PEARL GLOBAL LIMITED AND ITS SUBSIDIARIES

Annual Report 30 June 2019

ABN 90 118 710 508

Contents

Corporate Directory

Pearl Global Limited ABN 90 118 710 508

Directors

Mr Gary Foster
Executive Chairman

Mr Andrew Drennan
Managing Director

Mr Victor Turco
Non-Executive Director

Mr Michael Barrett
Non-Executive Director

Mr Brad Mytton
Non-Executive Director

Company Secretary

Mr Phillip MacLeod

Registered and Business Office
Unit 1, 16 Gympie Way
Willetton WA 6155
Telephone: 08 9431 9888

Share Registrar
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Perth, WA, Australia
Telephone: 1300 850 505 / +61 3 9415 4000

Auditors
Grant Thornton Audit Pty Ltd
Central Park
Level 43, 152-158 St. Georges Terrace
Perth WA 6000

Internet Address
www.pearlglobal.com.au

Stock Exchange Listing
Australian Securities Exchange
Home exchange: Perth, Western Australia
ASX Codes:
  Shares – PG1
  Listed options – PG1OB

Directors' Report

Operations Report

Highlights for 2019

- **Health and Safety record: no lost time injuries and Independent Health Risk Assessments completed**
- **Commissioning and ramp-up of first operational site with two units demonstrating Pearl's clean conversion technology. Processed ~150,000 passenger tyre equivalents (~1,135 tonnes) during commissioning phase to produce four saleable products: Fuel Oil, Steel, Carbon Char, and energy.**
- **Secured increased tyre processing revenue and greater security of supply with the acquisition of Australian Tyre Processors Pty Ltd.**
- **Successfully amended Environmental and Planning approvals for increased inventory of shredded tyre feed with associated plant productivity improvements**
- **Continued TSA Accreditation**
- **Secured endorsement and support from the Queensland Government with two grants totaling over $1 million to support Pearl's technology and solution to the problem of waste tyres**
- **Significantly strengthened financial position with a $5 million cornerstone investment from ROC Asset Management Pty Ltd**
- **Strengthened Board of Directors and Management team**
- **Secured Option over Keshi Technologies Pty Ltd - Thermal desorption Intellectual Property**

Pearl Global

Pearl Global Limited ('Pearl') (ASX:PG1) is a clean conversion technology company that applies unique, thermal desorption technology to convert end of life tyres into valuable secondary products being fuel oil, steel, carbon char and energy. Pearl holds Australia's first environmental approvals to operate and process rubber through its thermal treatment plant. During the period the Company moved from commissioning to its first operational phase and made its first commercial sales from its production facility located in Stapylton, Queensland.

Pearl's technology is a significant advancement on other methods of processing waste tyres. It has low emissions, no hazardous waste products, requires no chemical intervention and is the only process operational that meets the standard emissions criteria set by the Australian regulators for this type of technology.

Tyres are not naturally degradable, with tyre fires[1] and pollution[2] becoming major causes for concern. Governments are increasingly seeking solutions for dealing with the waste, and Pearl's technology provides a clean solution to this global problem.

Fig 1 - Production Plant in Staplyton, Queensland

[1] **Tyre fires a major hazard** [ABC News 28 June 2017 re Tyre Fire Rocklea]

[2] **A Global pollution problem** [Report on tyre recycling and California smog problem]

Directors' Report

Technology and commissioning findings

Pearl Global Limited ('Pearl') (ASX:PG1) has commissioned its first production plants in Stapylton, Queensland after receiving state government, environmental and council approvals for its unique process to convert waste tyres into valuable secondary products.

As part of the operating requirements of the technology, Pearl received planning approval from the Gold Coast City Council and has approval from Queensland's Department of Environment and Science to operate its thermal desorption process. Pearl's business is therefore certified to operate by Council and Environmental legislation.

Pearl's technology uses an applied heating process called thermal desorption to cleanly convert end of life tyres into products including hydrocarbon, high tensile steel and carbon char. These products can be sold commercially or further processed to create higher value-added products. The process can also potentially generate power for a range of other uses.

Commissioning findings

During the period, the Company began commissioning 2 thermal desorption units. The purpose of the commission was to determine optimum operating conditions that would fulfil the requirements of;

a) producing a safe working environment for operators
b) controlling feedstock size and tyre shred quality prior to the thermal process
c) maintaining quality outputs for commercial sale (quality can be controlled by dwell time in the TDU)
d) allowing for efficient back end materials handling of outputs post thermal treatment
e) maintaining a suitable maintenance schedule to optimise downtime, and
f) controlling requisite air emission requirements.

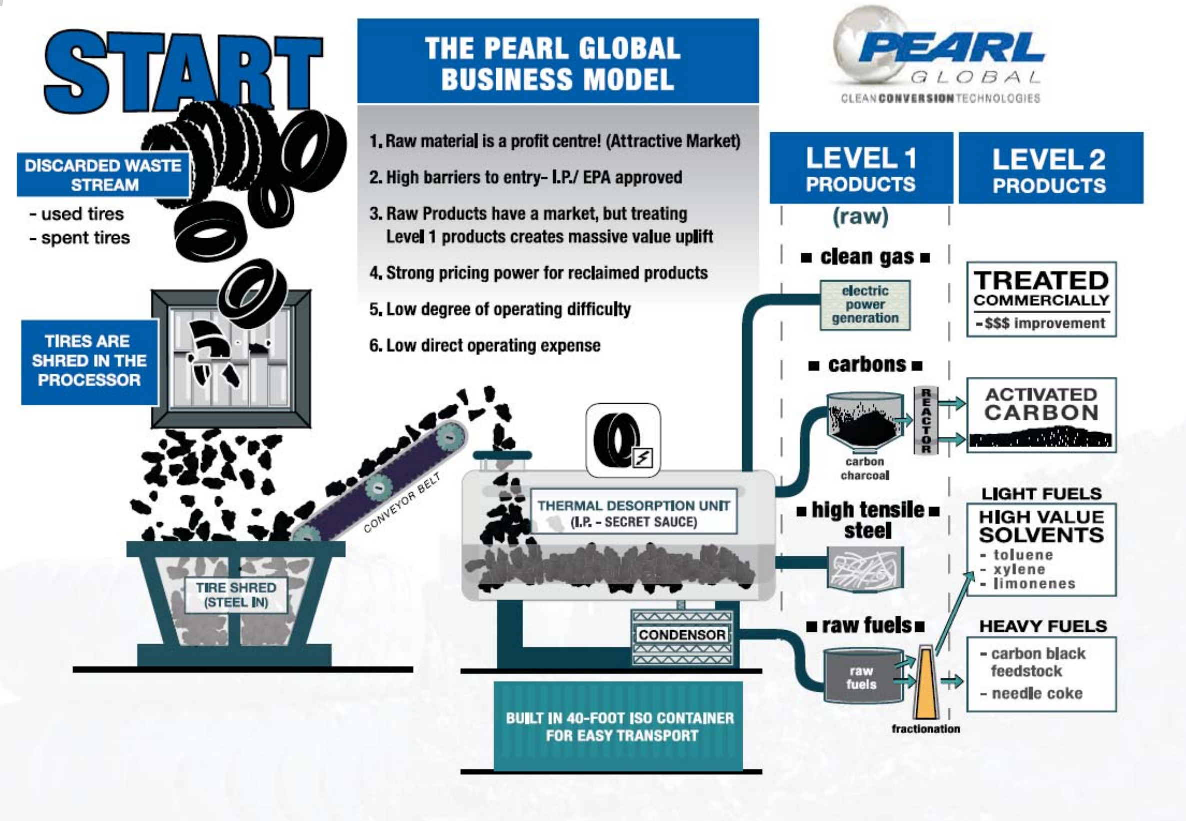
All items noted above influence throughput volume. In striking the best balance between these variables and throughput capacity the Company is currently prescribing optimal processing capacity at a rate of 3,000 tonnes per annum per TDU per annum, or 375,000 equivalent passenger tyre units.

Fig 3 - Part of the Thermal Desorption Unit

Directors’ Report

OPERATIONS

PEARL BUSINESS MODEL SCHEMATIC



During the year Pearl continued to commercialise its operations. A series of milestones were achieved which confirmed the capabilities and commercial benefits of the technology. Production was ramped up through the operations commissioning stage. A series of technical refinements and improvements to the thermal desorption units were achieved. The Company established favourable commercial markets for its products, including committed sales of fuel oil to a Malaysian refinery whom requested to acquire 100% of fuel production, sales of steel to the domestic market, and sales of carbon char in to the energy market.

Pearl realised its maiden revenues during the period, which came from multiple revenue streams, including the gate fee paid to Pearl to remove and receive used tyres; fuel and steel sales, in line with its developing business model. Whilst commissioning over the 12-month period, Pearl continued to independently monitor its air emissions. On all occasions, the Company was significantly below the allowable emission limits, which is key to the process and gives the Company a significant first to market advantage.

In May 2018, Pearl entered into a supply agreement with Australian Tyre Processors Pty Ltd (ATP), to take and recycle ATP’s supply of used tyres, which ATP shreds to Pearl’s required size. Pearl received a gate fee of $75 per tonne of shredded tyres. The agreement also provided Pearl the option to acquire ATP. Pearl exercised its Option in April 2019 and completed the acquisition in August 2019. The acquisition of ATP provided vertical integration ensuring greater control over Pearl’s supply chain. It also enables Pearl to realise increased gate fee revenues from the tyre collection and shredding business.

Directors' Report

Along with a $1.63 million private placement, in which Directors and management participated, Pearl secured a significant cornerstone investment from ROC Asset Management Pty Ltd. ROC acquired a 19.74% stake for $5 million. This key investment provides the working capital expected to be needed to further grow the business, expand operations, and secure broader markets. It also brings an experienced private equity group as a key investor and advisor.

Pearl announced in April 2019, that it had secured a Call Option Agreement between Pearl and all the shareholders in Keshi Technologies Pty Ltd. Keshi is the owner of the Intellectual Property (IP) of which Pearl currently holds the perpetual exclusive worldwide rights to use and exploit the IP, and which underpins Pearls operations. Under the Call Option Agreement, all Keshi shareholders have agreed to sell their shares in Keshi, in exchange for shares in Pearl under the terms announced on the 15th April 2019.

In June 2019, Pearl announced that ATP was awarded the first Queensland government grant from the Resource Recovery Infrastructure Development Program for $800,000. The grant money will be focussed on infrastructure to support the processing of larger earthmover and mining tyres as a way of diverting waste to landfill.

Acquisition of Australian Tyre Processors Pty Ltd

On 16 May 2018, Pearl announced it had entered into a Supply Agreement with Australian Tyre Processors Pty Ltd (ATP), for the supply of used tyres shredded to Pearl's required size and for which Pearl receives a minimum gate fee of $75 per tonne from ATP. ATP sources, collects and shreds used tyres from customers such as shire councils, mining services providers, freight and transportation service providers and tyre services providers. On 20th February 2019, Pearl announced it had exercised its option with final settlement targeted to take place post 30 June 2019. The purpose of this targeted acquisition was to secure feedstock for its process and increase gate fees revenues. The integration of ATP with Pearl has been completed.

On 21 June 2019, the Company announced that ATP had been successful in securing an $800,000 resource recovery grant from the Queensland Government. The grant money would be used to focus on acquiring and processing large earthmover and mining tyres, thereby avoiding landfill requirements. As this was the first grant to be issued by the Queensland Government, yesterday ATP hosted The Honourable Mr Cameron Dick, Minister for State Development, Manufacturing, Infrastructure and Planning.

Intellectual Property

At the General meeting held on the 7th June 2019, the Company received shareholder approval to enter into the Call Option Agreement with Keshi shareholders, as outlined in its announcement on the 15th April 2019. Pearl has notified Keshi shareholders of its acceptance of their Call Option offer, and now holds the irrevocable right to acquire 100% of Keshi Technologies (owner of the thermal desorption technology intellectual property) at a time suitable to the Company within 24 months from the meeting date.

Tyre Stewardship Australia accreditation

Pearl has continued to retain its Tyre Stewardship accreditation status. Pearl was the first Australian tyre recycling company of its type to have its process accredited by Tyre Stewardship Australia. Receiving a third party-independent accreditation demonstrates a formal endorsement of the Pearl process which provides multi-faceted benefits including creation of re-usable products, minimal environmental, health and safety impacts, and an alignment of Australia's national waste strategy principles of increasing recycling rates.

A strengthened Board

During the period, the Company welcomed Mr. Michael Barrett and Mr. Brad Mytton to its Board of Directors. Mr Barrett appointed on the 6th August 2018, is a Chartered Accountant with over 27 years of international experience in

Directors' Report

finance, strategy and corporate development, capital markets and risk management. Mr Barrett also has extensive experience working in the energy and resources industry.

More specifically, Mr Barrett was previously Chief Financial Officer for Rio Tinto's US energy business where he was instrumental in leading Rio Tinto's divestment and IPO as Cloud Peak Energy on the New York Stock Exchange. Returning to Perth in 2015, Mr Barrett spent two years as National Lead Partner for Deloitte's Risk Advisory Energy and Resources practice where he specialised in corporate governance, board advisory and risk management.

Mr Brad Mytton, appointed on the 12th June 2019. Brad is a Partner with Sydney-based Roc Partners, a specialist asset manager focussing on private equity investment in the Asia Pacific region. Prior to joining Roc Partners, Brad was a part of the direct investment business within Macquarie's Fixed Income Currencies & Commodities Group, investing in private companies in the retail, energy and clean technology sectors. Brad has also worked with Macquarie Capital providing investment banking advisory services to clients in the energy sector. Brad joined Macquarie in 2008 after receiving his MBA from Oxford University, United Kingdom and his Bachelor of Commerce with Honours from the University of Canterbury, New Zealand.

Corporate

Capital Raisings

On 12th June 2019, the Company announced it had completed a $5 million placement by ROC Asset Management Pty Ltd, issuing 39,370,078 fully paid Ordinary shares in the Company at $0.127 per Ordinary Share and 19,685,039 attaching unlisted Options exercisable at $0.23.

On 30th October 2018, Pearl announced that Capricorn Society Ltd increased its investment in Pearl through a private placement of $1.75 million for 7,608,695 Ordinary shares at a price of $0.23.

On 28th February 2019, the Company announced that it had completed the issue of 10,199,997 fully paid ordinary shares at a price of 15 cents per share with 5,100,007 free attaching unlisted options (Placement) to raise $1,530,000 to sophisticated and professional investors. The funds raised in the Placement were for the acquisition and integration of the Australian Tyre Processors business and additional infrastructure at the Stapylton site.

Directors' Report

The Directors present their report of Pearl Global Limited for the year ended 30 June 2019.

The consolidated entities referred to hereafter as 'Pearl', or 'the Company' consist of Pearl Global Limited and the entities controlled during and at the end of the period.

Principal Activities

Pearl Global Limited ('Pearl') (ASX:PG1) is a clean conversion technology company that applies unique, thermal desorption technology to convert end of life tyres into valuable secondary products being fuel oil, steel, carbon char and energy. Pearl holds Australia's first environmental approvals to operate and process rubber through its thermal treatment plant. During the period the Company moved from commissioning to its first operational phase and made its first commercial sales from its production facility located in Stapylton, Queensland.

Pearl's technology is a significant advancement on other methods of processing waste tyres. It has low emissions, no hazardous waste products, requires no chemical intervention and is the only process operational that meets the standard emissions criteria set by the Australian regulators for this type of technology.

Company Information

Pearl Global Limited is a company limited by shares, which is incorporated and domiciled in Australia.

Significant Changes in the State of Affairs

Australian Tyre Processors Pty Ltd

On 16 May 2018, Pearl announced it had entered into a Supply Agreement with Australian Tyre Processors Pty Ltd (ATP), for the supply of used tyres shredded to Pearl's required size and for which Pearl receives a minimum gate fee of $75 per tonne from ATP. ATP sources, collects and shreds used tyres from customers such as shire councils, mining services providers, freight and transportation service providers and tyre services providers.

The Supply Agreement also provided Pearl with the option to acquire ATP's business with the strategy of ensuring greater control over Pearl's supply chain and realising increased revenues from the tyre collection and shredding business. The combination of Pearl's unique technology to earn revenue from reclaiming value from waste tyres through its clean conversion thermal process and the ability to earn revenues from tyre collection has always been part of Pearl's larger strategy and business model.

On 20th February 2019, Pearl announced it had exercised its option with final settlement targeted to take place post 30 June 2019. The consideration paid for ATP was agreed as $300,000 at settlement date and 1.5 million Ordinary shares in Pearl Global Limited. Subject to satisfaction of certain conditions and milestones around consistency of supply, $150,000 would be paid on 1 October 2019 and $150,000 on 1 January 2020.

On 21 June 2019, the Company announced that ATP had been successful in securing an $800,000 resource recovery grant from the Queensland Government. The grant money would be used to focus on acquiring and processing large earthmover and mining tyres, thereby avoiding landfill requirements. As this was the **first grant** to be issued by the Queensland Government, yesterday ATP hosted The Honourable Mr Cameron Dick, Minister for State Development, Manufacturing, Infrastructure and Planning.

Placement Agreement with cornerstone investor ROC Asset Management

On 13 March 2019 Pearl announced it had entered into a conditional placement agreement with ROC Asset Management Pty Ltd for an initial investment of $5 million at $0.127 per share with one free attaching Option for every two Shares issued. On 15th April 2019 Pearl announced it had met all conditions precedent to the Placement, the key items being;

a) receiving shareholder approval for the entire transaction

b) Pearl securing the intellectual property rights through a Pearl Call Option, announced 13th March 2019

c) Pearl completing its acquisition of Australian Tyre Processors Pty Ltd

Directors' Report

d) Voluntary escrow arrangements for 24 months with associated entities of Gary Foster (Chairman) Andrew Drennan (Managing Director) and Bert Huys (Chief Technical Officer) for 90% of their holdings in Pearl.

On 11 June 2019, Pearl announced completion of the $5 million placement after ROC Asset Management Pty Ltd received their investment committee approval to proceed confirming satisfaction completion of technical, legal and financial due diligence on the Company.

Intellectual Property Secured in favour of the Company

At the General meeting held on the 7th June 2019, the Company received shareholder approval to enter into the Call Option Agreement with Keshi shareholders, as outlined in its announcement on the 15th April 2019. Pearl has notified Keshi shareholders of its acceptance of their Call Option offer, and now holds the irrevocable right to acquire 100% of Keshi Technologies (owner of the thermal desorption technology intellectual property) at a time suitable to the Company within 24 months from the meeting date.

Financial Result

The consolidated loss of the Company for the year ended 30 June 2019 amounted to $4,710,054 (2018: loss $4,720,259).

Dividends

No dividends have been paid or declared and no dividends have been recommended by the Directors.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Environmental Regulation and Performance

The Company's activities in Australia are subject to State and Federal laws, principally the Environmental Protection Act and associated regulations in each State of operation.

During the period, the Company has been successful in receiving and maintaining all regulatory approvals with Queensland Department of Environment & Heritage Protection (Environmental Protection Act 1994) and Gold Coast City Council planning. As a result, the Company can operate and execute its business plan under that jurisdiction.

The Company has a policy of complying with its environmental performance obligations, and during the reporting period, there have been no significant known breaches of statutory conditions or obligations.

Future Developments, Prospects and Business Strategies

Pearl will continue to apply its unique, technology to cleanly convert end-of-life tyres (ELT) while seeking to drive increased revenues from its various developing income streams.

Pearl's initial Australian expansion strategy focuses in Queensland locations identified based on proximity to end-of-life tyres and where tyre collection depots typically reside. The company will focus on increasing revenues by negotiating income from feedstock (gate fees for waste) and adding plants on one site to provide economies of scale while seeking to demonstrate the capacity and profitability potential of discrete site at Stapylton.

Directors

The following persons were Directors of Pearl Global Limited during the financial year:

Gary Foster	Executive Chairman
Andrew Drennan	Managing Director
Victor Turco	Non-Executive Director
Michael Barrett	Non-Executive Director (appointed 6 August 2018)
Brad Mytton	Non-Executive Director (appointed 12 June 2019)

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

Directors' Report

Information on Current Directors

Mr Gary Foster – Executive Chairman

Mr Foster is the Non-Executive Chairman and original co-founder of Transaction Solutions International Limited (TSN), a company which provides bank infrastructure and complementary information technology services to international banks (and the financial sector in general) and which has operations in Australia and India. As Founding Director of TSN, Gary is responsible for the strategic direction and international expansion of that company. Gary was formerly Chief Executive Officer and Director of both ATM Systems Pty Ltd, an independent provider of electronic payments and banking systems to the SME sector which was acquired by Pulse International and Travelex in 2006, and B.W.K. LLC (Germany), a commodities trading company involved in the specialisation and delivery of a diversified range of agricultural products. Gary holds a Graduate Certificate of Management and a Certificate III in Agriculture and is a member of the Australian Institute of Company Directors.

During the three-year period to the end of the financial year, Mr Foster has been a Director of:

- Transaction Solutions International Limited – appointed 25 February 2010

Mr Andrew Drennan – Managing Director

Mr Drennan is currently Managing Director of Pearl and is chiefly responsible for the development of the TRR Project and Pearl's environmental management and business strategies. Andrew's role with Pearl also encompasses the co-ordination of environmental approvals, responsibility for the scoping and co-ordination of scientific studies and programs and the planning and oversight of the design, construction and commissioning of the TRR Project. Andrew is also a current director of Keshi. Andrew holds a Bachelor of Science in Environmental Science from Murdoch University, Perth and has 15 years' experience in the environmental management industry. Andrew was previously employed as an Environmental Officer / Inspector with the Western Australian Department of Industry and Resources and as an Environmental Team Leader at BHP Billiton Iron Ore.

Mr Drennan has not held directorship positions in other Australian listed companies in the past three-year period.

Mr Victor Turco – Non-executive Director

Mr Turco is a Certified Practicing Accountant and the principal and public practice license holder of Turco & Co Pty Ltd. Mr Turco holds a Bachelor of Business from the Western Australian Institute of Technology (Curtin University), is a registered tax agent and registered auditor of self-managed superannuation funds and is also a member of both the Australian Society of CPA's and the National Tax and Accountant's Association. Mr Turco has been involved in public accounting arena for 36 years and has a wealth of experience both in Australia and overseas in the accounting, taxation, finance, corporate and property fields

During the three-year period to the end of the financial year, Mr Turco has been a Director of:

- Surefire Resources NL – appointed 21 June 2018; resigned 29 November 2018

Mr Michael Barrett – Non-executive Director

Mr Barrett is a Chartered Accountant with over 27 years of international experience in finance, strategy and corporate development, capital markets and risk management. Mr Barrett also has extensive experience working in the energy and resources industry.

Mr Barrett has not held directorship positions in other Australian listed companies in the past three-year period.

Mr Brad Mytton – Non-executive Director

Mr Mytton is a Partner with Sydney-based Roc Partners, a specialist asset manager focussing on private equity investment in the Asia Pacific region. Prior to joining Roc Partners, Mr Mytton was a part of the direct investment business within Macquarie's Fixed Income Currencies & Commodities Group, investing in private companies in the retail, energy and clean technology sectors. Mr Mytton has also worked with Macquarie Capital providing investment banking advisory services to clients in the energy sector. Mr Mytton holds a MBA from Oxford University, United Kingdom and a Bachelor of Commerce with Honours from the University of Canterbury, New Zealand.

Mr Mytton has not held directorship positions in other Australian listed companies in the past three-year period.

Directors' Report

Company Secretary Information

Mr Phillip MacLeod

Mr MacLeod has more than 25 years of commercial experience and has held the position of company secretary with listed public companies since 1995. He has provided corporate, management and accounting advice to several Australian and international public and private companies involved in the resource, technology, property and healthcare industries.

Indemnification of Directors and Officers

Throughout the reporting period the Company has maintained Directors' and Officer's insurance to cover losses which Directors and Officers may become legally obligated to pay. The Company's insurers have prohibited disclosure of the amount of the premium payable and the level of indemnification under insurance contract.

In accordance with the Constitution, except as may be prohibited by the *Corporations Act 2001* every Officer of the Company shall be indemnified out of the property of the Company against any liability incurred by him in his capacity as Officer or agent of the Company or any related corporation in respect of any act or omission whatsoever and howsoever occurring or in defending any proceedings, whether civil or criminal.

Meetings of Directors

During the period, eight (8) meetings of Directors were held. Attendances were as follows:

Director	Number of meetings held while a director	Number of meetings attended while a director
Gary Foster	8	8
Andrew Drennan	8	8
Victor Turco	8	6
Michael Barrett	8	8
Brad Mytton	0	0

The Company does not have any committees. Matters usually considered by an audit, remuneration or nomination committee were dealt with by the directors during regular Board meetings.

Directors' Interests

Unissued Shares Under Option

There are no unissued shares of the Company under option at the date of this report

Shares issued during or since the end of the year as a result of exercise

There are no shares issued to the directors of the Company as a result of exercise of options at the date of the report.

Remuneration Report (Audited)

The Directors of Pearl Global Limited present the Remuneration Report for Non-Executive Directors, Executive Directors and other Key Management Personnel, prepared in accordance with the *Corporations Act 2001* and the *Corporations Regulations 2001*.

The Remuneration Report is set out under the following main headings:

a. Principles used to determine the nature and amount of remuneration
b. Details of remuneration
c. Service agreements
d. Share-based remuneration; and
e. Other information

Directors' Report

A. Principles used to determine the nature and amount of remuneration

The goals of the Company's remuneration policy are to:

- ensure that reward for performance is competitive and that employees are committed and motivated;
- align executive compensation with achievement of strategic objectives and the creation of value for shareholders; and
- comply with relevant legislation and general market remuneration practices.

The Company did not use remuneration consultants during the period as the Company remained in a development phase and the Board did not consider that there were any changes in either internal or external conditions that warranted adjustments to remuneration.

Executive Directors

The Company's remuneration policy for its executives is to provide a fixed remuneration component, consisting of base salaries plus employer contributions to superannuation, and a performance-based component (short term, medium term and long-term incentive plan). The Board believes that the company's remuneration policy is appropriate given the considerations cited and is appropriate in aligning executives' objectives with shareholders and business objectives.

Non-Executive Directors

Non-Executive Directors are entitled to receive a Base Fee. Remuneration for Non-Executive Directors is benchmarked against a comparable pool of companies and reviewed on an annual basis. Remuneration is determined by the Board and takes into consideration the need to obtain suitably qualified independent Directors.

Remuneration of Non-Executive Directors is approved by the Board and set in aggregate with the maximum amount approved by the shareholders.

Key Management Personnel

The Key Management Personnel of the Company include the Executive and Non-Executive Directors.

The Key Management Personnel of the Company during the period are:

- Gary Foster, Executive Chairman
- Andrew Drennan, Managing Director
- Victor Turco, Non-Executive Director
- Michael Barrett, Non-Executive Director
- Brad Mytton, Non-Executive Director
- Bert Huys, Chief Technology Officer

Voting and comments made at the Company's last Annual General Meeting

The Company received 99.0% of votes cast as 'yes' votes on its Remuneration Report for the financial year ending 30 June 2018. The Company received no specific feedback on its Remuneration Report at the Annual General Meeting.

Consequences of performance on shareholder wealth

In considering the Company's performance and benefits for shareholder wealth, the Board have regard to the following indices in respect of the current financial year and the previous four (4) financial years:

Item	2019	2018	2017	2016	2015
EPS (cents)	(3.11)	(5.02)	(10.66)	3.91	(2.06)
Dividends (cents)	-	N/A	N/A	N/A	N/A
Net (loss) ($)	(4,710,054)	(4,720,259)	(6,354,478)	2,397,548	(1,056,201)
Share price (at 30 June)	$0.135	$0.20	N/A*	N/A*	N/A*

* The comparative information contained within this table is that of Pearl Global Management Pty Ltd ("PGM"), the company achieved ASX listing on 16 February 2018.

Directors' Report

B. Details of Remuneration

2019	Short Term Employee Benefits (Cash Salary, Fees and Bonuses)	Post-Employment Benefits (Superannuation)	Termination Benefits	Share Based Payment[3]	Total	Performance based on % of remuneration
Gary Foster	293,882	16,519	-	-	310,401	0%
Andrew Drennan	293,882	16,519	-	-	310,401	0%
Victor Turco	36,000	-	-	1,136	37,136	0%
Michael Barrett[1]	43,250	-	-	1,136	44,386	0%
Brad Mytton[2]	-	-	-	-	-	0%
Bert Huys	239,980	22,798	-	-	262,778	0%
Total	906,994	55,836	-	2,272	965,102	-

[1] Appointed 6 August 2018.
[2] Appointed 12 June 2019.
[3] Options issued as remuneration on 12 June 2019, exercise price is $0.191 and expiry 13 June 2022. There are no vesting conditions in relation to these options. The fair value of these options, assessed using the Black-Scholes option pricing model, is $118,542. The total amount expensed in the reporting period relating to the period of service is $2,273.

2018	Short Term Employee Benefits (Cash Salary, Fees and Bonuses)	Post-Employment Benefits (Superannuation)	Termination Benefits	Share Based Payment	Total	Performance based on % of remuneration
Gary Foster[1]	246,907	5,406	-	-	252,313	0%
Andrew Drennan[1]	246,907	5,406			252,313	0%
Victor Turco	36,000	1,995	-	100,000	137,995	0%
Bert Huys[2]	-	-	-	-	-	0%
Total	529,814	12,807	-	100,000	642,621	-

[1] Appointed 24 January 2018
[2] Resigned 24 January 2018

C. Details of Employment Agreements

Remuneration and other terms of employment for the Executive Directors and other Key Management Personnel are formalised in service agreements. The major provisions of the agreements relation to remuneration are specified below.

Name	Base Salary $	Term of agreement	Notice period
Gary Foster	$300,000	Five years	Six months
Andrew Drennan	$300,000	Five years	Six months
Bert Huys	$240,000	Not specified	One month

Non-Executive and Executive Director tenure is subject to rotation and shareholder re-appointment.

The Company Secretary is a consultant engaged by the Company. No termination benefits exist, other than the contractually-agreed notice period specified in the relevant consultancy agreement.

D. Share-based remuneration

The following table details the options over ordinary shares in the Company that were granted during the period.

Name	Granted	Grant Date	Value per Option at Grant ($)	Value at Grant Date ($)	Vesting & first exercise date	Last exercise date
Victor Turco	1,000,000	13 June 2019	0.059	59,271	13 June 2019	13 June 2022
Michael Barrett	1,000,000	13 June 2019	0.059	59,271	13 June 2019	13 June 2022

The options were provided at no cost to the recipients. All options expire on their expiry date.

All options refer to options over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreements.

There are no vesting conditions attached to options issued as remuneration.

E. Other information

Equity Instrument Disclosures Relating to Key Management Personnel

Aggregate numbers of shares of the Company held directly, indirectly or beneficially by Key Management Personnel of the Company during the financial year are set out below:

Ordinary Shares

Name	Held at 1 July 2018	Issued	Granted as remuneration	Other changes[2]	Sold	Held at the date of this report
Gary Foster[1]	19,004,179	666,666	-	20,000	-	19,690,845
Andrew Drennan	13,871,183	-	-	-	-	13,871,183
Victor Turco	952,611	-	-	-	-	952,611
Michael Barrett[3]	-	-	-	30,000	-	30,000
Brad Mytton[4]	-	-	-	-	-	-
Bert Huys[5]	100,000	966,667	-	-	-	1,066,667
Total	33,927,973	1,633,333	-	50,000	-	35,611,306

Listed Options

Name	Held at 1 July 2018	Issued	Granted as remuneration	Other changes	Sold	Held at the date of this report
Gary Foster	215,257	-	-	-	-	215,257
Andrew Drennan	157,116	-	-	-	-	157,116
Victor Turco	39,107	-	-	-	-	39,107
Michael Barrett[3]	-	-	-	-	-	-
Brad Mytton[4]	-	-	-	-	-	-
Bert Huys	966,667	-	-	(966,667)	-	-
Total	1,378,417	-	-	(966,667)	-	411,480

Listed options' exercise price is $0.30 and are expiring on 24 January 2021. There are no other vesting conditions in relation to these options.

Unlisted Options

Name	Held at 1 July 2018	Issued	Granted as remuneration	Other changes	Sold	Held at the date of this report
Gary Foster	-	333,333[6]	-	-	-	333,333
Andrew Drennan	-	-	-	-	-	-
Victor Turco	-	-	1,000,000[7]	-	-	1,000,000
Michael Barrett[3]	-	-	1,000,000[7]	-	-	1,000,000
Brad Mytton[4]	-	-	-	-	-	-
Bert Huys	-	-	-	-	-	-
Total	-	333,333	2,000,000	-	-	2,333,333

[1] Shares issued at $0.15 in settlement of a loan of $100,000, pursuant to the terms of the Private Placement of 27 February 2019.
[2] Shares purchased on market.
[3] Appointed 6 August 2018.
[4] Appointed 12 June 2019.
[5] Shares issued on exercise of listed options.

[6] Options issued free attaching to shares issued pursuant to the terms of the Private Placement of 27 February 2019, exercise price is $0.23 expiry on 27 February 2020.
[7] Options issued as remuneration, exercise price is $0.191 and expiry 13 June 2022. There are no vesting conditions in relation to these options. The fair value of these options, assessed using the Black-Scholes option pricing model, is $118,542.

Transactions with other Related Parties

Directors and officers or their personally-related entities, hold positions in other entities that result in them having control or significant influence over the financial and operating policies of those entities.

Details of those transactions at the end of the year are as follows:

			Transactions		Balances	
Entity	Note	Nature of transactions	Full year 30-Jun-19 $	Full year 30-Jun-18 $	Full year 30-Jun-19 $	Full year 30-Jun-18 $
Turco & Co Pty Ltd	(i)	Administration and financial services costs	117,050	122,100	-	-
Transaction Solutions International Ltd	(ii)	Sublease of office premises	(12,000)	-	-	-
Keshi Technologies Pty Ltd	(iii)	Research and development costs	175,000	335,988	75,000	-
Keshi Technologies Pty Ltd	(iii)	Purchase of TDU	-	1,250,000	-	-

(i) Turco & Co Pty Ltd is a company associated with Mr Victor Turco with Turco & Co providing corporate advisory, company secretarial, CFO, financial management and associated services.

(ii) Transaction Solutions International Ltd is a company associated with Mr Gary Foster.

(iii) Keshi Technologies Pty Ltd is the company that owns the intellectual property underpinning Pearl's business operations in which Gary Foster and Andrew Drennan hold directorships. Transactions with Keshi during the year comprise research and development costs which Pearl continues to undertake with Keshi relating to the project and technology.

This is the end of the Audited Remuneration Report

Directors' Report

Matters Subsequent to the End of the Financial Year

Between the end of the financial period and the date of this report the following material events have occurred:

The acquisition of Australian Tyre Processors Pty Ltd (ATP) was completed on 15 August 2019. At completion, consideration paid for ATP was $300,000 cash at settlement date and 1.5 million Ordinary shares in Pearl Global Limited. Subject to satisfaction of certain conditions and milestones around consistency of supply, $150,000 may be paid on 1 October 2019 and $150,000 on 1 January 2020.

Corporate Governance Statement

In recognising the need for the highest standards of corporate behaviour and accountability, the Board supports and adhere to the principals of corporate governance and has adopted a set of policies for managing this governance.

The Company's Corporate Governance Statement for the year ending 30 June 2019 is available on the Company's website www.pearlglobal.com.au.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001, for the financial year ended 30 June 2019 has been received and be found on page 16.

This report is signed in accordance with a resolution of the Directors.

Gary Foster

Executive Chairman

30 September 2019, at Perth, Western Australia

Central Park, Level 43
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Perth WA 6000

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Auditor's Independence Declaration

To the Directors of Pearl Global Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Pearl Global Limited for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been:

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

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

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

L A Stella
Partner – Audit & Assurance

Perth, 30 September 2019

PEARL GLOBAL
CLEAN CONVERSION TECHNOLOGIES

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2019

	Note	CONSOLIDATED 2019	CONSOLIDATED 2018 (Restated)
		$	$
Revenue	4	173,226	2,000
Other income	5	694,612	1,276,401
Operating Expenses	6	(1,748,546)	(933,915)
Depreciation	13	(377,037)	(157,308)
Amortisation of intangibles	16	(206,250)	(206,250)
Employee benefit expense		(1,079,225)	(614,821)
Finance costs	7	(10,709)	(11,871)
Other expenses	6	(2,037,594)	(1,950,926)
Cost of listing		-	(884,511)
Share-based payment	9	-	(680,113)
Operating loss before tax		**(4,591,523)**	**(4,161,314)**
Income tax expense	8	(118,531)	(558,945)
Total comprehensive loss		**(4,710,054)**	**(4,720,259)**
Earnings per share			
Basic & diluted loss per share (cents per share)	10	(3.11)	(5.02)

The above 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	CONSOLIDATED 2019	CONSOLIDATED 2018 (Restated)
		$	$
ASSETS			
Current Assets			
Cash and cash equivalents	11	5,410,200	2,727,435
Trade and other receivables	12	592,745	981,555
Other current assets		97,680	85,000
Total current assets		6,100,625	3,793,990
Non-Current Assets			
Trade and other receivables	13	142,862	-
Property, plant & equipment	14	2,074,740	2,425,316
Development assets	15	2,095,642	1,205,570
Other intangible assets	16	893,750	1,100,000
Total non-current assets		5,206,994	4,730,886
Total assets		11,307,619	8,524,876
LIABILITIES			
Current Liabilities			
Trade and other payables	17	433,102	340,312
Provisions	18	140,615	8,771
Total current liabilities		573,717	349,083
Non-Current Liabilities			
Deferred tax	19	1,146,855	1,028,325
Total non-current liabilities		1,146,855	1,028,325
Total liabilities		1,720,572	1,377,408
Net assets		**9,587,047**	**7,147,468**
EQUITY			
Issued Capital	20	19,303,854	12,156,494
Options reserve	20	4,609,986	4,607,713
Accumulated losses	21	(14,326,793)	(9,616,739)
Total equity		**9,587,047**	**7,147,468**

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

Consolidated Statement of Changes in Equity

For the year ended 30 June 2019

CONSOLIDATED EQUITY 30 JUNE 2019	Issued capital	Other equity component	Option reserve	Accumulated losses	Total equity
	$	$	$	$	$
At 1 July 2018 (Restated)	10,406,494	1,750,000	4,607,713	(9,616,739)	7,147,468
Loss for the year				(4,710,054)	(4,710,054)
Total comprehensive loss for the year				**(4,710,054)**	**(4,710,054)**
Shares issued during the period	9,066,000	(1,750,000)			7,316,000
Share issue costs	(168,640)				(168,640)
Issue of options			2,273		2,273
At 30 June 2019	19,303,854	-	4,609,986	(14,326,793)	9,587,047

CONSOLIDATED EQUITY 30 JUNE 2018 (Restated)	Note	Issued capital	Other equity component	Option reserve	Accumulated losses	Total equity
		$	$	$	$	$
At 1 July 2017		3,964,577	-	-	(4,896,480)	(931,903)
Loss for the year		-	-	-	(4,040,146)	(4,040,146)
Total comprehensive loss for the year		-	-	-	(4,040,146)	(4,040,146)
Shares issued during the period		8,845,927	1,750,000	-	-	10,595,927
Share issue costs		(330,000)	-	-	-	(330,000)
Issue of options		-	-	3,600	-	3,600
Share based payment as a result of the reverse acquisition		1,849,990	-	-	-	1,849,990
Prior period restatement	9	(3,924,000)		4,604,113	(680,113)	-
At 30 June 2018		10,406,494	1,750,000	4,607,713	(9,616,739)	7,147,468

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

(formerly Citation Resources Ltd)

Consolidated Statement of Cash Flows

For the year ended 30 June 2019

	Note	CONSOLIDATED 2019	CONSOLIDATED 2018
		$	$
Cash flows from operating activities			
Receipts from customers		261,878	-
Payments to suppliers and employees		(4,527,744)	(4,025,164)
Research and development grant received		722,531	542,733
Interest received		5,980	12,176
Net cash outflow from operating activities	22	(3,537,355)	(3,470,255)
Cash flows from investing activities			
Purchase of property, plant & equipment		(26,461)	(1,861,026)
Payments for development asset		(890,073)	(196,628)
Cash acquired for acquiring Pearl		-	213,185
Net cash outflow from investing activities		(916,534)	(1,844,469)
Cash flows from financing activities			
Proceeds from issue of shares		7,135,500	6,750,000
Proceeds from issue of options/exercise of options		-	4,527
Share / options issue costs		(88,140)	(363,000)
Proceeds from issue of convertible notes		-	750,000
Proceeds from borrowings		256,937	263,000
Repayment of borrowings		(156,937)	(472,136)
Borrowing costs		(10,709)	(11,871)
Net cash inflows from financing activities		7,136,651	6,920,520
Net increase /(decrease) in cash and cash equivalents		2,682,762	1,605,796
Cash and cash equivalents at the beginning of the financial year		2,727,438	1,121,639
Cash and cash equivalents at the end of the financial year	11	5,410,200	2,727,438

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

Notes to the Financial Statements

Notes to the Financial Statements

1. Corporate Information

The financial statements of Pearl Global Limited for the year ended 30 June 2019 were authorised for issue in accordance with a resolution of Directors on 30 September 2019 and covers the consolidated entity consisting of Pearl Global Limited and its subsidiaries (the Company) as required by the *Corporations Act 2001*.

Pearl Global Limited is a company limited by shares incorporated in Australia.

Nature of operations

Pearl Global Limited ("Pearl") (ASX:PG1) is a revolutionary tyre processing company that applies unique, next-generation thermal desorption technology to cleanly convert tyres into valuable secondary products. Pearl has Australia's first and only environmental approvals for the thermal treatment of rubber and is in the process of commissioning its first commercial-scale production plant in Stapylton, Queensland.

Pearl's technology is a significant advancement on other methods of processing waste tyres. It has low emissions, no hazardous by-products, requires no chemical intervention and is the only process that meets the standard emission criteria set by the Australian regulator for this type of technology. Tyres are not naturally degradable, with tyre fires and pollution becoming major causes for concern, Government bodies are increasingly seeking solutions for dealing with waste tyres, and Pearl's technology provides a clean solution to this global problem.

2. Summary of Significant Accounting Policies

To assist in the understanding of the financial statements, the following summary explains the material accounting policies that have been adopted in the preparation of the financial statements.

(a) Basis of Preparation

The financial statements are general purpose financial statements prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Interpretations and the *Corporations Act 2001*. The financial statements have been prepared on an accruals basis and are based on historical costs and do not take into account changing money values or, except where stated, current valuations of non-current assets. The Company is a for-profit entity for the purposes of preparing financial statements. Cost is based on the fair values of the consideration given in exchange for assets.

(b) Statement of Compliance

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

(c) Principles of Consolidation

The Company financial statements consolidate those of the Parent Company (Pearl Global Limited) and all its subsidiaries as of 30 June 2019. The Parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and can affect those returns through its power over the subsidiary. All subsidiaries have a reporting date of 30 June.

All transactions and balances between Company companies are eliminated on consolidation, including unrealised gains and losses on transactions between Company companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective.

Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Company.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Company. The Company attributes total comprehensive income or loss of

Notes to the Financial Statements

subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.

Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

(i) Functional and presentation currency

The financial statements are prepared in Australian Dollars which is the functional and presentation currency of the Company.

(d) Going Concern

The Directors have prepared the financial statements on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the normal course of business.

The Company has incurred a net loss after tax for the year ended 30 June 2019 of $4,710,054 (2018: $4,720,259). As at the 30 June 2019, the Company reported an operating cash outflows of $3,537,355 (2018 operating cash outflow of $3,470,255). As at 30 June 2019, the Company reported a net working capital of $5,526,908.

The Company is increasing sales of its hydrocarbon product and is continuing to advance discussions for the sale of its steel and char products. The Company is also planning to ramp up production at its Staplyton site to 24-hour continuous operation. Aligned with the Company's growth planning, these steps should enable the Company to access capital either by way of debt financing and/or capital raising if required to further support its ongoing operations and strategies. If the Company is unable to continue as a going concern, it may be required to realise its assets and or settle its liabilities other than in the ordinary course of business and at amounts different from those stated in the financial report.

The financial statements do not include adjustments relating to the recoverability and classification of recorded asset amounts, nor to the amounts and classification of liabilities that might be necessary should the company and the consolidated entity not continue as going concerns.

(e) Property, Plant and Equipment

Plant and equipment is stated at cost less accumulated depreciation and any impairment in value.

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 Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit or loss statement during the reporting period in which they are incurred.

Depreciation is calculated on a reducing balance basis over the estimated useful life of the assets which are estimated to vary between 4 and 10 years.

(f) Income Tax

The income tax expense for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for all temporary differences, between carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases, at the tax rates expected to apply when the assets are recovered or liabilities settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction. Exceptions are made for certain temporary differences arising on initial recognition of an asset or a liability if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit.

Deferred tax assets are only recognised for deductible temporary differences and unused tax losses if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Notes to the Financial Statements

Deferred tax assets and liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, associates and interests in joint ventures where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Current and deferred tax balances relating to amounts recognised directly in other comprehensive income and equity are also recognised directly in other comprehensive income and equity respectively.

(g) Goods and Service Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

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

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

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(h) Research and Development

An intangible asset arising from development is capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources; and intent to complete the development and its costs can be measured reliably. Capitalised development costs are amortised over the period of their expected life. Development assets are subject to annual impairment testing.

Research and Development rebates receivable are reported in the Consolidated Statement of Profit or Loss and Other Comprehensive Income as Other Income.

(i) Fair Value Estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement for disclosure purposes.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash follows at the current market interest rate that is available to the consolidated entity for similar financial instruments.

(j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, cash in bank accounts, money market investments readily convertible to cash within two working days, and bank bills but net of outstanding bank overdrafts.

(k) Employee Entitlements

Short-term employee benefits are current liabilities included in employee benefits, measured at the undiscounted amount that the Company expects to pay as a result of the unused entitlement. Annual leave liability is still presented as current liability for presentation purposes under AASB 101 Presentation of Financial Statements.

Notes to the Financial Statements

(l) Financial instruments

(i) *Recognition*, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

(ii) Classification and subsequent measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, all of the Company's financial assets are classified into the category upon initial recognition of amortised cost.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Classifications are determined by both:

- The entities business model for managing the financial asset
- The contractual cash flow characteristics of the financial assets

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables, which is presented within other expenses.

(iii) Subsequent measurement financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments as well as government bonds that were previously classified as held-to-maturity under AASB 139.

(iv) Impairment of Financial assets

AASB 9's impairment requirements use more forward looking information to recognize expected credit losses – the 'expected credit losses (ECL) model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(m) Earnings Per Share

(i) Basic earnings per share

Basic earnings per share is determined by dividing the operating loss attributable to owners of the Company after income tax by the weighted average number of ordinary shares outstanding during the financial period.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in determination of basic earnings per share by taking into account amounts unpaid on ordinary shares and any reduction in earnings per share that will arise from the exercise of options outstanding during the period.

(n) Revenue

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

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

Revenue from the sale of tyre-derived products is recognised when the consolidated entity has transferred to the buyer the significant risks and rewards of ownership and the amounts can be measured reliably. In the case of all tyre-derived products, this usually occurs at the time of loading on board transport to the final destination.

Contract liabilities for consideration received in respect of unsatisfied performance obligations are not a feature of contracts for sale of tyre-derived products. If a performance obligation is satisfied before consideration is received, the Company recognises a receivable in its statement of financial position.

(o) Provisions

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

(p) Foreign Currency Translations and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in profit or loss.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity; otherwise the exchange difference is recognised in profit or loss.

(q) Trade and Other Receivables

The Company makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance at the amount equal to the expected lifetime credit losses. The Company has a small number of receivables of proportionally large value and manages expected credit loss on an individual account basis.

(r) Trade and Other Payables

Trade payables and other payables are carried at cost and represent liabilities for goods and services provided to the Company prior to the end of the reporting period that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and usually paid within 30 days of the end of the month of recognition.

(s) Contributed Equity

Share capital represents the fair value of shares that have been issued. Any transaction costs associated with the issuing of shares are deducted from share capital, net of any related income tax benefits.

Other components of equity include the following:

- options reserve: comprises the fair value of options issued.

Retained earnings include all current and prior period retained profits.

All transactions with owners of the parent are recorded separately within equity.

(t) Share Based Payments

The fair value of options granted is recognised as an expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted, which includes any market performance conditions and the impact of any non-vesting conditions but excludes the impact of any service and non-market performance vesting conditions.

(u) New standards adopted as at 1 July 2018

AASB 15 Revenue from Contracts with Customers

AASB 15 replaces AASB 118 Revenue, AASB 111 Construction Contracts and several revenue-related Interpretations. The new Standard has been applied as at 1 July 2018 using the modified retrospective approach. Under this method, the cumulative effect of initial application is recognised as an adjustment to the opening balance of retained earnings at 1 July 2018 and comparatives are not restated.

The adoption of this standard has had no impact on the current or previous reporting period and as such there have been no adjustments to the opening balance of retained earnings.

AASB 9 *Financial Instruments*

AASB 9 Financial Instruments replaces AASB 139 Financial Instruments: Recognition and Measurement requirements. It makes major changes to the previous guidance on the classification and measurement of financial assets and introduces an ‘expected credit loss’ model for impairment of financial assets.

The adoption of this standard has had no impact on the current or previous reporting period and as such there have been no adjustments to the opening balance of retained earnings.

Changes in accounting policy and disclosure

Notes to the Financial Statements

Other than those identified above, there have been no other standards coming into effect for the first time during the year ended 30 June 2019.

Accounting standards and interpretations issued not yet effective

AASB 16 *Leases*:

- replaces AASB 117 Leases and some lease-related Interpretations
- requires all leases to be accounted for 'on-balance sheet' by lessees, other than short-term and low value asset leases
- provides new guidance on the application of the definition of lease and on sale and lease back accounting
- largely retains the existing lessor accounting requirements in AASB 117
- requires new and different disclosures about leases.

Based on the entity's assessment, it is expected that the first-time adoption of AASB 16 for the year ending 30 June 2020 will have a material impact on the transactions and balances recognised in the financial statements, in particular:

- lease assets and financial liabilities on the balance sheet will increase by $416,466 and $436,303 respectively (based on the facts at the date of the assessment);
- there will be a reduction in the reported equity (retained earnings would decrease by $19,387) as the carrying amount of lease assets will reduce more quickly than the carrying amount of lease liabilities;
- EBIT in the statement of profit or loss and other comprehensive income will be higher as the implicit interest in lease payments for former off balance sheet leases will be presented as part of finance costs rather than being included in operating expenses; and
- operating cash outflows will be lower and financing cash flows will be higher in the statement of cash flows as principal repayments on all lease liabilities will now be included in financing activities rather than operating activities. Interest can also be included within financing activities.

3. Critical Accounting Estimates and Judgements

In preparing these financial statements the Company has been required to make certain estimates and assumptions concerning future occurrences. There is an inherent risk that the resulting accounting estimates will not equate exactly with actual events and results.

(i) Significant accounting judgements

In the process of applying the Company's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

R&D tax incentive

The R&D Tax Incentive is recognised when a reliable estimate of the amounts receivable can be made. For the year end 30 June 2019, the Company has estimated the rebate which will be received and has accrued that amount as other income in the statement of profit or loss.

Deferred Tax

The Company expects to have carried forward tax losses which have not been recognised as deferred tax assets as it is not considered sufficiently probable that these losses will be recouped by means of future profits taxable in the relevant jurisdictions.

(ii) Significant accounting estimates and assumptions

The carrying amount of certain assets and liabilities are often determined based on estimates and assumptions of future events. There were no key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period.

Notes to the Financial Statements

4. REVENUE

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Revenue is comprised as follows:		
Sales from oil derived from tyres	125,152	-
Feedstock gate fee	26,545	2,000
Sales from steel derived from tyres	12,099	-
Sales from carbon derived from tyres	9,430	-
Total income	173,226	2,000

The Company's revenue disaggregated by pattern of revenue recognition is as follows:

2019	RECEIPT OF ELTs	SALE OF DERIVED PRODUCTS	TOTAL
	$	$	$
Goods transferred at a point in time	26,545	146,681	173,226
Services transferred over time	-	-	-
Balance at the end of the year	26,545	146,681	173,226

2018	RECEIPT OF ELTs	SALE OF DERIVED PRODUCTS	TOTAL
	$	$	$
Goods transferred at a point in time	2,000	-	2,000
Services transferred over time	-	-	-
Balance at the end of the year	2,000	-	2,000

5. OTHER INCOME

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Finance income		
Interest income from cash and cash equivalents	5,980	11,317
Total finance income	5,980	11,317
Sub-lease income		
Income from sub-lease of leased premises	134,083	-
Total sub-lease income	134,083	-
Research and development		
R &D grant received for the year	-	542,733
R & D grant receivable	554,549	722,351
Total research and development income	554,549	1,265,084
Total Other Income	694,612	1,276,401

6. EXPENSES

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Loss includes the following specific expenses:		
Operating expenses:		
Rent and occupancy	365,317	380,906
Wages	367,321	185,159
Hire of plant & equipment	85,703	252,701
Maintenance	327,990	-
Fuel & power	284,812	-
Other operating expenses	317,403	115,149
Total operating expenses	1,748,546	933,915
Other expenses:		
Rent and occupancy	166,640	203,871
Travel expenses	147,401	154,102
Insurance	198,957	11,182
Marketing	445	36,544
Company secretarial	36,000	15,000
Accounting and audit	92,291	152,100
Regulatory expenses	62,305	19,900
Professional and consultancy fees	674,781	1,209,735
Other expenses	658,774	148,490
Total other expenses	2,037,594	1,950,924

7. FINANCE COSTS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Finance costs and finance income for the period consists of the following:		
Finance costs		
Interest expense for borrowings	10,709	11,871
Total finance costs	10,709	11,871

Notes to the Financial Statements

8. TAXATION

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Loss before income tax	(4,591,523)	(3,948,928)
Prima facie benefit on loss from continuing activities at 27.5% tax rate (2018: 27.5%)	(1,262,669)	(1,085,955)
Tax effect of amounts which are not deductible in calculating taxable income:		
Entertainment	-	-
Share based payment	-	-
Overseas travel	-	-
Tax effect of current year tax losses for which no deferred tax asset has been recognised	1,381,200	1,644,900
Total income tax expense	118,531	558,945
Deferred tax liabilities recognised		
Deferred tax liabilities (at 27.5%):		
PPE and development costs	1,146,855	558,945
Accrued interest	-	-
	1,146,855	558,945
Deferred tax assets not recognised		
Carry forward revenue losses	4,995,466	4,995,466
Carry forward capital losses	-	-
Capital raising costs	88,140	330,000
Provisions and accruals	-	60,000

The above Deferred tax liabilities are recognised for the temporary differences between carrying amounts of assets for financial reporting purposes and their respective tax bases, at the tax rates expected to apply when the assets are recovered.

9. RESTATEMENT OF PRIOR PERIOD BALANCE

During 2018, the Company discovered that an option valuation in respect of the recapitalisation of the Company had been omitted erroneously. The correction restates each of the affected financial statement line items for prior periods. The following tables summarise the impacts on the Company's consolidated financial statements.

	2018 Previous Amount	Adjustment	2018 Restated Amount
Contributed equity	16,080,494	(3,924,000)[i]	12,156,494
Options reserve	3,600	4,604,113	4,607,713
Accumulated losses	(8,936,626)	(680,113)[ii]	(9,616,739)
Total equity	**7,147,468**	-	**7,147,468**

i. **Issue of New Options to advisers, brokers and promoters.** The issue by the Company of up to 36,000,000 listed options to certain advisers, brokers and promoters in connection with the

Recapitalisation Proposal at an issue price of $0.0001 per option. The allotment was completed on 24 January 2018. The options are valued at 10.9 cents per option and are expiring on 24 January 2020.

ii. **Conversion of Pearl Convertible Notes**. The issue by the Company of 6,239,567 listed options to the Pearl Noteholders, on conversion of the Pearl Convertible Notes of $2,995,000. The allotment was completed on 24 January 2018. The options are valued at 10.9 cents per option and are expiring on 24 January 2020.

10. LOSS PER SHARE

	CONSOLIDATED 2019 No of Shares	CONSOLIDATED 2018 (Restated) No of Shares
Weighted average number of ordinary shares used as a denominator in calculating basic and diluted earnings per share	151,241,736	94,029,321
Loss per share attributable to owners of the Company:		
Basic loss per share (cents per share)	(3.11)	(5.02)
Diluted loss per share (cents per share)	(3.11)	(5.02)

Options being potential shares are not considered dilutive and have not been used to calculate diluted loss per share (refer note 20: Options reserve).

11. CASH AND CASH EQUIVALENTS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Cash at bank	5,233,280	2,657,435
Term deposits	176,920	70,000
Balance at the end of the year	5,410,200	2,727,435

(a) Cash at Bank

Amounts held in the Company's cheque and online savings accounts attract variable rates commensurate with a business cheque and online savings account.

(b) Security Deposits

The Company holds security deposits in relation to credit card facilities of $70,000.

12. TRADE AND OTHER RECEIVABLES - CURRENT

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Trade receivables	82,921	2,200
GST refundable	98,140	257,004
R&D tax benefit receivable	411,684	722,351
Balance at the end of the year	592,745	981,555

The net carrying value of trade receivables is considered a reasonable approximation of fair value. All of the Company's trade and other receivables have been reviewed for indicators of impairment. No trade receivables were found to be impaired and no allowance for credit losses has been recorded.

An analysis of unimpaired trade receivables that are past due is given in Note 0 (a).

13. TRADE AND OTHER RECEIVABLES – NON-CURRENT

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
R&D tax benefit receivable	142,862	-
Balance at the end of the year	142,862	-

14. PROPERTY, PLANT AND EQUIPMENT

Gross carrying amount	PLANT & EQUIPMENT	OTHER EQUIPMENT	TOTAL
	$	$	$
Balance 1 July 2018	2,875,559	61,473	2,937,032
Additions	11,706	14,756	26,462
Balance at the end of the year	2,887,265	76,229	2,963,494

Depreciation and impairment	PLANT & EQUIPMENT	OTHER EQUIPMENT	TOTAL
	$	$	$
Balance 1 July 2018	(469,020)	(42,697)	(511,717)
Depreciation	(366,977)	(10,060)	(377,037)
Balance at the end of the year	(835,997)	(52,757)	(888,754)
Carrying amount at the end of the year	2,051,268	23,472	2,074,740

Gross carrying amount	PLANT & EQUIPMENT	OTHER EQUIPMENT	TOTAL
	$	$	$
Balance 1 July 2017	1,025,382	50,625	1,076,007
Additions	1,850,177	10,848	1,861,025
Balance at the end of the year	2,875,559	61,473	2,937,032

Depreciation and impairment	PLANT & EQUIPMENT	OTHER EQUIPMENT	TOTAL
	$	$	$
Balance 1 July 2017	(316,835)	(37,573)	(354,408)
Depreciation	(152,184)	(5,124)	(157,308)
Balance at the end of the year	(469,019)	(42,697)	(511,716)
Carrying amount at the end of the year	2,406,540	18,776	2,425,316

15. DEVELOPMENT ASSETS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Cost	2,095,642	1,205,570
Accumulated depreciation	-	-
Balance at the end of the year	2,095,642	1,205,570

MOVEMENTS	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Balance at the beginning of the year	1,205,570	985,235
Additions	890,072	220,335
Depreciation	-	-
Written-off	-	-
Balance at the end of the year	2,095,642	1,205,570

16. OTHER INTANGIBLE ASSETS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Cost	1,650,000	1,650,000
Accumulated amortisation	(756,250)	(550,000)
Balance at the end of the year	893,750	1,100,000

Other intangible assets comprise the right to manufacture TDUs using the intellectual property owned by Keshi Technologies Pty Ltd. The Company amortises its other intangible assets using straight line method for a period of 8 years, being the standard useful life of innovation patent in Australia.

17. TRADE AND OTHER PAYABLES

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Trade payables	370,910	311,459
GST/ PAYG payables	37,764	18,666
Other payables	24,428	10,187
Total trade and other payables	433,102	340,312

The trade payables amount consists of related party payables of $38,500 (2018: nil).

18. PROVISIONS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Employee entitlements	140,615	8,771
Total provisions	140,615	8,771

19. DEFERRED TAX LIABILITY

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Balance at the beginning of the year	1,028,324	469,379
Charged/ (credited)		
- to profit or loss	118,531	558,945
Balance at the end of the year	**1,146,855**	**1,028,324**

Deferred tax liabilities are recognised for the temporary differences between carrying amounts of assets for financial reporting purposes and their respective tax bases, at the tax rates expected to apply when the assets are recovered.

20. ISSUED CAPITAL

(a) Ordinary Shares as at 30 June 2019

	CONSOLIDATED 2019	CONSOLIDATED 2018	**CONSOLIDATED 2019**	CONSOLIDATED 2018 (Restated)
	No of shares	No of shares	**$**	$
Fully paid ordinary shares	**199,453,880**	144,830,484	**19,303,854**	12,156,494

Reconciliation of share movement	**No of shares**	**Issue Price**	**Amount**
Opening balance at 1 July 2018	**144,830,484**		**12,156,494**
Shares issued during the year:			
- Shares issued as consideration for services	350,000	$0.23	80,500
- Shares issued via Private Placement	10,199,997	$0.15	1,530,000
- Shares issued via Share Purchase Plan	2,686,656	$0.15	403,000
- Shares issued via Private Placement	39,370,078	$0.127	5,000,000
- Shares issued in settlement of loan	666,666	$0.15	100,000
- Shares issued via Private Placement	1,349,999	$0.15	202,500
Total shares issued	**54,623,396**		**7,316,000**
Less share issue costs			(168,640)
Balance at 30 June 2019	**199,453,880**		**19,303,854**

Comparatives	**CONSOLIDATED 2018 (Restated)**	CONSOLIDATED 2017	**CONSOLIDATED 2018**	CONSOLIDATED 2017
	No of shares	No of shares	**$**	$
Fully paid ordinary shares	**140,830,484**	61,270,884	**12,156,494**	3,964,577

Reconciliation of share movement	**No of shares**	**Issue Price**	**Amount**
Opening balance at 1 July 2017	**61,270,884**		**3,964,577**
Shares issued during the year:			
- Conversion of PGM to PGL	18,729,112	-	-
- Share-based payment on reverse acq'n	9,249,952	-	1,849,990
- Shares issued pursuant to Public Offer	25,000,000	$0.20	5,000,000
- Shares issued as consideration for services	500,000	$0.20	100,000

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- Shares issued on conversion of con notes	18,718,750	$0.16	2,995,000
- Shares issued on conversion of con notes	3,750,000	$0.20	750,000
- Shares issued on exercise of options	3,090	$0.30	927
- Shares issued to Capricorn Society Ltd	7,608,696	$0.23	1,750,000
Total shares issued	**144,830,484**		**16,410,494**
Less share issue costs			(330,000)
Total shares issued	**144,830,484**		**16,080,494**
Less share issue costs – prior period adjustment			(3,924,000)
Balance at 30 June 2018 – restated	**144,830,484**		**12,156,494**

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

(b) Options Reserve as at 30 June 2019

Comparatives	**CONSOLIDATED 2019**	CONSOLIDATED 2018	**CONSOLIDATED 2019**	CONSOLIDATED 2018 (Restated)
	No of options	No of options	**$**	$
Options	**74,455,933**	45,319,238	**4,609,986**	4,607,713

Reconciliation of share movement	**No of options**	**Issue Price**	**Amount**
Opening balance at 1 July 2018			
Shares issued during the year:			
- Options issued as remuneration	2,000,000	-	2,273
- Attaching to shares: Private Placement	5,100,007	-	-
- Attaching to shares: Share Purchase Plan	1,343,315	-	-
- Attaching to shares: Private Placement	19,685,039	-	-
- Attaching to shares: settlement of loan	333,333	-	-
- Attaching to shares: Private Placement	675,001	-	-
Balance at 30 June 2019	**74,455,933**		**4,609,986**

Share options granted during the year and the fair value of share options granted is determined using the Black-Scholes option pricing model with the following inputs:

Issued during year ended 30 June 2019	Grant date and Vesting date	Expiry date	Fair value of option at grant date	Option exercise Price	Risk Free Interest Rate	Expected Volatility	Total Value
Number			$	$	%	%	$
1,000,000	13/06/2019	13/06/2022	0.059	0.191	1.36	80.2	59,271
1,000,000	13/06/2019	13/06/2022	0.059	0.191	1.36	80.2	59,271

(c) Capital Management

The group's objective when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

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PEARL GLOBAL CLEAN CONVERSION TECHNOLOGIES

Notes to the Financial Statements

Consistently with others in the industry, the group manages its capital by assessing the group's financial risk and adjusts its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

There have been no changes in the strategy adopted by management to control the capital of the group since the prior year.

The group is not subject to any externally imposed capital requirements.

21. ACCUMULATED LOSSES

	CONSOLIDATED 2019	CONSOLIDATED 2018 (Restated)
	$	$
Accumulated losses at the beginning of the financial year	(9,616,739)	(4,896,481)
Loss attributable to the owners of Pearl Global Limited	(4,710,054)	(4,720,258)
Accumulated losses at the end of the financial year	(14,326,793)	(9,616,739)

22. CASH FLOW INFORMATION

(a) Reconciliation of Net Profit after Tax to Net Cash Flows from Operations

	CONSOLIDATED 2019	CONSOLIDATED 2018 (Restated)
	$	$
Loss for the year	(4,710,054)	(4,720,258)
Interest expense	10,709	
Adjustments for non-cash movements:		
Depreciation and amortisation	583,287	363,558
Share based costs of financing	-	680,113
Share based remuneration	2,273	
Deferred tax liability	118,531	558,945
Cost of listing as a result of reverse acquisition	-	884,511
Change in operating assets and liabilities		
(Increase) / decrease in trade and other debtors	233,265	(1,004,004)
Increase / (decrease) in trade and other creditors	224,634	(233,120)
	(3,537,355)	(3,470,255)

23. RELATED PARTY TRANSACTIONS

(a) Key Management Personnel Compensation

The Key Management Personnel of the Company include the Executive and Non-Executive Directors.

The Key Management Personnel of the Company during the period are:

- Gary Foster, Executive Chairman
- Andrew Drennan, Managing Director
- Victor Turco, Non-Executive Director
- Michael Barrett, Non-Executive Director
- Brad Mytton, Non-Executive Director
- Bert Huys, Chief Technology Officer

Notes to the Financial Statements

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Short-term benefits	963,030	642,621
Long-term benefits	2,273	-
Total	965,303	642,621

(b) Other transactions with key management personnel

Other than in relation to directors' fees as disclosed above there were no other transactions with key management personnel.

(c) Transactions with other Related Parties

Directors and officers or their personally-related entities, hold positions in other entities that result in them having control or significant influence over the financial and operating policies of those entities.

Details of those transactions at the end of the year are as follows:

Entity	Note	Nature of transactions	Transactions Full year 2019 $	Transactions Full year 2018 $	Balances Full year 2019 $	Balances Full year 2018 $
Turco & Co Pty Ltd	(i)	Corporate administration and financial services costs	117,050	122,100	-	-
Transaction Solutions International Ltd	(ii)	Sublease of office premises	(12,000)	-	-	-
Keshi Technologies Pty Ltd	(iii)	Research and development costs	175,000	335,988	75,000	-
Keshi Technologies Pty Ltd	(iii)	Purchase of TDU	-	1,250,000	-	-

(i) Turco & Co Pty Ltd is a company associated with Mr Victor Turco with Turco & Co providing corporate advisory, company secretarial, CFO, financial management and associated services.

(ii) Transaction Solutions International Ltd is a company associated with Mr Gary Foster.

(iii) Keshi Technologies Pty Ltd is the company that owns the intellectual property underpinning Pearl's business operations in which Gary Foster and Andrew Drennan hold directorships. Transactions with Keshi during the year comprise research and development costs which Pearl continues to undertake with Keshi relating to the project and technology.

24. COMMITMENTS

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Operating lease commitments		
Not later than 1 year	290,905	482,004
Between 1 to 5 years	141,831	-
Total commitments	432,736	482,004

25. CONTINGENT ASSETS AND LIABILITIES

The Directors are not aware of any contingent liabilities or contingent assets of the Company.

Notes to the Financial Statements

26. INTEREST IN SUBSIDIARIES

The ultimate parent entity within the Company is Pearl Global Limited.

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in Note 2:

Name of entity	Country of Incorporation	Class of shares	Equity holding 2019	Equity holding 2018
Parent Entity:				
Pearl Global Limited				
Subsidiaries of Pearl Global Limited:				
Pearl Global Management Pty Ltd	Australia	Ordinary	100%	-
Citation Resources Operations Pty Ltd[1]	Australia	Ordinary	100%	100%
Citation Resources Aus Pty Ltd[1]	Australia	Ordinary	100%	100%
Subsidiaries of Pearl Global Mgt Pty Ltd				
Rubber Reclamation Industries Pty Ltd	Australia	Ordinary	100%	100%
Tyre Resource Recovery Pty Ltd	Australia	Ordinary	100%	100%

[1] There has been no activity in Citation Resources Operations Pty Ltd and Citation Resources Aus Pty Ltd in the current year.

Entity	Relationship	Amount owed 2019 $	Amount owed 2018 $
Subsidiaries of Pearl Global Limited			
Pearl Global Management Pty Ltd	A wholly owned subsidiary	-	-
Citation Resources Operations Pty Ltd[1]	A wholly owned subsidiary		
Citation Resources Aus Pty Ltd[1]	A wholly owned subsidiary		
Subsidiaries of Pearl Global Mgt Pty Ltd			
Rubber Reclamation Industries Pty Ltd	A wholly owned subsidiary	-	-
Tyre Resource Recovery Pty Ltd	A wholly owned subsidiary	-	-

[1] There has been no activity in Citation Resources Operations Pty Ltd and Citation Resources Aus Pty Ltd in the current year.

27. REMUNERATION OF AUDITORS

	CONSOLIDATED 2019 $	CONSOLIDATED 2018 $
Amounts due and receivable by Grant Thornton Audit Pty Ltd		
Audit and audit review services	30,750	30,000
Non-assurance services paid/payable to a related entity of Grant Thornton Audit Pty Ltd	-	-
Total remuneration to Grant Thornton	30,750	30,000

28. FINANCIAL RISK MANAGEMENT

Overview

The Company has exposure to the following risks from their use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Company's exposure to each of the above risks, its objectives, policies and processes for measuring and managing risk, and the management of capital. The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Company through regular reviews of the risks.

The group holds the following financial instruments:

	CONSOLIDATED 2019	CONSOLIDATED 2018
	$	$
Financial Assets		
Cash and cash equivalents	5,410,200	2,727,435
Loans and receivables	1,438,243	1,157,923
Financial liabilities		
Trade and other payables	1,178,673	349,083
Borrowings	-	-

(a) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from trade receivables. The Company applies the AASB 9 simplified model of recognising lifetime expected credit losses for all trade receivables as these items do not have a significant financing component. To measure expected credit losses the Company assesses trade receivables on an individual basis as they comprise few, proportionally large balances and have unique credit risk characteristics.

	Current	More than 30 days	More than 60 days	More than 90 days	Total
2019	$	$	$	$	$
Expected credit loss	-	-	-	-	-
Gross carrying amount	42,239	37,464	2,734	484	82,291
Net carrying amount	**42,239**	**37,464**	**2,734**	**484**	**82,291**

	Current	More than 30 days	More than 60 days	More than 90 days	Total
2018	$	$	$	$	$
Expected credit loss	-	-	-	-	-
Gross carrying amount	2,200	-	-	-	2,200
Net carrying amount	**2,200**	**-**	**-**	**-**	**2,200**

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages liquidity risk by maintaining adequate reserves by continuously monitoring forecast and actual cash flows.

All of the Company's financial liabilities are comprised of trade and other payables, having a maturity profile as follows:

2019	Within 6 months $	6 – 12 months $	1 – 5 years $	More than 5 years $	Total $
Trade and other payables	433,102	-	-	-	433,102

2018	Within 6 months $	6 – 12 months $	1 – 5 years $	More than 5 years $	Total $
Trade and other payables	340,312	-	-	-	340,312

(c) Market Risk

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

(i) Cash flow and interest rate risk

The Company's only interest rate risk arises from cash and cash equivalents held. Term deposits and current accounts held with variable interest rates expose the group to cash flow interest rate risk. The Company has therefore, assessed its interest rate risk as low.

The Company's sensitivity of profit and equity to a reasonably possible change in interest rates of ±0.5% (2018: ±0.5%) is approximately nil.

Notes to the Financial Statements

29. SEGMENT INFORMATION

The Company identifies its operating segment based on the reports reviewed by the board of directors that are used to make strategic decisions. During the period the company had Stapylton as its only operating site.

30 June 2019	Stapylton $	Other $	Total $
Revenue			
Sales to external customers	173,226	-	173,226
Other income	657,590	37,022	694,612
Total segment revenue	**830,816**	**37,022**	**867,838**
Results			
Segment results	(1,263,934)	(3,446,120)	(4,710,054)
Total segment results	**(1,263,934)**	**(3,446,120)**	**(4,710,054)**

Assets and Liabilities as at 30 June 2019	Stapylton $	Other $	Total $
Total assets as per the statement of financial position	5,938,300	5,369,319	11,307,619
Total liabilities as per the statement of financial position	1,796,758	528,770	2,325,528

COMPARATIVES

30 June 2018	Stapylton $	Other $	Total $
Revenue			
Sales to external customers	2,000	-	2,000
Other income	1,267,727	8,674	1,276,401
Total segment revenue	**1,269,727**	**8,674**	**1,278,401**
Results			
Segment results	(3,156,548)	(883,597)	(4,040,145)
	(3,156,548)	**(883,597)**	**(4,040,145)**

Assets and Liabilities as at 30 June 2018	Stapylton $	Other $	Total $
Total assets as per the statement of financial position	8,524,876	-	8,524,876
Total liabilities as per the statement of financial position	1,377,408	-	1,377,408

Notes to the Financial Statements

30. PARENT ENTITY

The following information relates to the legal parent entity, Pearl Global Limited.

The information presented has been prepared using accounting policies that are consistent with those presented in Note 1.

	PARENT 2019	PARENT 2018
	$	$
Current assets	5,317,682	2,529,673
Non-current assets	4,254,573	6,077,179
Total assets	9,572,255	8,606,852
Current liabilities	313,498	91,974
Non-current liabilities	-	-
Total liabilities	313,498	91,974
Net assets	9,258,757	8,514,878
Contributed equity	61,060,813	57,745,713
Accumulated losses	(59,606,873)	(52,435,139)
Options reserve	6,287,430	1,686,917
Share-based payment reserve	1,517,387	1,517,387
Total Equity	9,258,758	8,514,878
Loss for the year	(3,128,151)	(3,177,339)
Other comprehensive income	-	-
Total comprehensive income for the year	(3,128,151)	(3,177,339)

The Parent entity has not entered into any deeds of cross guarantee, and it has no contingent liabilities or contractual commitments.

31. DIVIDENDS

There were no dividends paid or declared by the Company during the year.

32. EVENTS AFTER THE END OF THE REPORTING PERIOD

The following material events occurred between the end of the reporting period and the date of this report.

The Company completed the acquisition of Australian Tyre Processors Pty Ltd (ATP) on 15 August 2019. At completion, consideration paid for ATP was $300,000 cash at settlement date and 1.5 million Ordinary shares in Pearl Global Limited. Subject to satisfaction of certain conditions and milestones around consistency of supply, $150,000 may be paid on 1 October 2019 and $150,000 on 1 January 2020.

Directors' Declaration

1. In the opinion of the Directors of the Company:
   a. The consolidated financial statements and notes of the Company are in accordance with the *Corporations Act 2001*, including:
      i. Giving a true and fair view of its financial position as at 30 June 2019 and of its performance for the financial year ended on that date; and
      ii. Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
   b. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
2. The Directors have been given the declarations required by Section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2019.
3. Note 2 confirms that the consolidated financial statements also comply with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:

Gary Foster

Executive Chairman

30 September 2019, at Perth, Western Australia

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Perth WA 6000

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Independent Auditor's Report

To the Members of Pearl Global Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Pearl Global 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, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and the Directors' declaration.

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

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

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

Basis for opinion

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

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

Material uncertainty related to going concern

We draw attention to Note 1(d) in the financial statements, which indicates that the Group incurred a net loss after tax of $4,701,054 during the year ended 30 June 2019, and as of that date, the Group reported cash outflows totalling $3,537,355. As stated in Note 1(d), these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

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

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

Key audit matter	How our audit addressed the key audit matter
Development asset Note 15	
The Group recorded capitalised Intellectual Property costs totalling $893,750 relating to the initial purchase of the worldwide rights for the licencing of Thermal Desorption Units (TDU). There is a risk that costs that have been capitalised may not comply with the recognition requirements relevant to AASB 138 *Intangible Assets*. The process to measure the amount of costs to recognise as capitalised development costs uses management judgment for commercial and technical feasibility of the project, including the assessment of future economic benefits. This area is a key audit matter due to the subjectivity involved in assessing the recognition criteria for capitalised development costs and the level of management judgement involved in assessing impairment on the costs capitalised in accordance with AASB 136 *Impairment*.	Our procedures included, amongst others: • assessing the appropriateness of management's policy for capitalising development costs pursuant to AASB 138 "Intangible Assets"; • understanding and documenting management's process of determining the carrying value of the intangible assets, by obtaining and assessing their position paper and assessment against recoverable amount, and evaluating the group's compliance with the requirements of AASB 136 • critically assessed management's methodology and evaluated the assumptions supporting the recoverable amount; • examining contractual agreements entered into to confirm the existing patents held by the Group that support project activities; • assessing the appropriateness of the amortisation expense recorded against management's assessment of the assets estimated useful life; and • assessing the adequacy of disclosures in the financial statements.
Accounting for Research and Development tax incentives Note 5, 12 and 13	
The Group received Research and Development (R&D) tax incentive payments under the research and development tax incentive scheme from the Australian Government. The recognition of R&D incentives reduces the costs for R&D activities of the Group. Per Note 5, the company recorded $554,549 in R&D incentives relating to the R&D activities for the financial year ended 30 June 2019. This area is a key audit matter due to the inherent subjectivity that is involved in the Group making judgements in relation to the calculation and recognition of the R&D rebate tax incentive income and receivable.	Our procedures included, amongst others: • making enquiries with management and management's expert to obtain and document our understanding of their process to calculate the R&D tax incentive; • comparing the nature of the R&D expenditure included in the current year estimate to the prior year claim; • evaluation of management's processes and controls to determine if it appropriately addresses the risks; • testing a sample of expenses to underlying supporting data to ensure their inclusion as eligible expenditure was appropriate; • engaging auditor's R&D taxation experts to obtain an understanding of the Group's compliance with the relevant R&D tax incentives; • reviewing historical reliability of estimates and budgets and changes in legislation to support the reliability of the estimate; and • assessing the adequacy of the Group's disclosures in the financial statements.

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

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

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

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

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

Responsibilities of the Directors for the financial report

The Directors of the 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 Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

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

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 10 to 14 of the Directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Pearl Global 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.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

L A Stella
Partner – Audit & Assurance

Perth, 30 September 2019

Additional ASX Information

Additional information required by ASX listing rules and not disclosed elsewhere in this report is set out below.

Number of holders of equity securities

The shareholder information set out below was applicable as at 16 September 2019.

Ordinary shares

As at 16 September 2019, the issued capital comprised of 200,953,880 ordinary fully paid shares (ASX code: PG1) held by 1,975 holders. 32,593,530 shares are escrowed until 14 February 2020.

The voting rights of shares are set out in note 20.

Options

As at 16 September 2019, the Company had the following options available to be exercised:

- 45,319,238 listed options over ordinary shares with an exercise price of $0.30 each, exercisable on or before 24 January 2021. 36,000,000 of these options are escrowed until 14 February 2020;
- 23,567 unlisted options over ordinary shares with an exercise price of $14.21 each, exercisable on or before 31 January 2020;
- 11,608 unlisted options over ordinary shares with an exercise price of $11.37 each, exercisable on or before 31 January 2020;
- 11,608 unlisted options over ordinary shares with an exercise price of $8.53 each, exercisable on or before 31 January 2020;
- 7,451,656 unlisted options over ordinary shares with an exercise price of $0.23 each, exercisable on or before 27 February 2020;
- 19,685,039 unlisted options over ordinary shares with an exercise price of $0.24 each, exercisable on or before 12 June 2020; and
- 2,000,000 unlisted options over ordinary shares with an exercise price of $0.191 each, exercisable on or before 13 June 2022.

Distribution schedule of shareholders

	ORDINARY SHARES (ASX: PG1)	
HOLDING	**NUMBER OF HOLDERS**	**UNITS**
1 – 1,000	1,152	130,191
1,001 – 5,000	185	523,575
5,001 – 10,000	134	1,068,896
10,000 – 100,000	331	13,604,101
100,001 and over	173	185,627,117
TOTAL	**1,975**	**200,953,880**

1,315 shareholders hold less than a marketable parcel of ordinary shares.

Additional ASX Information

Substantial shareholders

ORDINARY SHAREHOLDER	FULLY PAID ORDINARY SHARES	
	NUMBER	% UNITS
ROC Alternative Investment Pty Ltd & FSS Trustee Corporation as trustee of the First State Superannuation Scheme	39,370,078	19.59
Bretnall Custodians Pty Ltd <The Foster Family A/C>	19,690,845	9.80
Mr Andrew Drennan <Drennan Family A/C>	13,871,183	6.90

Top 20 shareholders

Rank	Name	Units	% of Units
1	Perpetual Corporate Trust Ltd <First State Super Scheme>	39,370,078	19.59
2	Bretnall Custodians Pty Ltd <The Foster Family A/C>	19,690,845	9.80
3	Mr Andrew Drennan <Drennan Family A/C>	13,871,183	6.90
4	Erasmus Technologies Pty Ltd	9,462,647	4.71
5	Capricorn Society Limited	8,858,696	4.41
6	BNP Paribas Nominees Pty Ltd <IB AU Noms Retail Client DRP>	8,851,981	4.40
7	Kedo (Aust) Pty Ltd	7,965,554	3.96
8	Westedge Investments Pty Ltd <The PMB Fund A/C>	5,947,684	2.96
9	Carroll Engineering Investments Pty Ltd <Carroll Engineering A/C>	4,666,667	2.32
10	3rd Reef Pty Ltd <Superannuation Fund A/C>	3,917,032	1.95
11	Golden Asset Pty Ltd <Golden Bay Super Fund A/C>	2,300,809	1.14
12	Mr Michael Charles Stone	1,916,666	0.95
13	Emery Number 2 Pty Ltd <Scott Emery Family No 2 A/C>	1,583,333	0.79
14	Carroll Engineering Investments Pty Ltd	1,500,000	0.75
15	Mick Carroll Super Pty Ltd	1,500,000	0.75
16	Bachilton Pty Ltd <Si Family A/C>	1,328,576	0.66
17	Berne No 132 Nominees Pty Ltd <W 1253671 A/C>	1,250,000	0.62
18	Mr Vaughan Roger James	1,200,000	0.60
19	Belair Australia Pty Ltd <The Capri Investment A/C>	1,150,000	0.57
20	Mr Arnab Sen	1,117,500	0.56
TOTAL		**137,449,251**	**68.39**

Additional ASX Information

Distribution schedule of listed option holders

LISTED OPTIONS (ASX: PG10B)		
HOLDING	NUMBER OF HOLDERS	UNITS
1 – 1,000	1,077	112,361
1,001 – 5,000	121	280,338
5,001 – 10,000	43	330,494
10,000 – 100,000	65	1,965,115
100,001 and over	58	42,630,930
TOTAL	**1,364**	**45,319,238**

Top 20 listed option holders

Rank	Name	Units	% of Units
1	DWB Venture Holdings Pty Ltd	15,000,000	33.10
2	Mr Paul Edgar <Paul Edgar Family Account>	3,500,000	7.72
3	Modeville Pty Ltd <Apache A/C>	1,975,000	4.36
4	KM Custodians Pty Ltd	1,750,000	3.86
5	Mick Carroll Super Pty Ltd	1,500,000	3.31
6	Michael Bernard Brennan	1,250,000	2.76
7	Capricorn Society Limited	1,250,000	2.76
8	BNP Paribas Nominees Pty Ltd <IB AU Noms Retail Client DRP>	1,144,242	2.52
9	Thor Holdings Pty Ltd	1,000,000	2.21
10	S & M Fitzpatrick Pty Ltd <S & M Fitzpatrick Family A/C>	850,000	1.88
11	Lesuer Pty Ltd <PMB Super Fund A/C>	800,000	1.77
12	Urban Alcorp Pty Ltd <Jo Rylance Family A/C>	750,000	1.65
13	First Growth Funds Limited	729,166	1.61
14	Daniel Pryor & Associates Pty Limited	627,191	1.38
15	Merchant Funds Management Pty Ltd	625,000	1.38
16	Peterlyn Pty Ltd <RPC Salmon Super Fund A/C>	600,000	1.32
17	Mr Robertino Galipo <Rob Galipo Family A/C>	500,000	1.10
18	Golden Asset Pty Ltd	500,000	1.10
19	Green Collar Pty Ltd <Patrician Vetinari Super A/C>	500,000	1.10
20	Mr Thomas Anthony Brennan	450,000	0.99
TOTAL		**35,300,599**	**77.88**

Additional ASX Information

Unquoted securities

Distribution schedule of unquoted option holders

	Options exercisable at $14.21 expiring 31 January 2020		Options exercisable at $11.37 expiring 31 January 2020		Options exercisable at $8.53 expiring 31 January 2020	
HOLDING	**Number of holders**	**Number of options**	**Number of holders**	**Number of options**	**Number of holders**	**Number of options**
10,000 – 100,000	1	23,567	1	11,608	1	11,608

	Options exercisable at $0.23 expiring 27 February 2020		Options exercisable at $0.24 expiring 12 June 2020		Options exercisable at $0.191 expiring 13 June 2022	
HOLDING	**Number of holders**	**Number of options**	**Number of holders**	**Number of options**	**Number of holders**	**Number of options**
5,001 – 10,000	14	93,324	-	-	-	-
10,001 – 100,000	50	1,816,661	-	-	-	-
100,001 and over	12	5,541,671	1	19,685,039	2	2,000,000
TOTAL	**76**	**7,451,656**	**1**	**19,685,039**	**2**	**2,000,000**

The names of holders of more than 20% of an unlisted class of security are:

	Holder	Number of Options	Percentage
Options exercisable at $14.21 expiring 31 January 2020	Interactive Brokers Group, Inc	23,567	100
Options exercisable at $11.37 expiring 31 January 2020	Interactive Brokers Group, Inc	11,608	100
Options exercisable at $8.53 expiring 31 January 2020	Interactive Brokers Group, Inc	11,608	100
Options exercisable at $0.23 expiring 27 February 2020	Carroll Engineering Investments Pty Ltd	2,333,334	31.31
Options exercisable at $0.24 expiring 12 June 2020	Perpetual Corporate Trust Ltd	19,685,039	100
Options exercisable at $0.191 expiring 13 June 2022	Greenlink Pty Ltd MC & LC Barrett Family Pty Ltd	1,000,000 1,000,000	50 50

On-Market Buyback

There is no current on-market buy-back.

Listing Rule 4.10.19

The Company confirms that it has used the cash and assets in a form readily convertible to cash that it had at the time of relisting, in a way that is consistent with its business objectives.

Corporate Governance Statement

The Company's 2019 Corporate Governance Compliance Statement has been released as a separate document and can be found on our website at www.pearlglobal.com.au.