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BRYAH RESOURCES
L I M I T E D

ACN: 616 795 245

Half Year Report

31 December 2019

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Corporate Directory

Directors

Ian Stuart (Non-executive Chairman)
Leslie Ingraham (Non-executive Director)
Neil Marston (Managing Director)

Company Secretary

Neil Marston

Registered and Principal Office

Level 1, 85 Havelock Street
West Perth WA 6005

Telephone 08 9321 0001

Share Registry

Computershare Investor Services Pty Ltd
Level 11
172 St Georges Terrace
Perth WA 6000

Telephone 08 9323 2000

Facsimile 08 9323 2033

Auditors

Elderton Pty Ltd
Level 2, 267 St Georges Terrace,
Perth WA 6000

Australian Securities Exchange

Bryah Resources Limited shares (BYH) are listed on the Australian Securities Exchange.

Directors Report

Your directors submit the financial report of Bryah Resources Limited (“the Company”) for the half-year ended 31 December 2019. This report should be read in conjunction with announcements to the Australian Securities Exchange (ASX). In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

DIRECTORS

The names of the Directors who held office during or since the end of the half-year and until the date of this report are noted below. Directors were in office for this entire period unless otherwise stated:

Ian Stuart (Non-executive Chairman)

Leslie Ingraham (Non-executive Director)

Neil Marston (Managing Director)

REVIEW OF OPERATIONS

The net loss for the half-year attributed to members of Bryah Resources Limited was \$317,399 (2018: \$371,013). During the half year the Company successfully completed a \$2.0 million placement to fund exploration activities and for working capital purposes. Hartleys Limited were Lead Managers of the placement.

The Company is a copper-gold and manganese focused explorer with two projects located in central Western Australia, being the Bryah Basin Project and the Gabanintha Project (see Figure 1).

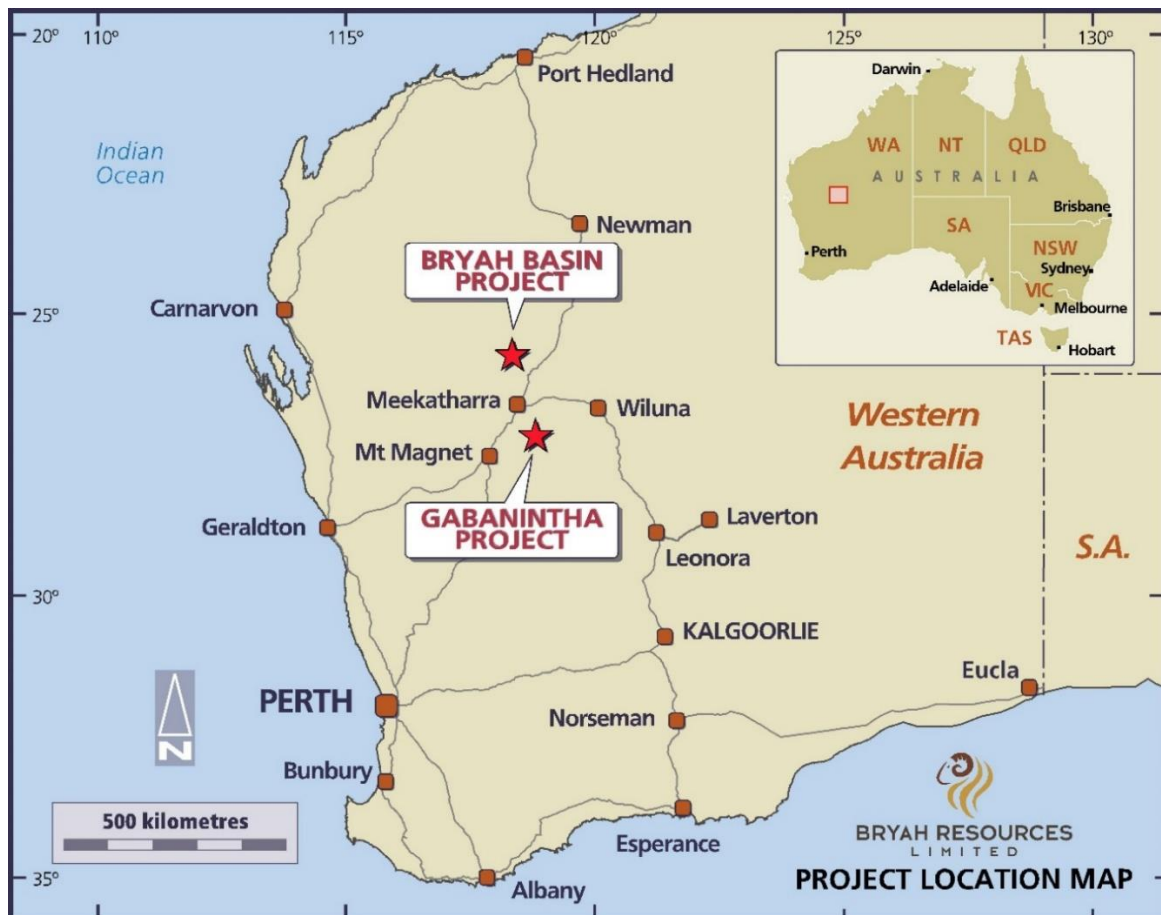


Figure 1 – Project Location Map

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BRYAH BASIN PROJECT

The Company holds 1,026km² of ground within the Bryah Basin project. The Bryah Basin is host to the high-grade copper-gold mines at DeGrussa, discovered by Sandfire Resources Limited in 2009, and at Horseshoe Lights, which was mined until 1994. In addition, Westgold Resources Limited is operating the Fortnum gold mine which is located adjacent to the Company's landholdings.

Bryah has also secured the manganese mineral rights to an additional 155km² held by a subsidiary of Austsino Resources Group Limited, as well as ownership of the Horseshoe South mine which is the largest historic manganese mine in the region (see Figure 2).

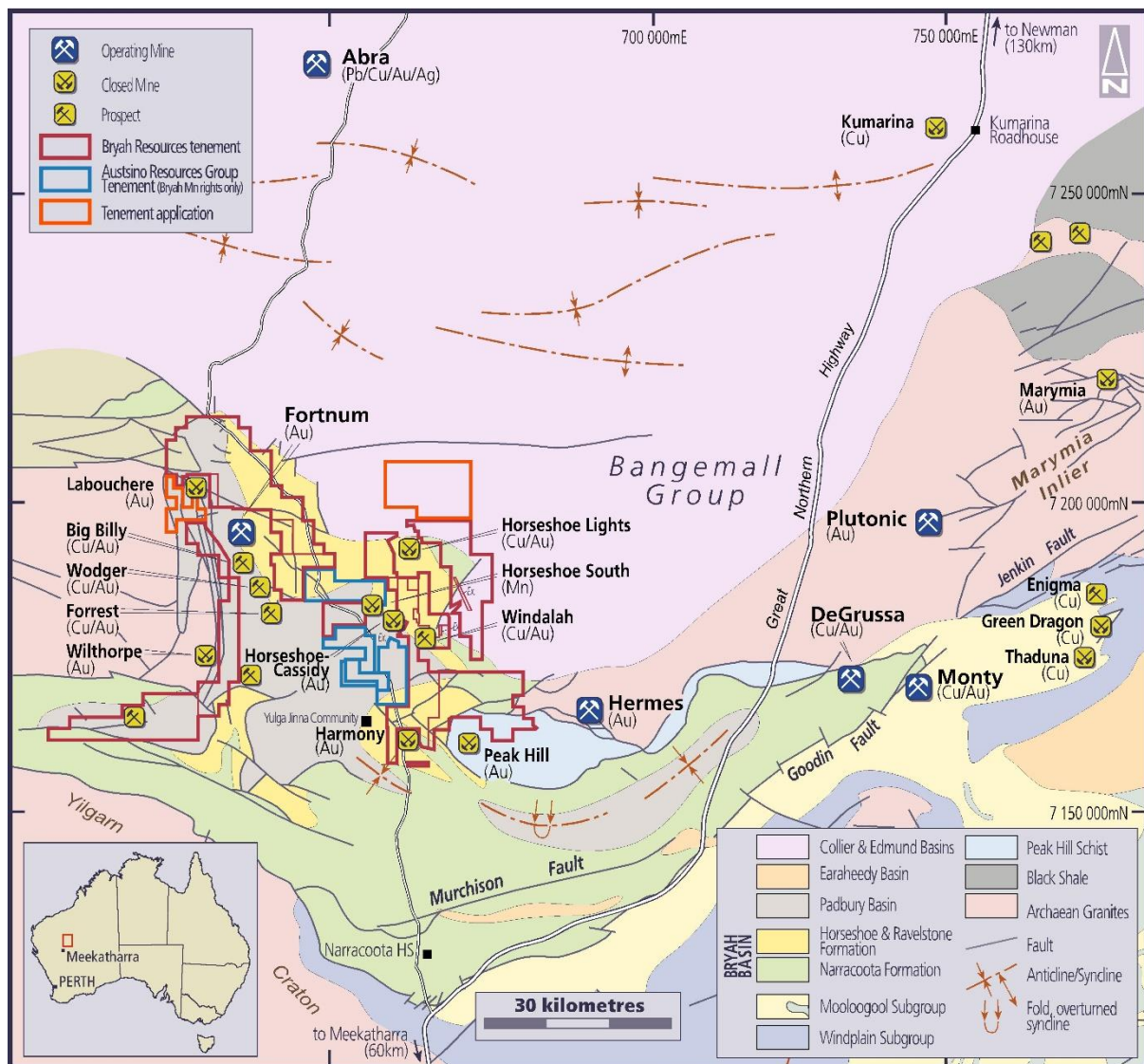


Figure 2 – Bryah Basin Tenements Location Plan

Copper-Gold Exploration

During the half-year period, the Company successfully completed a gravity survey over the Windalah Prospect within the Bryah Basin Project. This program was completed over an area where previous exploration by the Company had identified a significant multi-element soil anomaly and two Priority 2

anomalies identified by airborne Versatile Time-Domain Electromagnetic (VTEM) survey.¹ This gravity survey covered an area where Reverse Circulation (RC) drilling in 2018 was successful, with the discovery of high-grade gold mineralisation². The best gold intervals reported (see Figure 3) were:

- BBRC019: 5 metres @ 6.62 g/t Au from 79m, including 1m @ 15.05 g/t Au from 82m.
- BBRC020: 2 metres @ 3.39 g/t Au from 78m
4 metres @ 2.72 g/t Au from 134m, and
3 metres @ 6.69 g/t Au from 145m, including 1m from 146m @ 10.52 g/t Au.

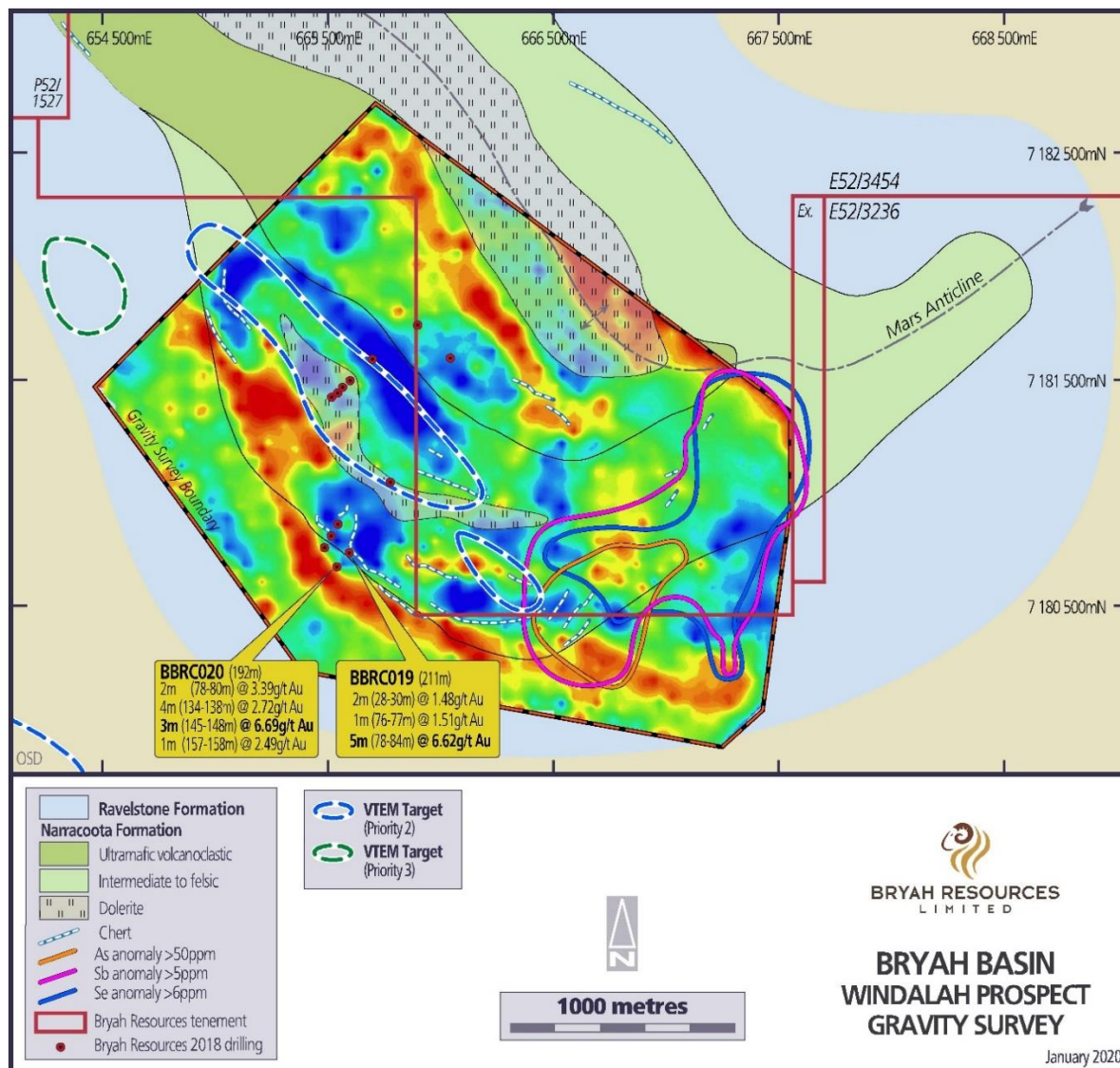


Figure 3 – Winalah Prospect Gravity Survey

Follow-up aircore drilling at the Winalah Prospect to test the geochemical anomaly and other target areas commenced in March 2020.³

¹ Reference - BYH December 2019 Quarterly Report to ASX dated 15 January 2020.

² Reference - BYH ASX announcement dated 22 November 2018

³ Reference - BYH ASX announcement dated 11 March 2020

Manganese Exploration

In April 2019, the Company executed a manganese Farm-In and Joint Venture Agreement (Agreement) with OM (Manganese) Limited (OMM), a wholly owned subsidiary of ASX-listed OM Holdings Limited (ASX:OMH). OM Holdings Limited is a vertically integrated manganese and silicon specialist, involved in mining, smelting and trading, with operations located in Australia, China, Japan, Singapore and South Africa. The Agreement applies to approximately 660km² of the Company's Bryah Basin Project, including the Company's historic Horseshoe South Manganese Mine (see Figure 4).⁴

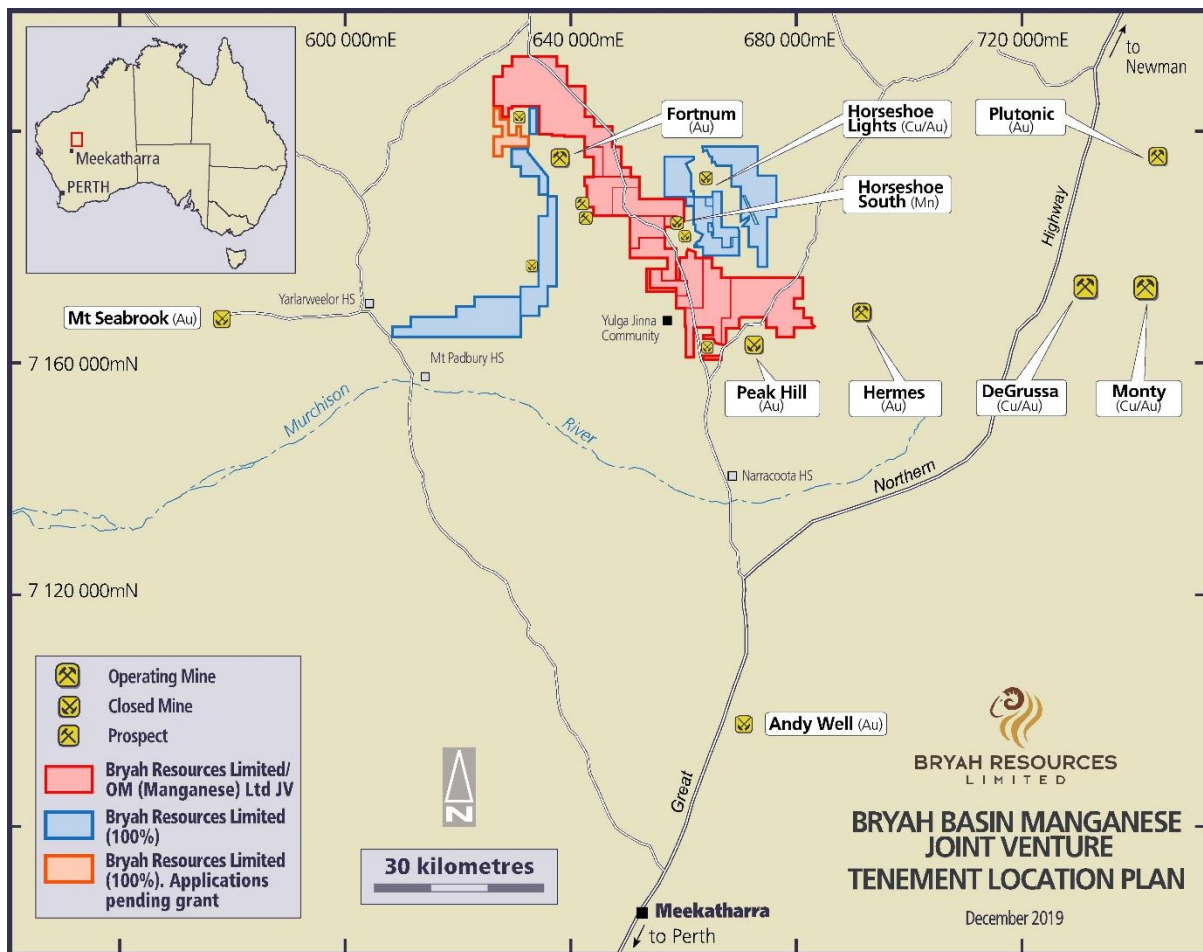


Figure 4 – Bryah Basin Manganese Joint Venture Tenement Location Plan

In the period April to July 2019, OMM funded \$500,000 of project expenditure, which yielded highly encouraging manganese drilling results. In August 2019, OMM advised Bryah of its election to proceed to Stage 2 and form the Joint Venture. Following the payment to Bryah of a \$250,000 Exercise Fee, OMM received an initial 10% interest in the Manganese JV. Under the Agreement, OMM will progressively fund the next \$2 million of exploration expenditure to earn a further 41% interest in the Manganese JV.⁵

The next phase of manganese exploration and drilling is due to commence in the period April – June 2020.

⁴ Reference – BYH ASX announcement dated 23 April 2019

⁵ Reference – BYH ASX announcement dated 26 August 2019

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GABANINTHA PROJECT

The Company holds the rights to all minerals except Vanadium, Uranium, Cobalt, Chromium, Titanium, Lithium, Tantalum, Manganese & Iron Ore (“Excluded Minerals”). Australian Vanadium Limited retains 100% rights in the Excluded Minerals on the project, which covers an area of 170km² (see Figure 5).

Tumblegum South Prospect

During the half year the Company completed a total of 16 RC drill holes for 1,582 metres at the Tumblegum South prospect. Significant results from the drilling are shown on Figure 6 and in sections in Figures 7 – 8. The results demonstrate that high-grade gold mineralisation occurs in multiple thrust zones located on the tenement.⁶

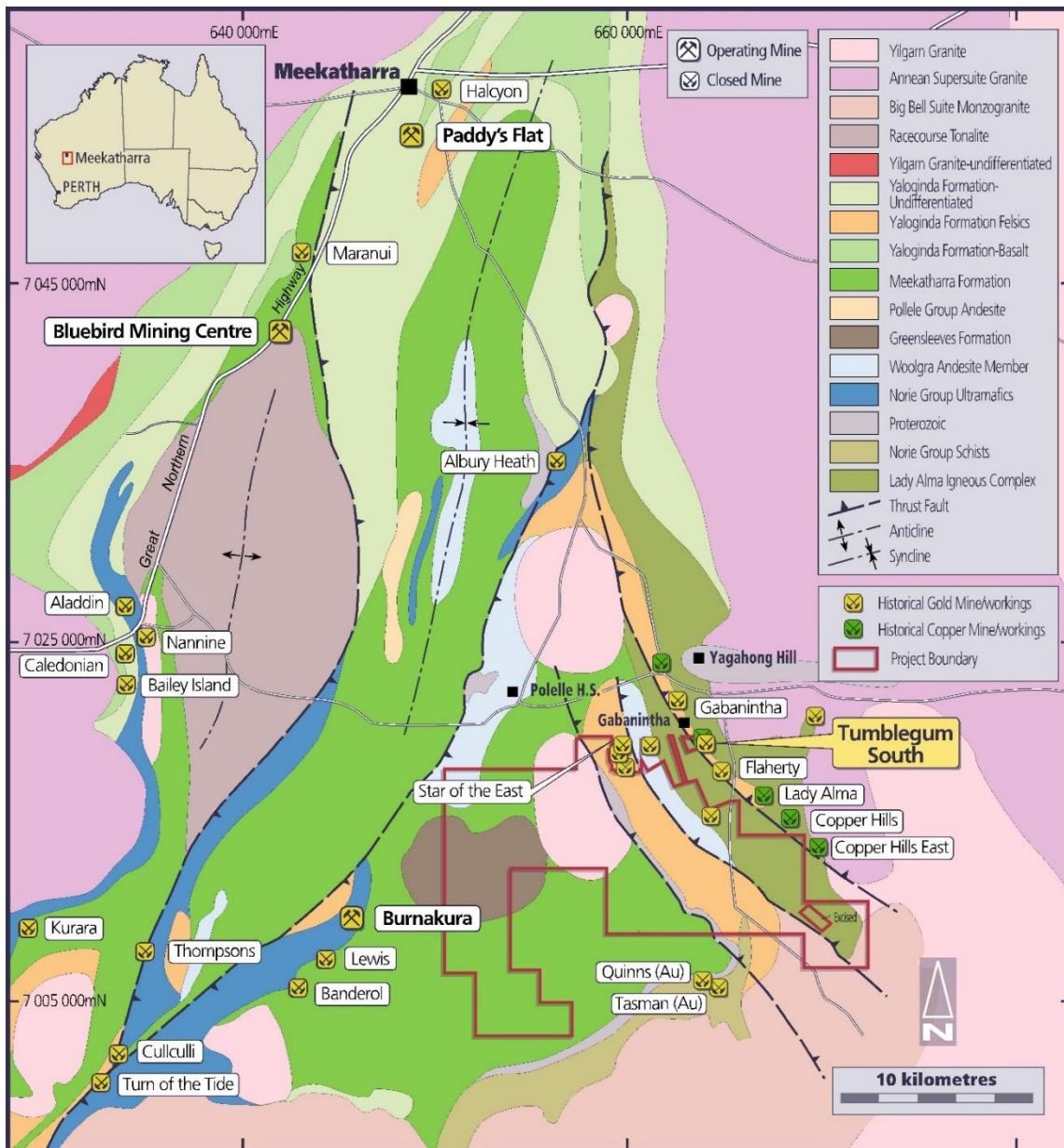


Figure 5 – Gabanintha Project Location

⁶ Reference – BYH ASX announcement dated 3 December 2019

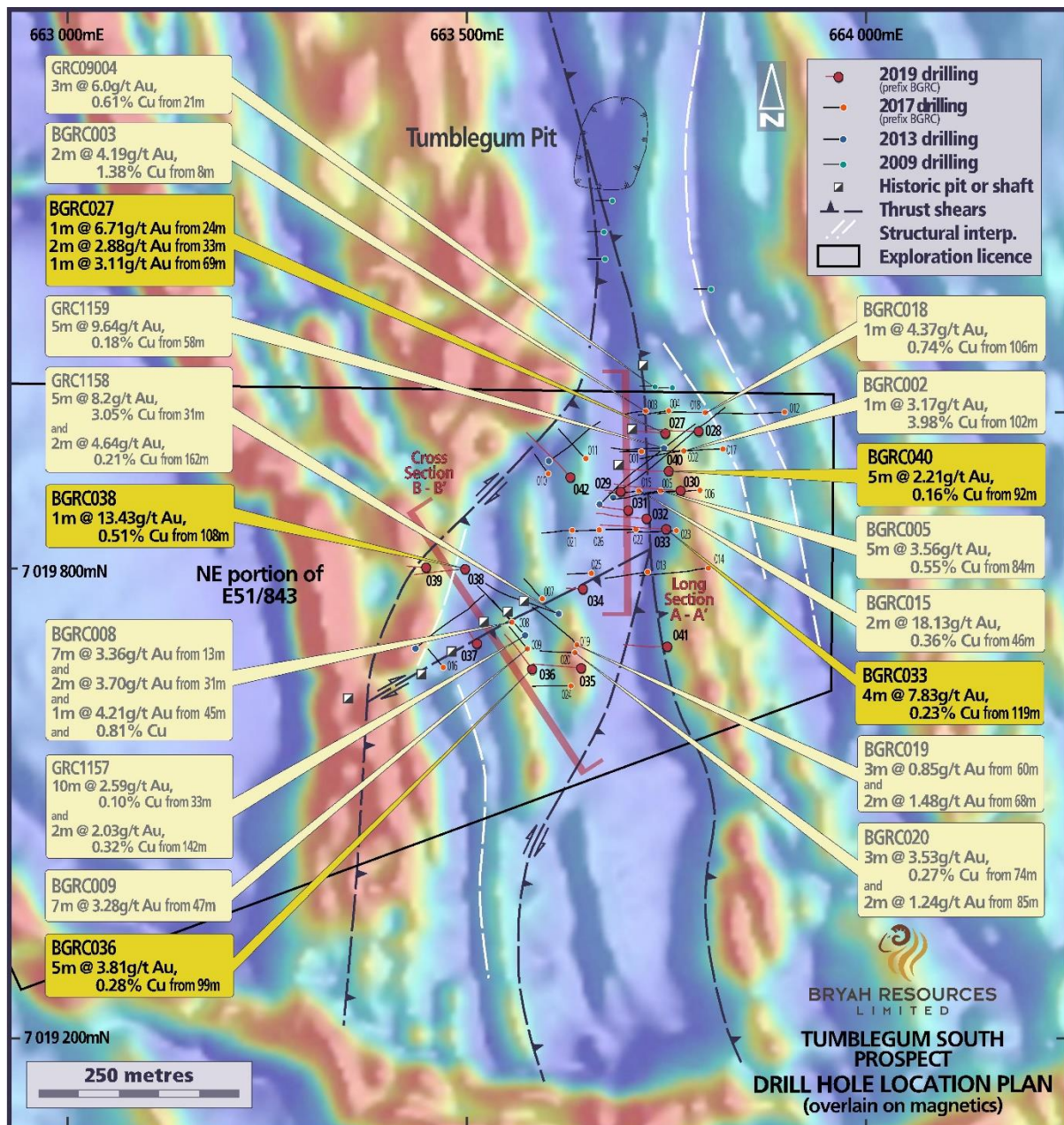


Figure 6 - Tumblegum South Prospect Drill Hole Location Plan

2020 Mineral Resource Estimate (JORC Code 2012)

Subsequent to the completion of the drilling, a Mineral Resource Estimation was completed in accordance with the JORC Code (2012), based on 49 RC drill holes (see Figure 6) for a total of 5,640 metres.⁷

Mineralisation occurs in 5 lodes. The total Inferred Mineral Resource is estimated at **600,000 tonnes at 2.2 g/t Au, 0.2% Cu and 1.5 g/t Ag for 42,500 oz Au.**

⁷ Reference – BYH ASX announcement dated 29 January 2020

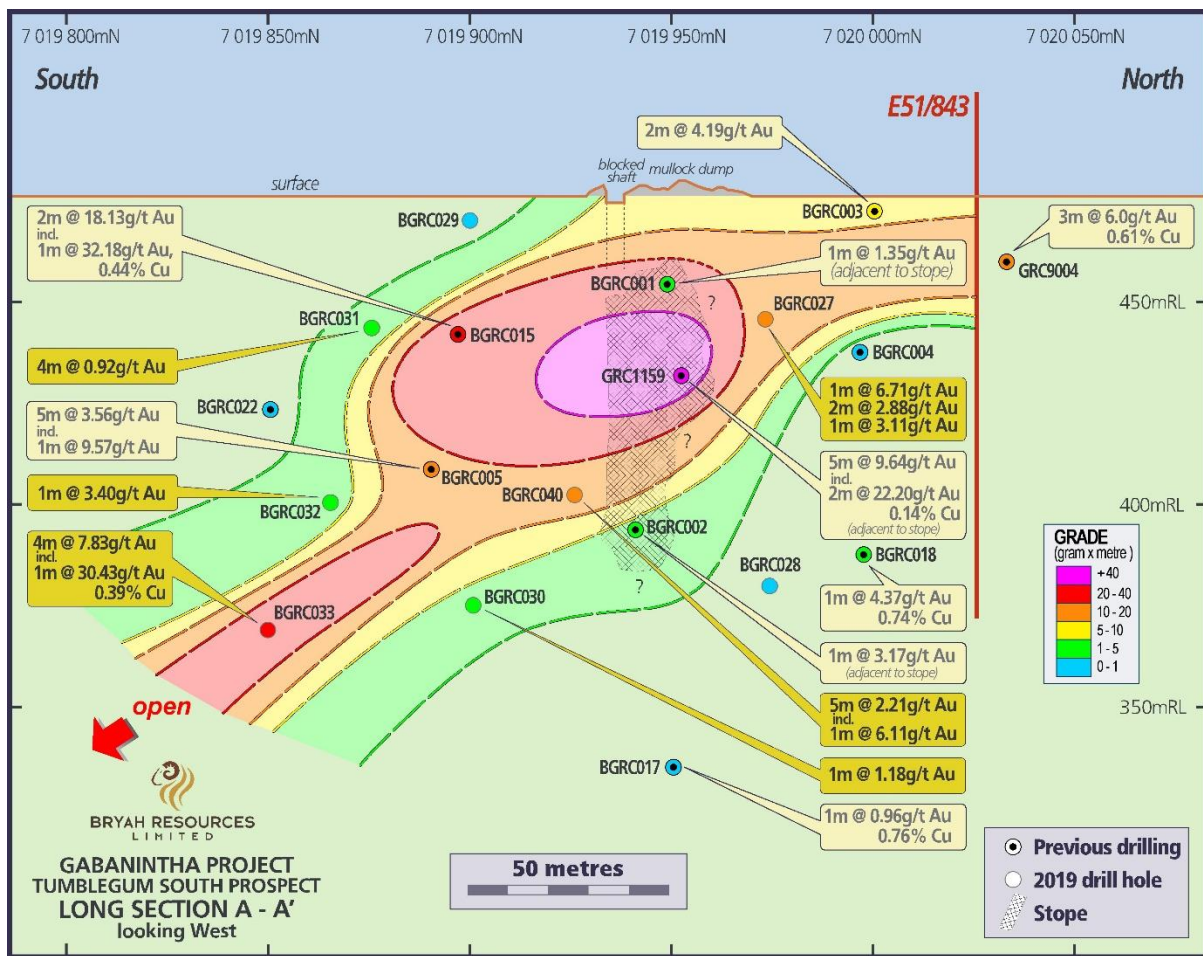


Figure 7 - Tumblegum South Prospect Long Section A-A'

See Table 1 below for details of the Mineral Resource estimate using a 0.3 g/t Au cut-off.

Table 1: Tumblegum South - Total Inferred Mineral Resource Inventory by lode (0.3 g/t Au cut-off)

Lode	Tonnes	Au ppm	Au Oz	Cu ppm	Ag ppm
Min1	194,608	2.61	16,560	2879	2.29
Min2	220,764	2.74	19,440	2084	1.58
Min3	160,046	1.28	6,590	1000	0.72
Min4	30,417	1.46	1,420	413	0.39
Min5	7,212	1.53	340	611	0.42
TOTAL	615,880	2.24	44,350	1966	1.52

Following the completion of the Mineral Resource Estimation, the Company commenced a process to realise the value in the Tumblegum South Prospect, either through an outright sale or some other form of commercial arrangement that would lead to mining.

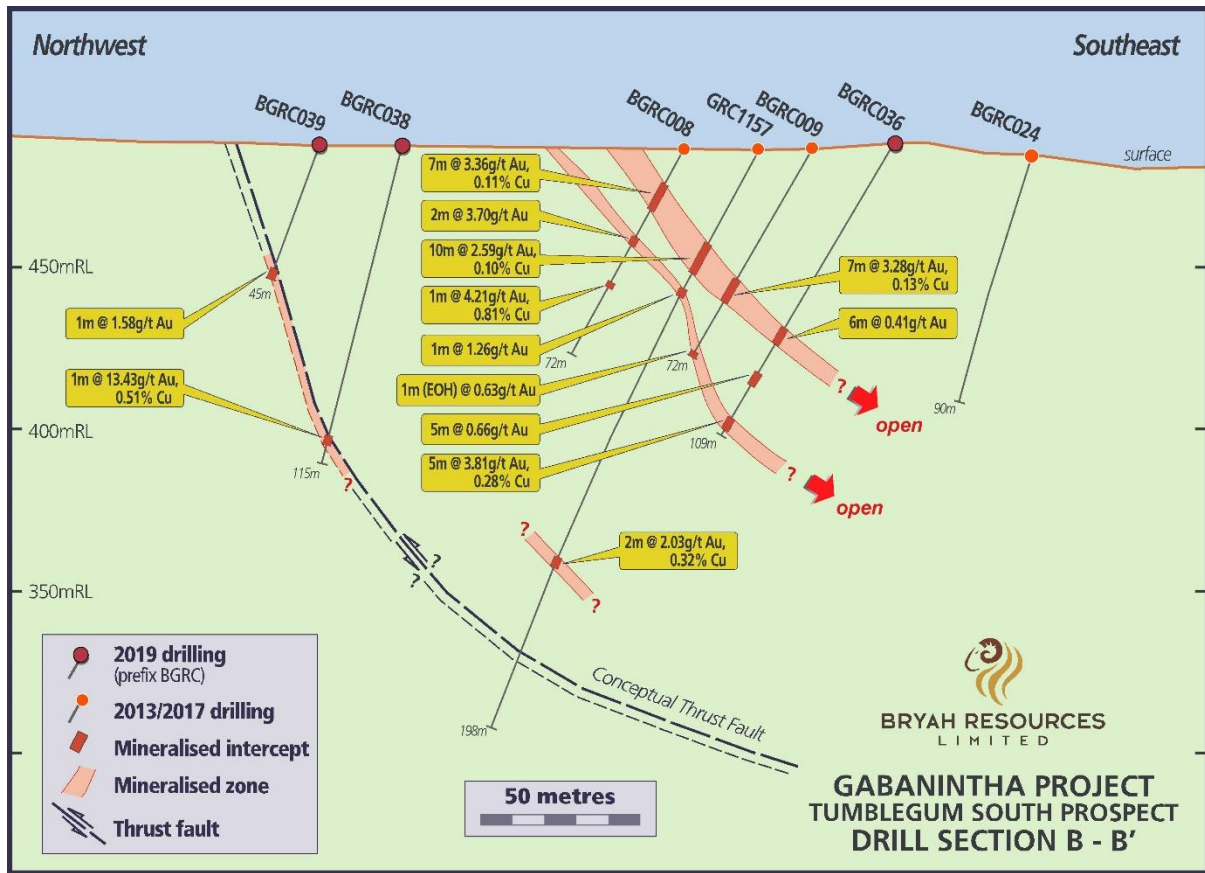


Figure 8 - Tumblegum South Prospect Drill Section B-B'

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Significant changes in the state of affairs of the Company during the half-year are detailed under the heading 'Review of Operations' of this report.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Company that occurred during the half-year under review not otherwise disclosed in this report or in the financial report.

AUDITOR'S DECLARATION OF INDEPENDENCE

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 in relation to the review for the half-year ended 31 December 2019 is included within this financial report.

Signed on behalf of the Directors



IAN STUART
Chairman
Perth, 13 March 2020

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ELDERTON

AUDIT PTY LTD

Auditor's Independence Declaration

To those charged with governance of Bryah Resources Limited

As auditor for the review of Bryah Resources Limited for the half-year ended 31 December 2019, I declare that, to the best of my knowledge and belief, there have been:

- i. no contraventions of the independence requirements of the *Corporations Act 2001* in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.

Elderton Audit Pty Ltd

Elderton Audit Pty Ltd



Rafay Nabeel

Audit Director

13 March 2020

Perth

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Statement of Profit or Loss and Other Comprehensive Income

For the half year ended 31 December 2019

	Notes	2019 \$	2018 \$
Income		250,164	130,038
Stock exchange and registry expenses		(31,570)	(28,475)
Legal expenses		(22,792)	(995)
Depreciation		(29,704)	(21,661)
Travel and accommodation expenses		(8,833)	(6,800)
Share Based Payments		26,067	-
Directors Fees and benefits expenses		(216,398)	(184,998)
Other corporate and administrative expenses		(284,333)	(258,122)
Loss before income tax expense from continuing operation		(317,399)	(371,013)
Income Tax Expense		-	-
Loss after income tax expense for the half year		(317,399)	(371,013)
Other Comprehensive Income			
Other Comprehensive Income for the half year, net of tax		-	-
Total Comprehensive Loss for the half year		(317,399)	(371,013)
		Cents	Cents
Basic/diluted earnings per share		(0.39)	(0.65)

The accompanying notes form part of these financial statements.

Statement of Financial Position

As at 31 December 2019

	Notes	31 Dec 2019 \$	30 June 2019 \$
ASSETS			
Current Assets			
Cash and cash equivalents		1,474,663	577,410
Trade and other receivables		92,574	108,011
Total Current Assets		1,567,237	685,421
Non-Current Assets			
Plant and equipment		151,988	180,371
Exploration and evaluation assets	2	5,781,975	5,363,320
Total Non-Current Assets		5,933,964	5,543,691
TOTAL ASSETS		7,501,201	6,229,112
LIABILITIES			
Current Liabilities			
Trade and other payables		172,121	450,892
Other liabilities		2,000	109,855
Provisions		57,157	56,682
Total Current Liabilities		231,278	617,429
TOTAL LIABILITIES		231,278	617,429
NET ASSETS		7,269,923	5,611,683
EQUITY			
Issued Capital	3	8,893,013	6,891,307
Reserves		170,150	196,217
Accumulated losses		(1,793,240)	(1,475,841)
TOTAL EQUITY		7,269,923	5,611,683

The accompanying notes form part of these financial statements.

Statement of Changes in Equity

For the half year ended 31 December 2019

	Issued Capital \$	Other Reserves \$	Accumulated Losses \$	TOTAL \$
Balance as at 1 July 2018	6,365,376	170,150	(924,192)	5,611,334
Loss for the period			(371,013)	(371,013)
Total comprehensive income	-	-	(371,013)	(371,013)
Transactions with owners in their capacity as owners				
Ordinary shares issued for cash	360,000	-	-	360,000
Capital raising costs	(11,672)	-	-	(11,672)
Balance as at 31 December 2018	6,713,704	170,150	(1,295,205)	5,588,649
Balance as at 1 July 2019	6,891,307	196,217	(1,475,841)	5,611,683
Loss for the period			(317,399)	(317,399)
Total comprehensive income	-	-	(317,399)	(317,399)
Transactions with owners in their capacity as owners				
Ordinary shares issued for cash	2,000,000	-	-	2,000,000
Securities issued as consideration	150,000	-	-	150,000
Share based payments	-	(26,067)	-	(26,067)
Capital raising costs	(148,294)	-	-	(148,294)
Balance as at 31 December 2019	8,893,013	170,150	(1,793,240)	7,269,923

The accompanying notes form part of these financial statements.

Statement of Cash Flows

For the half year ended 31 December 2019

	2019	2018
Note	\$	\$
Cash flows from operating activities		
Payments to suppliers and employees	(539,889)	(526,063)
Interest received	368	15,838
Net Receipts from other entities	6,763	132,000
Net cash provided by / (used) in operating activities	(532,758)	(378,225)
Cash flows from investing activities		
Payments for exploration and mining interests	(663,744)	(1,452,313)
Proceeds from investments	250,000	-
Payment for property plant and equipment	(1,215)	(137,816)
Net cash used in investing activities	(414,959)	(1,590,129)
Cash flows from financing activities		
Proceeds from issue of shares	2,000,000	360,000
Payment of capital raising costs	(155,030)	(11,672)
Net cash provided by financing activities	1,844,970	348,328
Net increase (decrease) in cash held	897,253	(1,620,026)
Cash at beginning of the period	577,410	2,503,789
Cash at end of the period	1,474,663	883,763

The accompanying notes form part of these financial statements.

Notes to the Financial Statements

For the half year ended 31 December 2019

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

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

This interim financial report does not include full disclosures of the type normally included in an annual report. It is recommended that this financial report be read in conjunction with the annual financial report for the period ended 30 June 2019 and any public announcements made by Bryah Resources Limited during the half-year reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies have been consistently applied with those of the previous financial periods and corresponding interim reporting period, except in relation to the matters disclosed below.

The interim report has been prepared on a historical cost basis modified, where applicable, by measurement at fair value of selected items. Cost is based on the fair values of the consideration given in exchange for assets. For the purpose of preparing the interim report, the half-year has been treated as a discrete reporting period.

Going Concern

The interim report has been prepared on the going concern basis, which contemplates the continuation of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

As at the date of this interim report, the Company has approximately \$1.23 million in cash and cash equivalents.

The directors have reviewed the business outlook and are of the opinion that the use of the going concern basis of accounting is appropriate. The directors believe that they will continue to be successful in securing additional funds as and when the need to raise working capital arises.

New or amended Accounting Standards and Interpretations adopted

The Company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Notes to the Financial Statements

For the half year ended 31 December 2019

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONT)

The following Accounting Standards and Interpretations are most relevant to the Company:

AASB 16: Leases

This Standard supersedes AASB 117 Leases, Interpretation 4 Determining whether an arrangement contains a Lease, AASB interpretation 115 Operating Leases-Incentives and AASB interpretation 127 Evaluating the Substance of Transactions Involving the Legal Form of lease. AASB 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under AASB 117.

The key features of AASB 16 are as follows:

- Lessees are required to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value.
- A lessee measures right-of-use assets similarly to other non-financial assets and lease liabilities similarly to other financial liabilities.
- Assets and Liabilities arising from the lease are initially measured on a present value basis. The measurement includes non-cancellable lease payments (including inflation-linked payments), and includes payments to be made in optional periods if the lessee is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease.
- AASB 16 contains disclosure requirements for leases.

Based on the Company's detailed assessment of the impact of AASB 16, the standard does not have a material impact on the transactions and balances recognised in the financial statements.

Notes to the Financial Statements

For the half year ended 31 December 2019

2. DEFERRED EXPLORATION EXPENDITURE

	31 Dec 2019 \$	30 June 2019 \$
Exploration expenditure brought forward	5,363,320	3,196,913
Mineral Rights and Tenements acquired from vendors via issue of ordinary shares	-	170,000
Mineral Rights and Tenements acquired from vendors for cash consideration	-	270,000
Other tenement acquisition costs	27,419	15,554
Cost incurred during the period	437,236	1,710,853
Amounts expensed	(46,000)	-
Exploration expenditure carried forward	5,781,975	5,363,320

The expenditure above relates principally to the exploration and evaluation phase. The ultimate recoupment of this expenditure is dependent upon the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest, at amounts at least equal to book value.

3. ISSUED CAPITAL

	31 Dec 2019 \$	30 June 2019 \$
3 (a) Issued and paid up capital		
Ordinary shares - fully paid	9,933,159	7,783,159
Share issue costs written off against issued capital	(1,040,146)	(891,852)
	8,893,013	6,891,307
3 (b) Movement in ordinary shares on issue	No.	\$
Ordinary Shares - fully paid		
Balance at beginning of the period	63,790,505	7,783,159
Movement:		
Issue of ordinary shares for cash	33,333,335	2,000,000
Issue of ordinary shares in lieu of cash consideration	3,750,000	150,000
Balance at end of the period	100,873,840	9,933,159

Notes to the Financial Statements

For the half year ended 31 December 2019

4. SEGMENT INFORMATION

AASB 8 requires a 'management approach' under which segment information is presented on the same basis as that used for internal reporting purposes. The Board as a whole will regularly review the identified segments in order to allocate resources to the segment and to assess its performance.

During the period, the Company considers that it operated in only one segment, being mineral exploration within Australia. Segment assets are allocated to countries based on where the assets are located. The Company's assets are all located within Australia.

5. CONTINGENT LIABILITIES

In the opinion of the Directors, the Company does not have any contingent liabilities as at 31 December 2019.

6. DIVIDENDS

No dividends have been declared or paid during the half-year ended 31 December 2019 or in the prior period, and the directors do not recommend the payment of a dividend in respect of the half-year ended 31 December 2019.

7. EVENTS SUBSEQUENT TO REPORTING DATE

No matters or circumstances have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial periods.

8. RELATED PARTY TRANSACTION

On 11 December 2019, 3.75 million shares were issued at \$0.04 per share to extinguish \$150,000 of outstanding debts owed to Australian Vanadium Limited, which is a related party of Company Director Mr Leslie Ingraham.

Directors' Declaration

In the opinion of the directors of Bryah Resources Limited ('the Company'):

1. The financial statements and notes thereto of the Company, as set out within this financial report, are in accordance with the Corporations Act 2001 including:
 - a. complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001; and
 - b. giving a true and fair view of the Company's financial position as at 31 December 2019 and of its performance for the half-year then ended.
2. in the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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



IAN STUART
Chairman

Perth, 13 March 2020

ELDERTON

AUDIT PTY LTD

Independent Auditor's Review Report

To the members of Bryah Resources Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Bryah Resources Limited, which comprises the statement of financial position as at 31 December 2019, the statement of profit or loss and other comprehensive income, statement of changes in equity and the statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, 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 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 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 financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the company'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 Bryah Resources 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*.

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 Bryah Resources Limited is not in accordance with the *Corporations Act 2001* including:

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

Elderton Audit Pty Ltd

Elderton Audit Pty Ltd



Rafay Nabeel
Audit Director
13 March 2020
Perth