



INTERIM REPORT
FOR THE HALF YEAR ENDED
31 DECEMBER 2019

ABN 51 128 698 108

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DIRECTORS' REPORT

The Directors present the consolidated report of Iron Road Ltd and its controlled entities for the half-year ended 31 December 2019.

Throughout this report, the consolidated entity is referred to as the Group.

Directors

The following persons were directors of Iron Road Ltd during the whole of the half-year and up to the date of this report except where indicated:

| | |
|----------------|---|
| Peter Cassidy | Chairman |
| Jerry Ellis AO | Non-Executive Director |
| Ian Hume | Non-Executive Director |
| Glen Chipman | Executive Director - Commercial |
| Andrew Stocks | Managing Director (resigned 22 November 2019) |

Highlights

Central Eyre Iron Project (CEIP)

- The Hon Michael McCormack MP, Deputy Prime Minister and Minister for Infrastructure, Transport and Regional Development announced on 15 December 2019 that \$25 million will be provided by the Federal Government to support the Cape Hardy port precinct in order to enhance regional economic growth benefits in the Eyre Peninsula that will arise from more efficient supply-chain and export infrastructure.
- Stage I Cape Hardy port development update released 31 October 2019 indicating a capital cost estimate of \$167 million for marine and landside facilities.
- Iron Road, in collaboration with Eyre Peninsula Cooperative Bulk Handling (EPCBH), continued to advance Stage I Cape Hardy financing plan and delivery model - several potential strategic investors and debt finance providers engaged following announcement of Federal government funding support.
- Two year extension granted by South Australian Government for construction commencement and completion dates relating to CEIP - Cape Hardy Deep Sea Port and Associated Infrastructure major development proposal.
- Iron Road entered into a Heads of Agreement and Project Development Accord with the Hydrogen Utility (H2U) to initiate early stage planning for the development of a green manufacturing precinct at Cape Hardy in the longer term.
- On 22 November 2019 the Company's General Manager, Mr Larry Ingle succeeded Mr Andrew Stocks as Iron Road's Chief Executive Officer.
- Agreement reached with major shareholder to provide continued financial support through 2020, including extending the maturity of the current loan facility to 30 September 2020 as well as for any further loan support.

DIRECTORS' REPORT

Review of Operations

Stage I Cape Hardy Port and Central Eyre Iron Project (CEIP) Commercialisation

The Hon Michael McCormack MP, Deputy Prime Minister and Minister for Infrastructure, Transport and Regional Development announced on 15 December 2019 that \$25 million will be provided to support the Cape Hardy port precinct in South Australia's Eyre Peninsula. The Federal Government's Mid-Year Economic and Fiscal Outlook 2019-20 has allocated \$5 million and \$20 million of support respectively in fiscal years 2019-20 and 2020-21.

The Hon Stephan Knoll MP, Minister for Transport, Infrastructure and Local Government and Minister for Planning, advised Iron Road that, as delegate of the Governor, a two year extension of time had been granted for construction commencement and completion dates required by the Governor's development authorisation granted 3 May 2017. The authorisation encompasses the CEIP - Cape Hardy Deep Sea Port and Associated Infrastructure major development proposal. Details of the authorisation were published in *The South Australian Government Gazette No. 34* dated 25 July 2019.

Iron Road continued to work with EPCBH to advance plans to export grains from the freight advantaged Cape Hardy port site. The Stage I port capital cost estimate of \$167 million is based on CEIP port design by Jacobs (formerly SKM) and supplementary work by BESIX / Watpac and BAM International, aided by an industry cost comparison analysis. Cape Hardy is ideally suited as a multi-user and multi-commodity port. Beyond grain accumulation and export, the 1,100 hectare site will ultimately accommodate the export of mineral concentrates, import of high-value cargoes and a manufacturing precinct with demonstrated appeal for long-term green hydrogen production and export potential.

The Stage I Cape Hardy financing plan, delivery model and structure for an initial grains export facility progressed and the Company is in discussions with several strategic investors and other interested parties. This includes potential investors on the wider CEIP development, particularly regarding the reduced production option¹ of a well understood coarse-grained magnetite development. Interested parties have welcomed the Cape Hardy Stage I port development strategy as a capital-light way to commence the regional growth opportunity and re-focus attention on the relative merits of significant resource development opportunities on the Eyre Peninsula that currently lack a competitive export route to market. Sustained strength in the iron ore market, which continues to outperform market consensus price expectations, has also resulted in renewed interest in the Gawler Iron Project from various parties.

On 4 December 2019 Quantum Graphite Limited (QGL) entered into a Memorandum of Understanding (MOU) with Iron Road in connection with the Company's interest in the utilisation of the proposed Cape Hardy port facility as a logistics solution for the export of its natural flake graphite production from its Uley 2 mine, located near Port Lincoln. Quantum Graphite will work with Iron Road to develop a working proposal that meets its immediate requirements of low cost, efficient, direct access to Port Adelaide Outer Harbour.

Iron Road entered into a Heads of Agreement and Project Development Accord with the Hydrogen Utility™ (H2U), an Australian hydrogen infrastructure developer and renewable energy integrator. Iron Road and H2U will work collectively to plan and develop the green manufacturing precinct at Cape Hardy. With support from the South Australian Government's Renewable Technology Fund (RTF), H2U expects to commence site development of a 'Green Hydrogen and Ammonia Supply Chain Demonstrator', a distributed electrolysis and ammonia production facility early next year at Port Lincoln.

¹ Refer to ASX announcement Revised CEIP Development Strategy, dated 25 February 2019, for more detail.

The suitability of the proposed Cape Hardy port precinct as a green hydrogen production and export hub featured prominently at the International Conference on Hydrogen Safety held in Adelaide during September 2019. At the conference the South Australian government released their Hydrogen Action Plan, including the commitment of over \$1 million towards a landmark study to identify optimal locations for renewable hydrogen production and export infrastructure.

Community & Stakeholder Engagement

Meetings with various stakeholders included EPCBH, Regional Development Australia (Whyalla and Eyre Peninsula), Eyre Peninsula Local Government Association (EPLGA), Wudinna District Council, District Council of Tumby Bay, Barngarla Traditional Owners, Free Eyre, Grain Producers SA, local community groups and landholders as well as various Ministers, local members and Federal and State Government agency representatives.

During July 2019 a stakeholders' meeting was held in Tumby Bay to brief State and Federal politicians on the Cape Hardy port development, including the significant regional development characteristics and the unique cooperation of mining, agriculture, manufacturing and Indigenous business. The meeting was followed by a visit to the Cape Hardy port precinct and surrounds. Those in attendance included Dan van Holst Pellekaan, Minister for Energy and Mining (South Australia); Rowan Ramsey, Federal Member for Grey; Peter Treloar, State Member for Flinders; Regional Development Australia (Whyalla and Eyre Peninsula); District Council of Tumby Bay; Barngarla Traditional Owners; Iron Road Ltd; Eyre Peninsula Co-operative Bulk Handling and H2U.

Corporate

The Iron Road Annual General Meeting (AGM) was held on 22 November 2019 with all resolutions passed. The Company advised that the Stage I port development at Cape Hardy is being aggressively pursued with financial close and construction commencement anticipated during 2020.

At the 2019 AGM, long serving Managing Director, Mr Andrew Stocks, who co-founded Iron Road in 2007, resigned to pursue other business interests that will permit him to spend more time with his family.

The Company's General Manager, Mr Larry Ingle succeeded Mr Andrew Stocks as Iron Road's Chief Executive Officer and Non-Executive director Mr Glen Chipman took on the role of Executive Director - Commercial. Mr Arthur Hunt, formerly Engineering Manager - CEIP, was appointed to General Manager - Projects.

Coombedown (Challenger Gold Operations) waived its pre-emptive rights in relation to the West Gawler Farm-in Agreement. This allowed Iron Road to increase its interest in the Iron Ore Rights on several of the Gawler Exploration Licences to 90%/100% at no cost and simplify all subsequent activity.

The agreement with Sentient Global Resources Fund IV, L.P. was extended to provide continued financial support through 2020, including extending the maturity of the current loan facility to 30 September 2020 as well as for any further loan support. The current loan facility bears a zero rate of interest and does not attract any fees.

DIRECTORS' REPORT

Mineral Resources and Reserves

Table 1 – CEIP Ore Reserve Summary – 24Mtpa option

| Resource Classification | Metric Tonnes (Mt) | Fe (%) | SiO ₂ (%) | Al ₂ O ₃ (%) |
|-------------------------|--------------------|--------------|----------------------|------------------------------------|
| Proved | 2,131 | 15.55 | 53.78 | 12.85 |
| Probable | 1,550 | 14.40 | 53.58 | 12.64 |
| Total | 3,681 | 15.07 | 53.70 | 12.76 |

The Ore Reserves estimated for CEIP involving mine planning is based on and fairly represents information and supporting documentation compiled by Mr Bob McCarthy, a Member of the Association of Professional Engineers and Geoscientists of British Columbia (Canada) and a full time employee of SRK Consulting (North America). Mr McCarthy has sufficient experience relevant to the style of mineralisation and the type of deposits under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr McCarthy consents to the inclusion in the report of the matters based on his information in the form and context in which it appears. The Ore Reserves estimated for the CEIP involving aspects other than mine planning is based on and fairly represents information and supporting documentation compiled by Mr Larry Ingle, a Member of the Australian Institute of Mining and Metallurgy and a full-time employee of Iron Road Ltd. Mr Ingle has sufficient experience relevant to the style of mineralisation and the type of deposits under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Ingle consents to the inclusion in the report of the matters based on his information in the form and context in which it appears. This report includes results that have previously been released under JORC 2012 by the Company on 2 May 2016. The Company is not aware of any new information or data that materially affects the information included in this announcement and all material assumptions and technical parameters underpinning the Ore Reserve continue to apply and have not materially changed.

Table 2 – CEIP Global Mineral Resource

| Location | Classification | Tonnes (Mt) | Fe (%) | SiO ₂ (%) | Al ₂ O ₃ (%) | P (%) | LOI (%) |
|----------------------|----------------|--------------|-----------|----------------------|------------------------------------|-------------|------------|
| Murphy South/Rob Roy | Measured | 2,222 | 15.69 | 53.70 | 12.84 | 0.08 | 4.5 |
| | Indicated | 474 | 15.6 | 53.7 | 12.8 | 0.08 | 4.5 |
| | Inferred | 667 | 16 | 53 | 12 | 0.08 | 4.3 |
| Boo-Loo/Dolphin | Indicated | 796 | 16.0 | 53.3 | 12.2 | 0.07 | 0.6 |
| | Inferred | 351 | 17 | 53 | 12 | 0.09 | 0.7 |
| Total | | 4,510 | 16 | 53 | 13 | 0.08 | 3.5 |

The Murphy South/Rob Roy Mineral Resource estimate was carried out following the guidelines of the JORC Code (2004) by Iron Road Ltd and peer reviewed by Xstract Mining Consultants. The Murphy South - Boo-Loo/Dolphin oxide and transition Resource estimate was carried out following the guidelines of the JORC Code (2004) by Coffey Mining Limited. The Boo-Loo/Dolphin fresh Mineral Resource estimate was carried out following the guidelines of the JORC Code (2012) by Iron Road Ltd and peer reviewed by AMC Consultants. This report includes results that have previously been released under JORC 2004 and JORC 2012 by the Company on 30 June 2010, 28 May 2013 and 27 February 2015. The Company is not aware of any new information or data that materially affects the information included in this announcement and all material assumptions and technical parameters underpinning the Mineral Resource continue to apply and have not materially changed.

Table 3 – CEIP Indicative Concentrate Specification – 106 micron (p80)*

| Iron (Fe) | Silica (SiO ₂) | Alumina (Al ₂ O ₃) | Phosphorous (P) |
|-----------|----------------------------|---|-----------------|
| 66.7% | 3.36% | 1.90% | 0.009% |

* The concentrate specifications given here are based on current data from metallurgical test work, bulk samples and simulation modelling designed specifically to emulate the proposed beneficiation plant.

DIRECTORS' REPORT

Results of Operations

The Group incurred a loss for the half-year ended 31 December 2019 of \$333,591 (2018: \$702,381).

Events after the Reporting Date

No matters or events have arisen since 31 December 2019 which have significantly affected, or may significantly affect, the operations of the Group, the results of the operations, or the state of affairs of the Group in future years.

Auditor's Independence Declaration

A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* (Cth) is set out on page 6.

This report is made in accordance with a resolution of directors and is signed on behalf of the directors by Dr Peter Cassidy.



Peter Cassidy
Chairman
Adelaide, South Australia
6 March 2020

AUDITOR'S INDEPENDENCE DECLARATION



Auditor's Independence Declaration

As lead auditor for the review of Iron Road Limited for the year ended 31 December 2019, I declare that to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Iron Road Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'M. T. Lojszczyk', is written over the typed name and title.

M. T. Lojszczyk
Partner
PricewaterhouseCoopers

Adelaide
6 March 2020

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

| | Note | Half-year | |
|---|------|------------------|------------------|
| | | 2019 \$ | 2018 \$ |
| Revenue from continuing operations | | | |
| Interest income | | 451 | 846 |
| Expenses | | | |
| Impairment of exploration expenses | | - | (468) |
| Depreciation | 3 | (24,227) | (30,598) |
| Employee benefits expense | 4 | (23,060) | (431,608) |
| Exploration expenses | 2 | (45,133) | - |
| General expenses | | (30,499) | (31,600) |
| Professional fees | | (65,992) | (64,514) |
| Travel and accommodation | | (45,383) | (36,372) |
| Marketing | | (7,658) | (13,511) |
| Rent and administration costs | | (92,090) | (94,556) |
| Loss before income tax | | (333,591) | (702,381) |
| Income tax expense | | - | - |
| Loss for the period | | (333,591) | (702,381) |
| Other comprehensive loss for the period | | - | - |
| Total comprehensive loss for the period attributable to owners of Iron Road Ltd | | (333,591) | (702,381) |
| Loss per share for loss attributable to the ordinary equity holders of the company: | | | |
| | | Cents | Cents |
| Basic and diluted loss per share (cents) | 8 | (0.05) | (0.10) |

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2019

| | Note | 31 December 2019 \$ | 30 June 2019 \$ |
|--|------|------------------------|--------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash and cash equivalents | 1 | 754,300 | 688,071 |
| Bank term deposits | 1 | 45,000 | 45,000 |
| Prepayments and other receivables | | 113,907 | 33,855 |
| Total current assets | | 913,207 | 766,926 |
| Non-current assets | | | |
| Exploration and evaluation expenditure | 2 | 121,959,760 | 121,959,760 |
| Property, plant and equipment | 3 | 9,817,152 | 9,841,379 |
| Total non-current assets | | 131,776,912 | 131,801,139 |
| Total assets | | 132,690,119 | 132,568,065 |
| LIABILITIES | | | |
| Current liabilities | | | |
| Trade and other payables | 5 | 7,817,152 | 6,720,246 |
| Provisions | | 241,981 | 532,014 |
| Total current liabilities | | 8,059,133 | 7,252,260 |
| Non-current liabilities | | | |
| Provisions | | 31,496 | 21,454 |
| Total non-current liabilities | | 31,496 | 21,454 |
| Total liabilities | | 8,090,629 | 7,273,714 |
| Net assets | | 124,599,490 | 125,294,351 |
| EQUITY | | | |
| Contributed equity | 7 | 162,093,715 | 162,093,715 |
| Reserves | | 4,766,758 | 5,128,028 |
| Accumulated losses | | (42,260,983) | (41,927,392) |
| Total equity | | 124,599,490 | 125,294,351 |

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

Attributable to owners of Iron Road Ltd

| | Note | Contributed Equity \$ | Accumulated losses \$ | Reserves \$ | Total Equity \$ |
|--|------|-----------------------------|-----------------------------|------------------|--------------------|
| Balance at 1 July 2018 | | 160,916,191 | (39,766,042) | 5,078,327 | 126,228,476 |
| Total loss for the half-year | | - | (702,381) | - | (702,381) |
| Total other comprehensive income for the half-year | | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Contributions to equity net of transaction costs | | 1,177,524 | - | - | 1,177,524 |
| Share based payments | 7 | - | - | 10,094 | 10,094 |
| Balance at 31 December 2018 | | 162,093,715 | (40,468,423) | 5,088,421 | 126,713,713 |
| Balance at 1 July 2019 | | 162,093,715 | (41,927,392) | 5,128,028 | 125,294,351 |
| Total loss for the half-year | | - | (333,591) | - | (333,591) |
| Total other comprehensive income for the half-year | | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Share based payments | 7 | - | - | (361,270) | (361,270) |
| Balance at 31 December 2019 | | 162,093,715 | (42,260,983) | 4,766,758 | 124,599,490 |

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

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

| | | Half-year | |
|--|------|--------------------|------------------|
| | Note | 2019 \$ | 2018 \$ |
| Cash flows from operating activities | | | |
| Payments to suppliers and employees (inclusive of GST) | | (1,334,222) | (855,332) |
| Interest received | | 451 | 846 |
| Net cash outflow from operating activities | 4 | (1,333,771) | (854,486) |
| Cash flows from investing activities | | | |
| Payments for term deposits | | (90,000) | (90,000) |
| Receipts from term deposits | | 90,000 | 135,000 |
| Payments for exploration and evaluation | | - | (881,859) |
| Net cash outflow from investing activities | | - | (836,859) |
| Cash flows from financing activities | | | |
| Proceeds from issue of shares | | - | 1,209,701 |
| Share issue transaction costs | | - | (32,178) |
| Proceeds from borrowings | 6 | 1,400,000 | 800,000 |
| Net cash inflow from financing activities | | 1,400,000 | 1,977,523 |
| Net increase in cash and cash equivalents | | 66,229 | 286,178 |
| Cash and cash equivalents at the beginning of the half-year | | 688,071 | 161,521 |
| Cash and cash equivalents at the end of the half-year | | 754,300 | 447,699 |

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

Structure of Notes and materiality

Note disclosures are split into four sections shown below to enable better understanding of how the Group performed.

| KEY NUMBERS | STRUCTURES AND CAPITAL | ADDITIONAL INFORMATION | UNRECOGNISED ITEMS |
|----------------------------------|------------------------|-------------------------|---------------------------------|
| 1. Cash | 6. Related parties | 9. Segment information | 12. Contingencies |
| 2. Exploration | 7. Equity and reserves | 10. Accounting policies | 13. Events after reporting date |
| 3. Property, plant and equipment | 8. Loss per share | 11. Dividends | |
| 4. Operating activities | | | |
| 5. Trade and other payables | | | |

Information is only included in the Notes to the extent that it has been considered material and relevant to the understanding of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

1: Cash

The Consolidated Statement of Cash Flows, shows total cash expended during the half-year ended 31 December 2019 was \$1,334,222 (2018: \$1,769,369), utilised in the following areas:

| | Half-year | |
|-------------------------------|------------------|------------------|
| | 2019 | 2018 |
| | \$ | \$ |
| Exploration and evaluation | 376,173 | 881,859 |
| Employee benefits expense | 572,229 | 487,117 |
| Professional fees | 65,992 | 64,514 |
| Rent and administration | 266,787 | 253,818 |
| Share issue transaction costs | - | 32,178 |
| Other | 53,041 | 49,883 |
| Total | 1,334,222 | 1,769,369 |

Cash and cash equivalents at 31 December 2019 was \$754,300 (June 2019: \$688,071) and bank term deposits was \$45,000 (June 2019: \$45,000). The bank term deposit is held as security for the Group's credit card facility.

Funds held in a term deposit facility for greater than 3 months are classified as bank term deposits in the consolidated statement of financial position per AASB 107.

2: Exploration

Exploration and evaluation expenditure encompasses expenditures incurred by the Group in connection with the exploration for the evaluation of mineral resources.

There was no exploration and evaluation expenditure capitalised in relation to the CEIP's exploration licence 5934 for the half-year ended 31 December 2019 (2018: \$95,107). From 1 January 2019 expenditure on maintaining the mining lease that has not progressed the CEIP has been expensed. The total exploration expenses for the half year were \$45,133 (2018: Nil).

Recoverability of exploration and evaluation assets

Recoverability of the carrying amount of the exploration and evaluation asset is dependent on successful development and commercial exploitation, or alternatively sale of the respective area of interest. The exploration and evaluation assets are tested for impairment periodically or when events or circumstances indicate the carrying value may not be recoverable. For the half-year ended 31 December 2019, the directors deemed the current capitalisation of development of the CEIP resource to be appropriate, as the Group continues to define the most appropriate mine and infrastructure plan.

The Group's accounting policy requires management to make certain assumptions as to future events and circumstances. Exploration and evaluation costs are carried forward based on the accounting policy set out above. Should development not be possible, or the existence of reserves does not allow for economic development, amounts recorded may require impairment in future periods. Iron Road periodically evaluates the economic potential of the CEIP using discounted cashflow modelling technique. The model includes assumptions for

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

production volumes, forecast iron ore pricing, foreign exchange rates and project costs, which are updated for the latest available data.

3: Property, plant and equipment

During the period ended 31 December 2019, the Group invested Nil (2018: Nil) in property, plant and equipment. Reconciliation of the carrying amounts of property, plant and equipment:

| Reconciliation of the carrying value of property, plant and equipment | LAND AND BUILDINGS | | PLANT AND EQUIPMENT | | Total \$ |
|---|--------------------|--------------------------------|-------------------------|----------------------|------------------|
| | Land \$ | Buildings & Improvements \$ | Plant & Equipment \$ | Motor Vehicles \$ | |
| At 30 June 2019 | | | | | |
| Cost or fair value | 9,025,418 | 847,518 | 1,086,433 | 40,097 | 10,999,466 |
| Accumulated depreciation | - | (155,700) | (964,118) | (38,269) | (1,158,087) |
| Net book amount | 9,025,418 | 691,818 | 122,315 | 1,828 | 9,841,379 |
| Half-year ended 31 December 2019 | | | | | |
| Opening net book value | 9,025,418 | 691,818 | 122,315 | 1,828 | 9,841,379 |
| Additions | - | - | - | - | - |
| Depreciation charge | - | (10,822) | (13,166) | (239) | (24,227) |
| Closing net book amount | 9,025,418 | 680,996 | 109,149 | 1,589 | 9,817,152 |
| At 31 December 2019 | | | | | |
| Cost or fair value | 9,025,418 | 847,518 | 1,086,433 | 40,097 | 10,999,466 |
| Accumulated depreciation | - | (166,521) | (977,284) | (38,508) | (1,182,314) |
| Net book amount | 9,025,418 | 680,996 | 109,149 | 1,589 | 9,817,152 |

4: Operating activities

Operating expenses were \$334,042 for the half-year ended 31 December 2019 (2018: \$703,227). Share based payments expense includes reversal of previously expensed amounts where executive KPIs were not met and the related performance rights have lapsed (refer Note 7). Loss before tax includes the following specific expenses:

| | Half-year | |
|---|---------------|----------------|
| | 2019 \$ | 2018 \$ |
| Salaries and other employee benefits | 396,401 | 453,803 |
| Superannuation | 40,490 | 43,956 |
| Directors' fees | 5,000 | 6,180 |
| Share based payments expense | (361,270) | 10,094 |
| Sub-total | 80,621 | 514,033 |
| Less: allocated to exploration expenses | (57,561) | (82,425) |
| Total employee benefits expense | 23,060 | 431,608 |

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

Reconciliation of loss after income tax to net cash outflow from operating activities is as follows:

| | Half-year | |
|---|--------------------|------------------|
| | 2019 | 2018 |
| | \$ | \$ |
| Net loss for the period | (333,591) | (702,381) |
| Depreciation | 24,227 | 30,597 |
| Share based payments | (361,270) | 10,094 |
| Impairment of exploration expenses | - | 468 |
| Change in operating assets and liabilities | | |
| Decrease in other receivables | (80,052) | (53,979) |
| Decrease in trade payables | (303,094) | (103,691) |
| Decrease in other provisions | (279,991) | (35,594) |
| Net cash outflow from operating activities | (1,333,771) | (854,486) |

5: Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the reporting period, which are unpaid. The amounts are presented as current liabilities unless payment is not due within 12 months from the reporting date.

| | 31 December 2019 | 30 June 2019 |
|---------------------------------------|------------------|------------------|
| | \$ | \$ |
| Trade payables | 414,652 | 616,117 |
| Accruals | 2,500 | 104,129 |
| Short term loan facility | 7,400,000 | 6,000,000 |
| Total trade and other payables | 7,817,152 | 6,720,246 |

The Group received \$1,400,000 in short term debt finance from Sentient Global Resources Fund IV taking the total loan balance to \$7,400,000 at 31 December 2019 (30 June 2019: \$6,000,000). The loan attracts nil interest and is repayable on 30 September 2020.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

STRUCTURES AND CAPITAL

6: Related parties

The parent entity of the Group and the ultimate parent entity and controlling party is The Sentient Global Resources Funds (Sentient) which at 31 December 2019 owned 74.03% (2018: 74.03%) of the issued ordinary shares of Iron Road Ltd.

The following transactions occurred with Sentient:

| | 31 December 2019 \$ | 31 December 2018 \$ |
|---------------------------------------|---------------------------|---------------------------|
| Director's fees | - | 2,500 |
| Proceeds of issue from shares | - | (1,047,203) |
| Short term finance - (loan)/repayment | (1,400,000) | (800,000) |
| Total | (1,400,000) | (1,844,703) |

The Group received \$1,400,000 in short term debt finance from Sentient Global Resources Fund IV taking the total loan balance to \$7,400,000 at 31 December 2019 (30 June 2019: \$6,000,000). The loan attracts nil interest and is repayable on 30 September 2020.

7: Equity and reserves

SHARE CAPITAL

| | 2019 Shares | 2018 Shares | 2019 \$ | 2018 \$ |
|---|--------------------|--------------------|--------------------|--------------------|
| Share capital | | | | |
| Opening balance 1 July | 693,683,634 | 677,554,286 | 162,093,715 | 160,916,191 |
| Shares issued as part of 1 for 30 non-renounceable rights issue | - | 16,129,348 | - | 1,209,701 |
| Cost of rights issue | - | - | - | (32,177) |
| Balance 31 December | 693,683,634 | 693,683,634 | 162,093,715 | 162,093,715 |

There were no shares or options over shares issued during the half year to 31 December 2019.

Ordinary shares entitle the holder to participate in dividends and to share in the proceeds of winding up of the Group in proportion to the number of and amounts paid on the shares held. Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are deducted from equity, net of tax. Ordinary shares have no par value and the company does not have a limited amount of authorised capital. All shares have been issued and are fully paid.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

RESERVES

The share based payment reserve is used to recognise the value of options and performance rights issued. Options and performance rights that are vested on issue are fully expensed on issue whereas options and performance rights with vesting conditions that are yet to be satisfied are expensed throughout the vesting period. At the end of each period the Group revises its estimates of the number of options and performance rights that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment in equity.

During the half year share based payments expense related to performance rights of \$361,270 previously expensed being reversed to the profit and loss due to the lapsing of 3,000,000 performance rights held by former Managing Director Andrew Stocks and performance conditions not being met for 2,000,000 performance rights held by Chief Executive Officer Larry Ingle expiring 13 January 2020 (2018: \$10,094 expense).

8: Loss per share

| | 31 December 2019 | 31 December 2018 |
|---|---------------------|---------------------|
| Loss attributable to the members of the group used in calculating basic loss per share | (333,591) | (702,381) |
| Weighted average number of shares used as the denominator in calculating basic loss per share | 693,683,634 | 684,216,408 |
| Total basic loss per share attributable to the ordinary equity owners of the company (cents) | (0.05) | (0.10) |

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

ADDITIONAL INFORMATION

9: Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors and management of the Group. These internal management reports are reviewed on a monthly basis and are aligned with the information provided in the statement of comprehensive income, statement of financial position and statement of cash flows. The Group does not have any customers or operating segments with discrete financial information and all of the Group's assets and liabilities are located within Australia, as a result no reconciliation is required.

10: Accounting policies

Basis of Preparation of the Interim Financial Report

This condensed consolidated interim financial report for the half-year reporting period ended 31 December 2019 has been prepared in accordance with requirements of the *Corporations Act 2001* (Cth) and Australian Accounting Standard AASB 134: *Interim Financial Reporting*.

This condensed consolidated interim financial report does not include all the notes of the type normally included in the annual financial report. Accordingly, this report is to be read in conjunction with the Annual Report for the year ended 30 June 2019 and any public announcements made by Iron Road Ltd during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001* (Cth).

Other than disclosed below the accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

New and amended standards adopted by the Group

The Group adopted accounting standard "AASB 16 Leases" in the period.

Adoption of this standard has not resulted in a material impact on the Group's current period results or restatement of previously reported financial results. The Group's leases are either short term in nature or out of scope of the standard being exploration or mineral leases.

Going concern

As at 31 December 2019, the Group's current liabilities exceed its current assets by \$7,145,926. The Group has also experienced an operating loss of \$333,591 and negative operating and investing cash flows of \$1,333,771 during the half year ended 31 December 2019.

The Group currently has no cash generating assets in operation and \$754,300 of available cash at 31 December 2019. Therefore, the continuing viability of the Group and its ability to continue as a going concern and meet its debts and commitments as they fall due is dependent on the Group being successful in:

- 1) receiving the continuing support and extension of terms from its shareholder, including the ongoing subordination of the shareholder's loan with a current balance of \$7.4 million which is due on 30 September 2020; and/or
- 2) a placement to potential strategic Cape Hardy Stage I investors; and/or
- 3) other capital raising.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2019

As a result of these matters, there is a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business. However, the directors believe that the Group will be successful in implementing a combination of the above matters and, accordingly, have prepared the financial report on a going concern basis.

If the above matters are not executed successfully, the going concern assumption may not be appropriate and result in the Group having to potentially realise assets and extinguish liabilities at amounts different to those stated in the financial report. No allowance for such circumstances has been made.

11: Dividends

There were no dividends provided for or paid during the half-year ended 31 December 2019.

UNRECOGNISED ITEMS

12: Contingencies

There are no material contingent liabilities or contingent assets of the Group at 31 December 2019.

13: Events after reporting date

No matters or circumstances have arisen since the end of the half-year which have significantly affected or may significantly affect the operations or the state of affairs of the Group in the future financial years.

DIRECTORS' DECLARATION

In the directors' opinion:

- a) the financial statements and notes set out on pages 7 to 18 are in accordance with the *Corporations Act 2001* (Cth), including:
 - i.) complying with the *Corporations Regulations 2001* (Cth) and *Australian Accounting Standard AASB 134 Interim Financial Reporting* and other mandatory professional reporting requirements; and
 - ii.) giving a true and fair view of the Group's financial position as at 31 December 2019 and of its performance for the half-year ended on that date; and
- b) there are reasonable grounds to believe that Iron Road Ltd will be able to pay its debts as and when they become due and payable.

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



Peter Cassidy

Chairman

Adelaide, South Australia

6 March 2020

INDEPENDENT AUDITORS' REVIEW REPORT TO THE MEMBERS OF IRON ROAD LTD



Independent auditor's review report to the members of Iron Road Limited

Report on the half-year financial report

We have reviewed the accompanying half-year financial report of Iron Road Limited (the Company) and the entities it controlled during the half-year (together the Group), which comprises the consolidated statement of financial position as at 31 December 2019, the consolidated statement of changes in equity, consolidated statement of cash flows and consolidated statement of comprehensive income statement for the half-year ended on that date, selected other explanatory notes and the directors' declaration.

Directors' responsibility for the half-year financial report

The directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Australian Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2019 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Iron Road Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

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INDEPENDENT AUDITORS' REVIEW REPORT TO THE MEMBERS OF IRON ROAD LTD



Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Iron Road Limited is not in accordance with the *Corporations Act 2001* including:

1. giving a true and fair view of the Group's financial position as at 31 December 2019 and of its performance for the half-year ended on that date;
2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Material uncertainty related to going concern

We draw attention to Note 10 in the half-year financial report, which indicates that the Group incurred an loss of \$333,591 during the half-year ended 31 December 2019 and, as of that date, the Group's current liabilities exceeded its current assets by \$7,145,926. The Group currently has no cash-generating assets in operation and with \$754,300 of available cash at balance date requires additional funds as detailed in Note 10. These conditions, along with other matters set forth in Note 10, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our review conclusion is not modified in respect of this matter.

PricewaterhouseCoopers

PricewaterhouseCoopers

M. T. Lojszczyk
Partner

Adelaide
6 March 2020