

1. has at least three members, all of whom are non-executive directors and a majority of whom are independent; and

2. is chaired by an independent director, who is not the chair of the board,

and disclose:

3. the charter of the committee;

4. the members of the committee; and

5. as at the end of each reporting period the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.

The Group does not have an Audit and Risk Management Committee. The role of the Audit and Risk Management Committee has been assumed by the full Board operating under the Audit and Risk Management Committee Charter adopted by the Board.

Details of the structure and Charter of the Audit and Risk Management Committee are set out in Recommendation 4.1.

Recommendation 7.2 *– The board or a committee of the board should:*

a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and

b) disclose, in relation to each reporting period, whether such a review has taken place.

Risk Management Policies

Valor has a number of other policies that directly or indirectly serve to reduce and/or manage risk. These include, but are not limited to:

- Corporate Code of Business Conduct
- Dealing in Company Securities
- Communications Strategy
- Disclosure Policy
- Risk Management and Internal Control Policy

Roles and responsibilities

The Risk Management Policy, and the other policies listed above, describes the roles and responsibilities for managing risk. This includes, as appropriate, details of responsibilities allocated to the Board.

The Board is responsible for reviewing and approving changes to the Risk Management Policy and for satisfying itself that Valor has a sound system of risk management and internal control that is operating effectively.

The Risk Management Framework is reviewed annually and was last reviewed September 2019

Recommendation 7.3 *– A listed entity should disclose:*

a) If it has an internal audit function, how the function is structured and what role it performs; or

b) If it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.

The Group does not have an established internal audit function given the size of its current operations. The risk management functions of the board are summarised under recommendations 7.1 and 7.2.

Recommendation 7.4 *– A listed entity should disclose whether it has any material exposure to economic and social sustainability risks and, if it does, how it manages or intends to manage those risks.*

The Board of Valor does not formally disclose whether the company has any material exposure to economic and social sustainability risks. The Board informally monitors and manages the Groups exposure to these risks and considers that the current approach that it has adopted with regard to the sustainability risk management process is appropriate to the size and nature of operations of the Group.

Principle 8: Remunerate fairly and responsibly

Recommendation 8.1 *– A board of a listed entity should:*

a) have a remuneration committee which:

1. has at least three members, all of whom are non-executive directors and a majority of whom are independent; and

2. is chaired by an independent director,

and disclose:

3. the charter of the committee;

4. the members of the committee; and

5. as at the end of each reporting period the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.

The Board is responsible for determining and reviewing compensation arrangements for executive directors. The Board has formally adopted a Remuneration Committee Charter however given the present size of the Group, has not formed a separate Committee. Instead the function will be undertaken by the full Board in accordance with the policies and procedures outlined in the Remuneration Committee Charter. At such time when the Group is of sufficient size a separate Remuneration Committee will be formed.

There is no scheme to provide retirement benefits, other than statutory superannuation, to non-executive Directors.

Recommendation 8.2 *– A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.*

Valor's remuneration structure distinguishes between non-executive Directors and others. A Remuneration Report required under Section 300A(1) of the Corporations Act is provided in the Directors' Report of the Annual Report.

Recommendation 8.3 *– A listed entity which has an equity-based remuneration scheme should:*

a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and

b) disclose that policy or a summary of it.

Valor does not have a policy on whether participants in equity based remuneration schemes are able to enter into transactions which limit the economic risk of participating in those schemes. However the terms of the scheme prohibits entering into such transactions.

ASX Additional Information

Additional information required by the Australian Stock Exchange Ltd and not shown elsewhere in this report is as follows. The information is current at 20 September 2019.

Distribution of Share Holders

	Ordinary Shares	
	Number of Holders	**Number of Shares**
1 - 1,000	134	26,426
1,001 - 5,000	61	182,839
5,001 - 10,000	30	231,592
10,001 - 100,000	228	12,980,758
100,001 - and over	769	1,879,770,643
TOTAL	**1,222**	**1,893,192,258**

There were 405 holders of ordinary shares holding less than a marketable parcel.

Top Twenty Ordinary Share Holders

Name	Number of shares held	%
SSR MINING INC	247,288,034	13.06%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	131,838,520	6.96%
BEEZ AND HONEY PTY LTD <THE HONEY POT A/C>	97,305,143	5.14%
CELTIC CAPITAL PTY LTD <THE CELTIC CAPITAL A/C>	92,050,000	4.86%
MS ZOLZAYA BYAMBAA	70,000,081	3.70%
RESORT STYLE LIVING PTY LTD <HERALD FAMILY A/C>	50,416,184	2.66%
STEVEN SEQUEIRA PTY LTD <STEVEN SEQUEIRA A/C>	50,416,183	2.66%
MR LAY ANN ONG	42,333,333	2.24%
BNP PARIBAS NOMINESS PTY LTD <IB AU NOMS RETAILCLIENT DRP>	33,331,815	1.76%
AGENS PTY LIMITED <THE MARK COLLINS FAMILY A/C>	26,666,667	1.41%
MR NICOLO FLOYD BONTEMPO & MRS PRISCILLA LEE BONTEMPO <THE BONTEMPO FAMILY SF A/C>	25,750,000	1.36%
CITICORP NOMINEES PTY LIMITED	19,598,647	1.04%
MS NICOLE GALLIN & MR KYLE HAYNES <GH SUPER FUND A/C>	17,546,198	0.93%
RANCHLAND HOLDINGS PTY LTD	15,000,000	0.79%
HAY STREET PROPERTY PTY LTD <HAY STREET PROPERTY A/C>	15,000,000	0.79%
BNP PARIBAS NOMS PTY LTD <DRP>	14,139,932	0.75%
AVONGLADE ENTERPRISES PTY LTD	12,675,000	0.67%
MR YI CAI	12,261,091	0.65%
MR RAUL ERNESTO LIMA OSORIO <VALOR A/C>	11,571,494	0.61%
MR LOUIS JOSEPH GERARD MILLIEN	11,000,000	0.58%
DR JOHN CORRAN CRAWFORD & MRS PAMELA MARY CRAWFORD <CRAWFORD SUPER FUND A/C>	11,000,000	0.58%
Total	**1,019,023,077**	**53.83%**

Distribution of Listed Option Holders

Options over ordinary shares exercisable at $0.045 on or before 4 December 2019

	Listed Options	
	Number of Holders	**Number of Options**
1 - 1,000	-	-
1,001 - 5,000	-	-
5,001 - 10,000	-	-
10,001 - 100,000	23	2,210,000
100,001 - and over	28	84,123,333
TOTAL	**51**	**86,333,333**

Top Twenty Listed Option Holders

Options over ordinary shares exercisable at $0.045 on or before 4 December 2019

Name	Number of Options held	%
AVONGLADE ENTERPRISES PTY LTD	28,000,000	32.43%
GOFFACAN PTY LTD	14,300,000	16.56%
CPS CAPITAL INVESTMENTS PTY LTD	7,746,000	8.97%
CELTIC CAPITAL PTY LTD <CELTIC CAPITAL NO 2 A/C>	6,150,000	7.12%
MRS LINDA LUCY HARRISON	5,748,332	6.66%
MR FINLAY ALASDAIR HARRISON	5,700,000	6.60%
GOFFACAN PTY LTD <KMM FAMILY A/C>	2,500,000	2.90%
MR LAY ANN ONG	2,000,000	2.32%
DVT CONSULTING PTY LIMITED	1,600,000	1.85%
FOSTER STOCKBROKING NOMINEES PTY LTD <NO 2 ACCOUNT>	1,333,333	1.54%
MR BRENT JOSEPH EVITT <EVITT FAMILY FUND A/C>	933,333	1.08%
LASTA NOMINEES PTY LTD	850,001	0.98%
ALLAMBI HOLDINGS PTY LTD	666,667	0.77%
SHAW AND PARTNERS LIMITED	666,666	0.77%
MR NICK POUTSELAS	600,000	0.70%
MR MARC RAYMOND SCHUBACH & MRS JANETTE MARIE SCHUBACH <JAN & MARC SCHUBACH S/F A/C>	590,000	0.68%
MR CON PANAGO	500,000	0.58%
ALOUISUS PTY LTD	500,000	0.58%
MR ARIEL EDWARD KING	391,667	0.45%
MR DANIEL GAYTON	300,000	0.35%
Total	**82,575,999**	**95.65%**

Distribution of Listed Option Holders

Options over ordinary shares exercisable at $0.015 on or before 31 December 2021

	Listed Options	
	Number of Holders	Number of Options
1 - 1,000	-	-
1,001 - 5,000	-	-
5,001 - 10,000	-	-
10,001 - 100,000	-	-
100,001 - and over	115	400,000,000
TOTAL	**115**	**400,000,000**

Top Twenty Listed Option Holders

Options over ordinary shares exercisable at $0.015 on or before 31 December 2021

Name	Number of Options held	%
AVONGLADE ENTERPRISES PTY LTD	35,000,000	8.75%
CELTIC CAPITAL PTY LTD <INCOME A/C>	32,315,500	8.08%
MR KOUSTUBH YAMI	26,879,635	6.72%
AUCTOR GROUP PTY LTD <AUCTOR GROUP SUPER A/C>	17,500,000	4.38%
GRANET SUPERANNUATION AND INVESTMENT SERVICES PL <GRANET SUPER FUND A/C>	10,400,000	2.60%
SUSET CAPITAL MANAGEMENT PTY LTD <SUNSET SUPERFUND A/C>	10,000,000	2.50%
MR STAN TADEUZ BRZEZOWAKI	10,000,000	2.50%
BEEZ & HONEY PTY LTD <THE HONEY POT A/C>	10,000,000	2.50%
RANCHLAND HOLDINGS PTY LTD	10,000,000	2.50%
JEKOR PTY LTD <JEKOR S/F A/C>	10,000,000	2.50%
CITICORP NOMINEES PTY LIMITED	9,006,489	2.25%
GOFFACAN PTY LTD <KMM FAMILY A/C>	7,613,398	1.90%
MR DAVID KENLEY	7,500,000	1.88%
CHAMPAGNE CAPITAL PTY LTD <OYSTER SUPER FUND A/C>	6,200,000	1.55%
GOFFACAN PTY LTD	6,000,000	1.50%
MR MARK FREDERICK HARRIS	6,000,000	1.50%
MS ZOLZAYA BYAMBAA	5,000,000	1.25%
SUNSHORE HOLDINGS PTY LTD	5,000,000	1.25%

Name	Number of Options held	%
KIWANDA GROUP LLC	5,000,000	1.25%
MR ANTONY STEVEN MOSER	5,000,000	1.25%
MR PATRICK MURPHY	5,000,000	1.25%
AGENS PTY LIMITED <THE MARK COLLINS FAMILY A/C>	5,000,000	1.25%
APICAL PARTNERS PTY LTD	5,000,000	1.25%
MR SHANE TIMOTHY BALL <THE BALL A/C>	5,000,000	1.25%
JL AND RA ROBERTS PTY LTD	5,000,000	1.25%
DORIC WEALTH PTY LTD <PIVOT TRADING A/C>	5,000,000	1.25%
Total	**264,415,022**	**66.11%**

Substantial Shareholders

The names of shareholders who have notified the Company in accordance with Section 671B of the *Corporations Act 2001* are:

Shareholder Name	No. of Ordinary Shares	Percentage %
SSR MINING INC	247,288,034	13.06%

On-Market Buy Back

There is no current on-market buy back.

Voting Rights

All ordinary shares carry one vote per share without restriction. Options and Performance Shares do not carry any voting rights. On a show of hands every person present who is a Member or representative of a Member shall have one vote and on a poll, every Member present in person or by proxy or by attorney or duly authorised representative shall have one vote for each share held. None of the options have any voting rights.

Tenement Table

Interests in mining tenements held are detailed in the table below:

Project	Tenement		Location	Status	Ownership
Berenguela Project	Berenguela	13-000001Y03	Peru	Granted	100%
	Berenguela 01-09	01-01116-09		Granted	
	Berenguela 02-09	01-01115-09		Granted	
	Berenguela 03-09	01-01341-09		Granted	
	Berenguela 04-09	01-01342-09		Granted	
	Berenguela 05-09	01-01344-09		Granted	
	Berenguela 06-09	01-01345-09		Granted	
	Berenguela 07-09	01-01340-09		Granted	
	Berenguela 08-09	01-01343-09		Granted	
	Berenguela 97	01-01289-97		Granted	
	Lagunilla 01-04	01-01350-04		Granted	
	Lagunilla 02-04	01-01351-04		Granted	
	Lagunilla 08-04	01-01512-04		Granted	
	Lagunilla 10-04	01-02710-04		Granted	
	Berenguela 01-18	01-00819-18		Granted	
Picha Project	Picha 2	01-03853-05	Peru	Granted	100%
	Picha 3	01-03854-05		Granted	
	Picha 7	01-00578-07		Granted	
	Leon 3	01-04638-08		Granted	

Note: 01-02710-04 AND 01-01115-09 overlap a pre-existing and current title known as Santa Lucia 14.
01-01341-09 overlaps a pre-existing and current title known as Lucia Josefina I.