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(ABN 64 142 809 970)

**Annual Report**  
**30 June 2020**

# White Rock Minerals Ltd

## Corporate Directory

### DIRECTORS

Peter Lester (Chairperson)

Matthew Gill (Managing Director and Chief Executive Officer)

Jeremy Gray (Non-Executive Director)

Stephen Gorenstein (Non-Executive Director)

### COMPANY SECRETARY

Shane Turner

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Ballarat Victoria 3350

### LEGAL ADVISORS

Baker McKenzie

181 William Street

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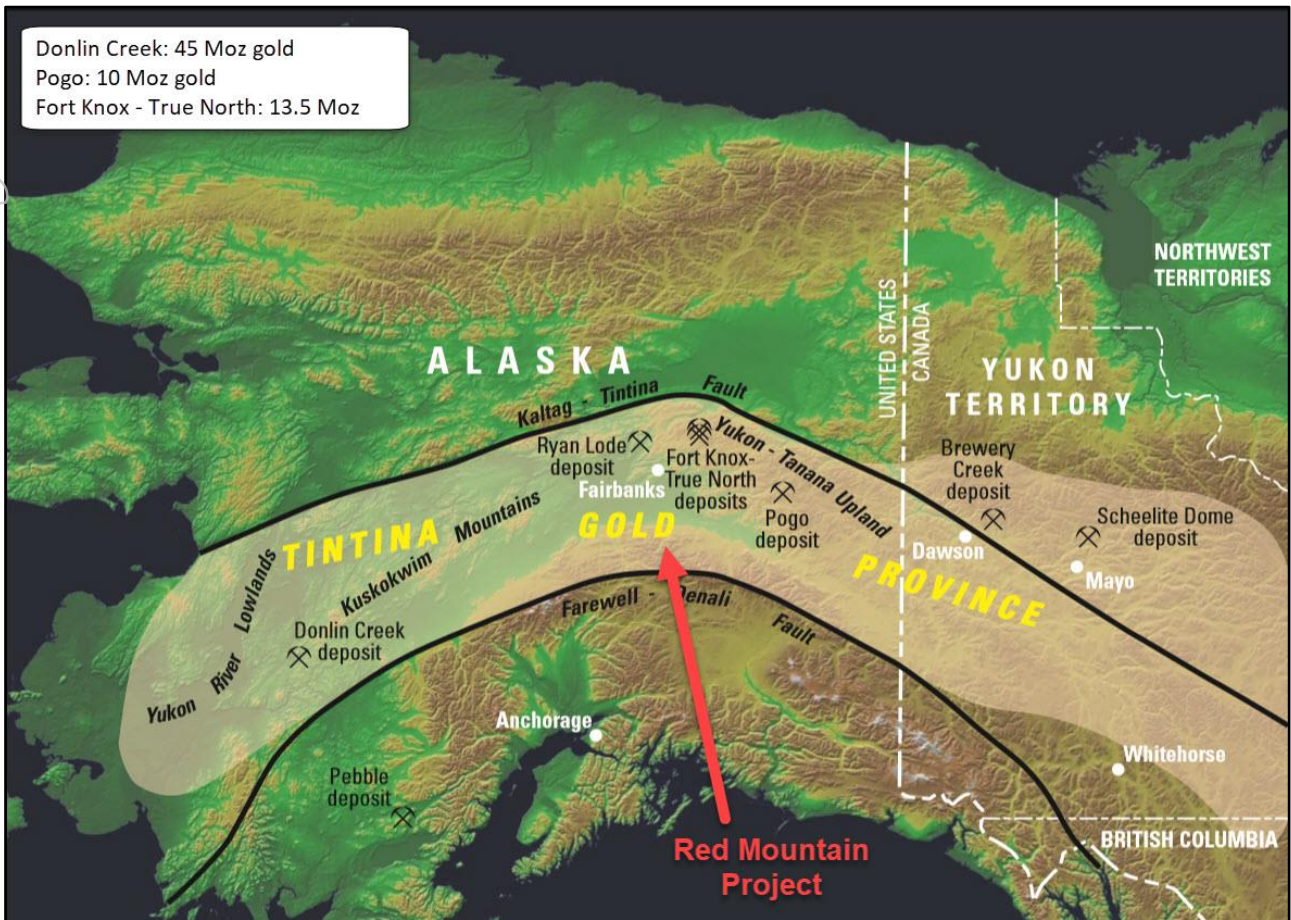


Figure 1: Location of the Red Mountain Project (including the Last Chance Prospect) within the Tintina Gold Province and its major gold deposits including Donlin Creek (45Moz Au; NovaGold & Barrick), Pogo (10 Moz Au; Northern Star) and Fort Knox (13.5Moz Au; Kinross).

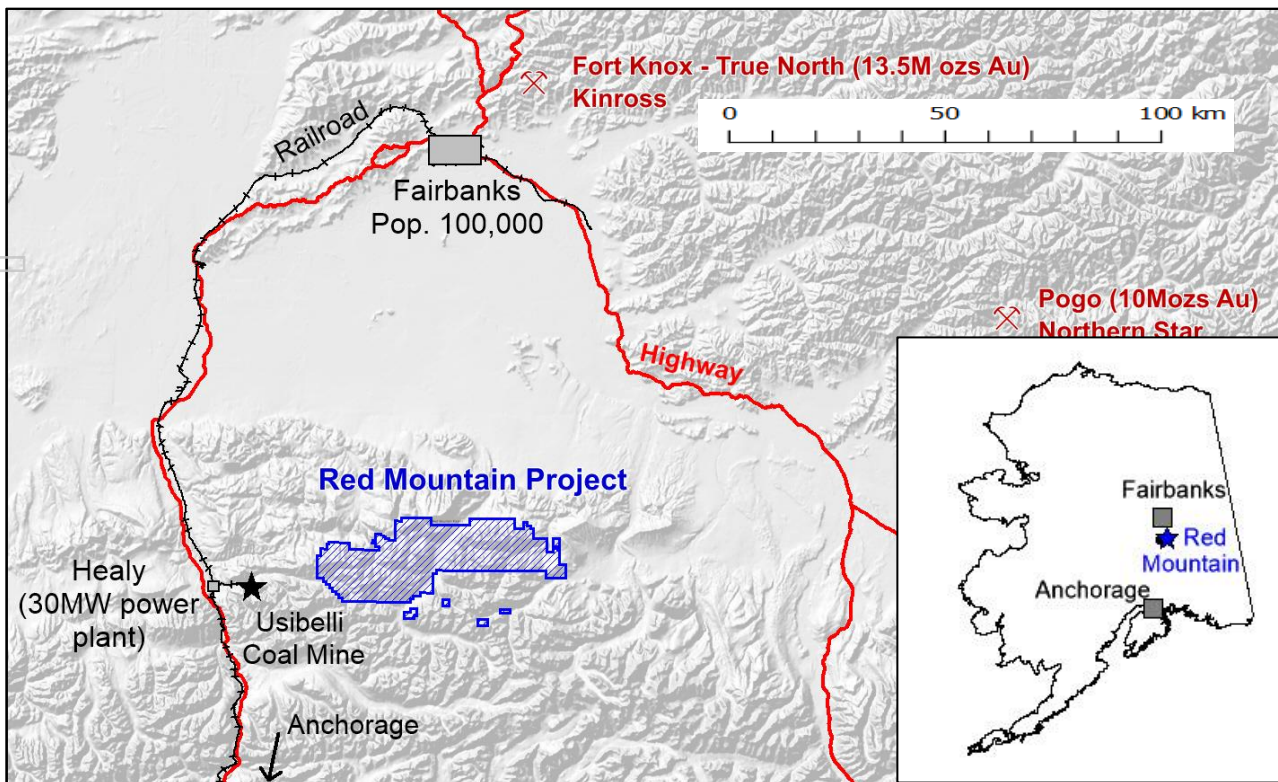
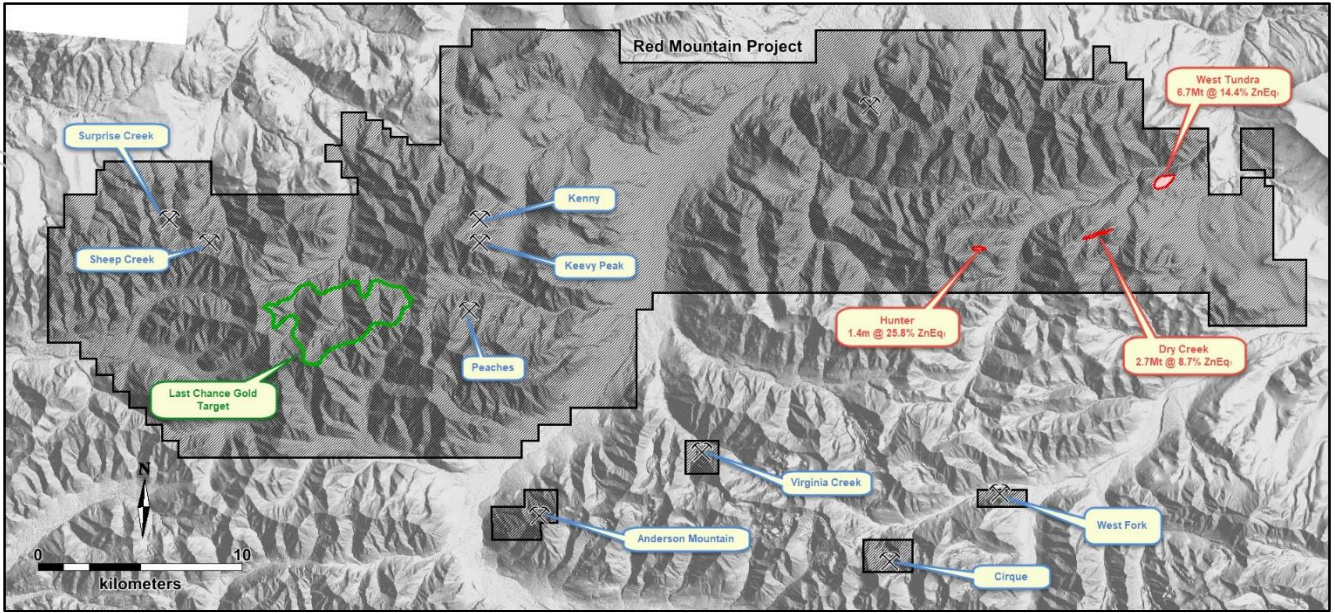
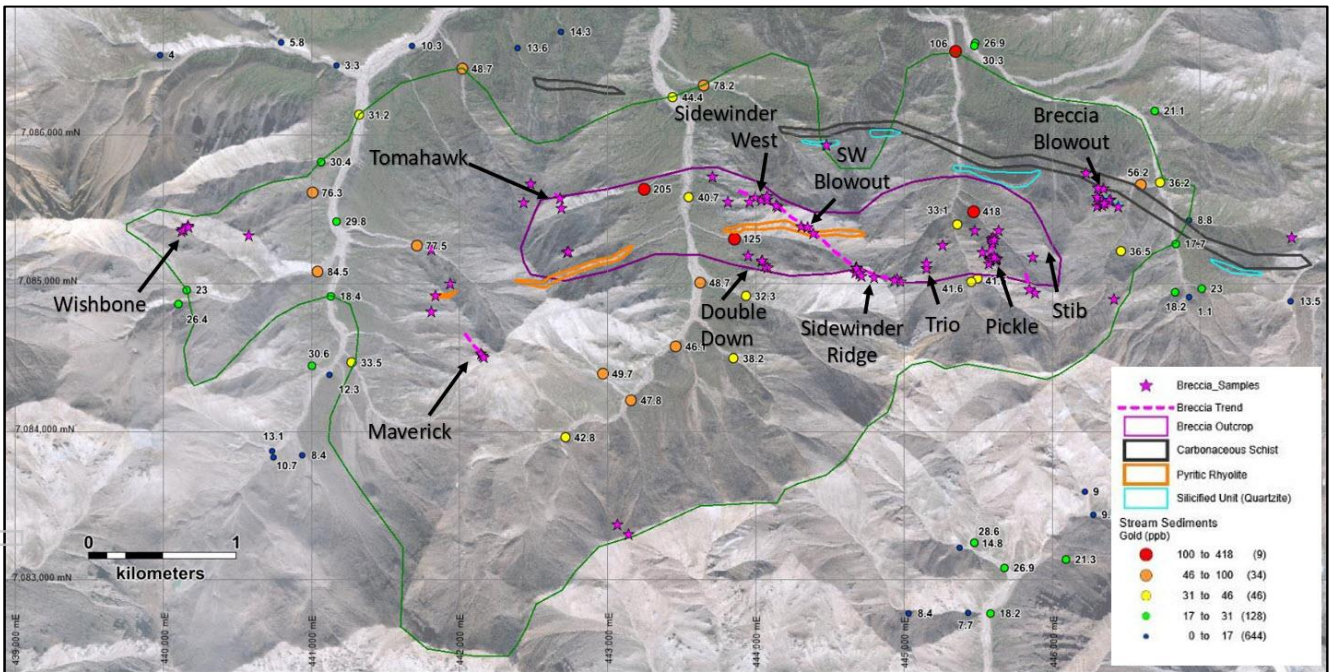


Figure 2: Red Mountain Project Location.

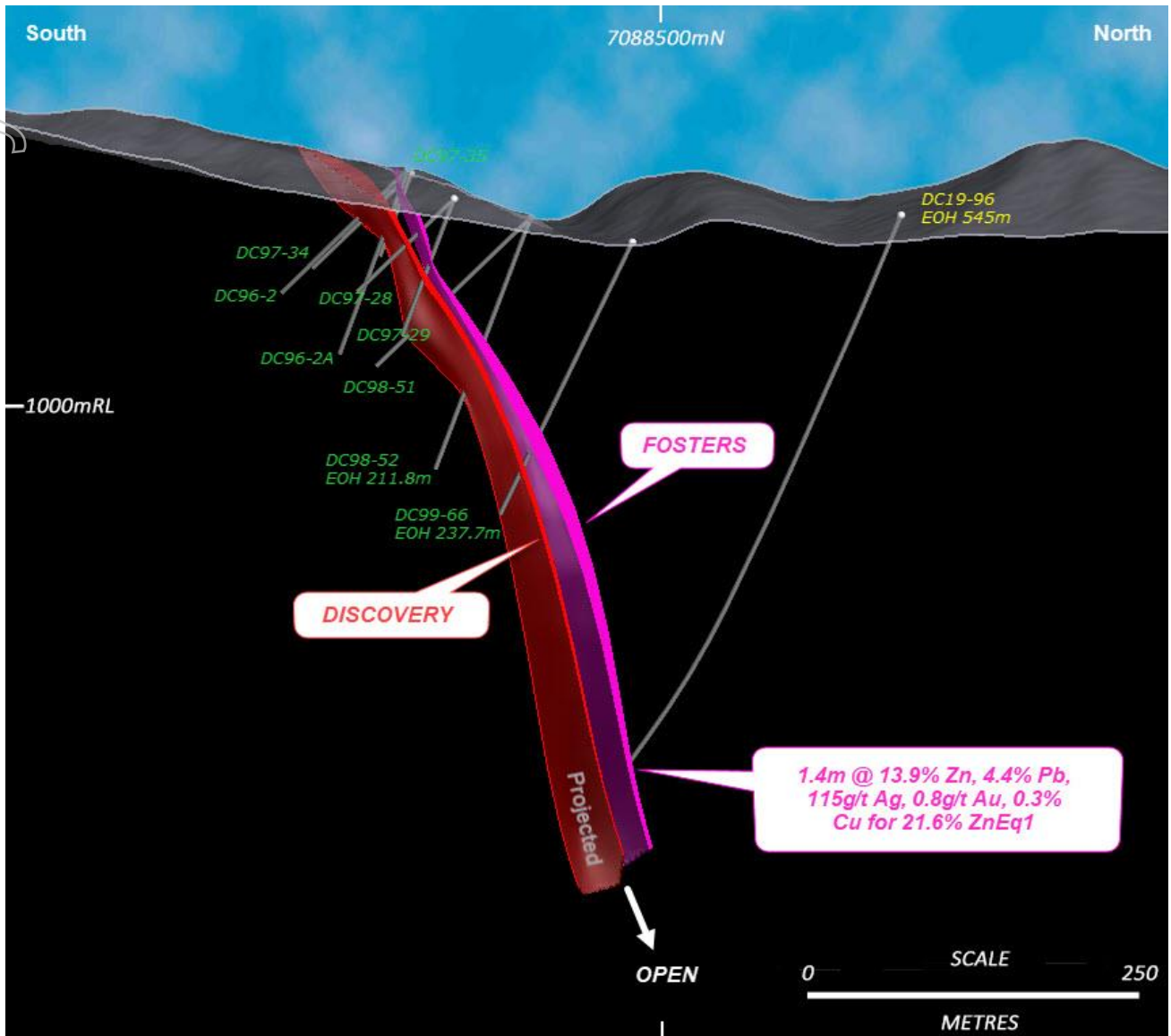




**Figure 3:** Red Mountain project tenement outline with locations for the Last Chance Gold Target (green), the Dry Creek and West Tundra Flats VMS deposits (red), the Hunter VMS discovery (red) and outlier VMS prospects explored historically (blue).

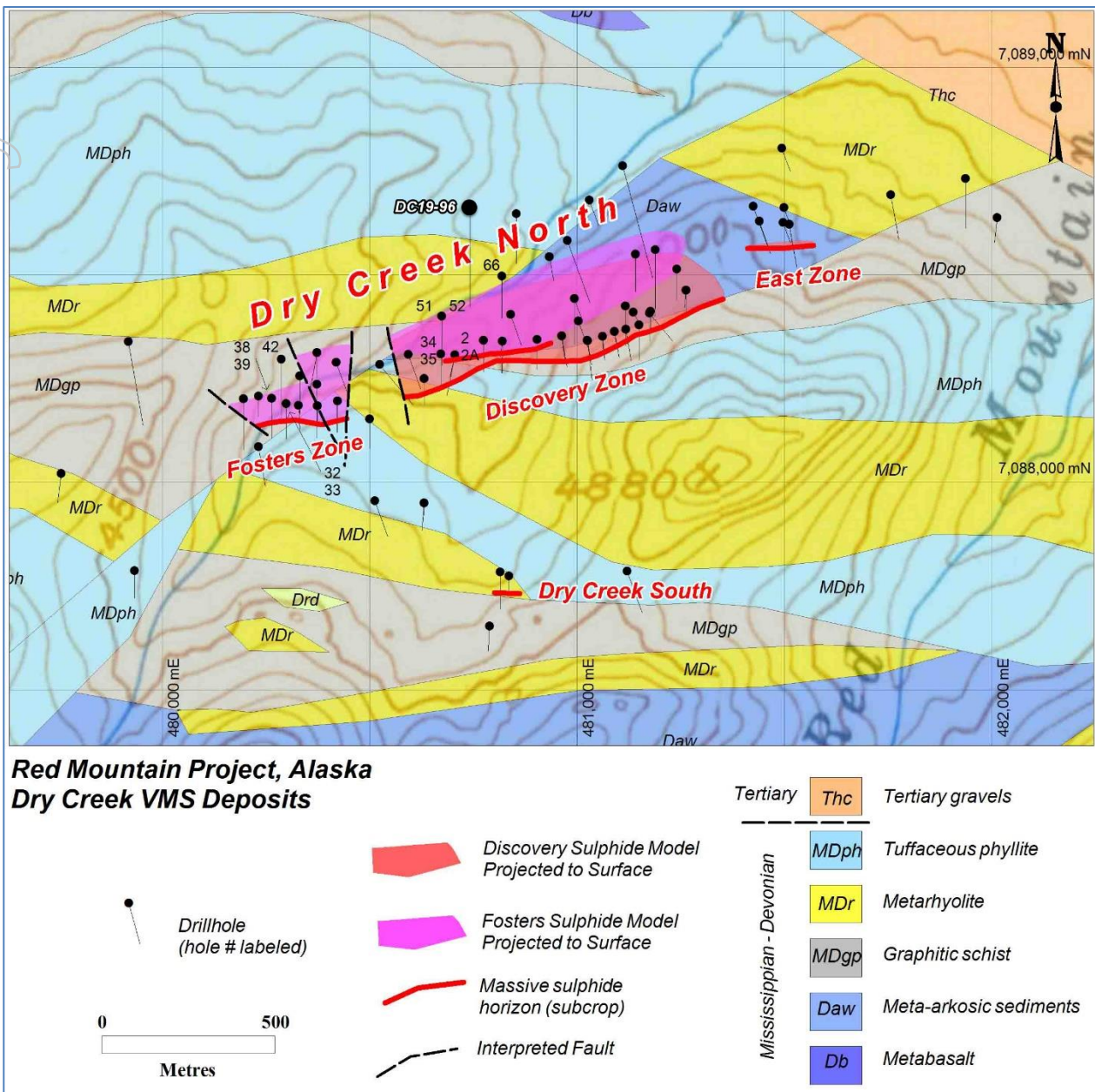


**Figure 4:** Last Chance target area defined by anomalous gold in stream sediment samples >30ppb over 15km<sup>2</sup> (green outline) with a core target area of 3.5km east-west strike >100ppb (purple outline). The image is annotated with basic geology from reconnaissance mapping. Pink stars highlight the location of hydrothermal silica breccia bodies with prospect areas named in black. The most intense cluster occurs over 2km of strike from Sidewinder West to Pickle, which is also the most intense zone of gold and arsenic anomalism.



**Figure 5:** Dry Creek deposit: 3D cross section 480,745mE looking west, with recent drill hole DC19-96 and shallower historic drill holes across a 135m window. The cross section shows the interpreted extension of the Fosters and Discovery lenses with drill hole DC19-96 only intersecting the Fosters lens before being terminated due to bad ground conditions; the Discovery lens remains untested by DC19-96.





**Figure 6:** Dry Creek prospect showing surface projection of massive sulphide mineralisation lenses and the location of DC19-96 with respect to all historic drill hole traces on the DGGs geology map (after Freeman et al., 2016).

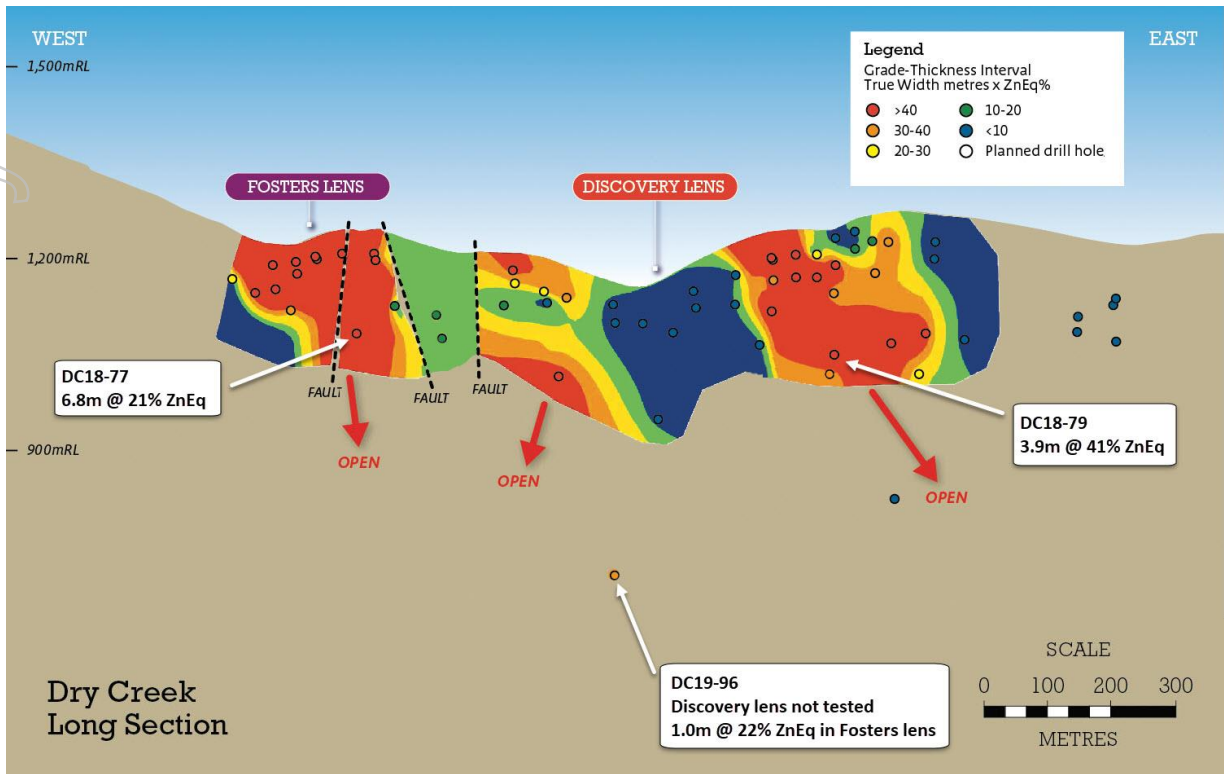


Figure 7: Dry Creek deposit long-section looking north showing the Fosters lens (west) and Discovery lens (east) – refer Figure 6 for lens location.

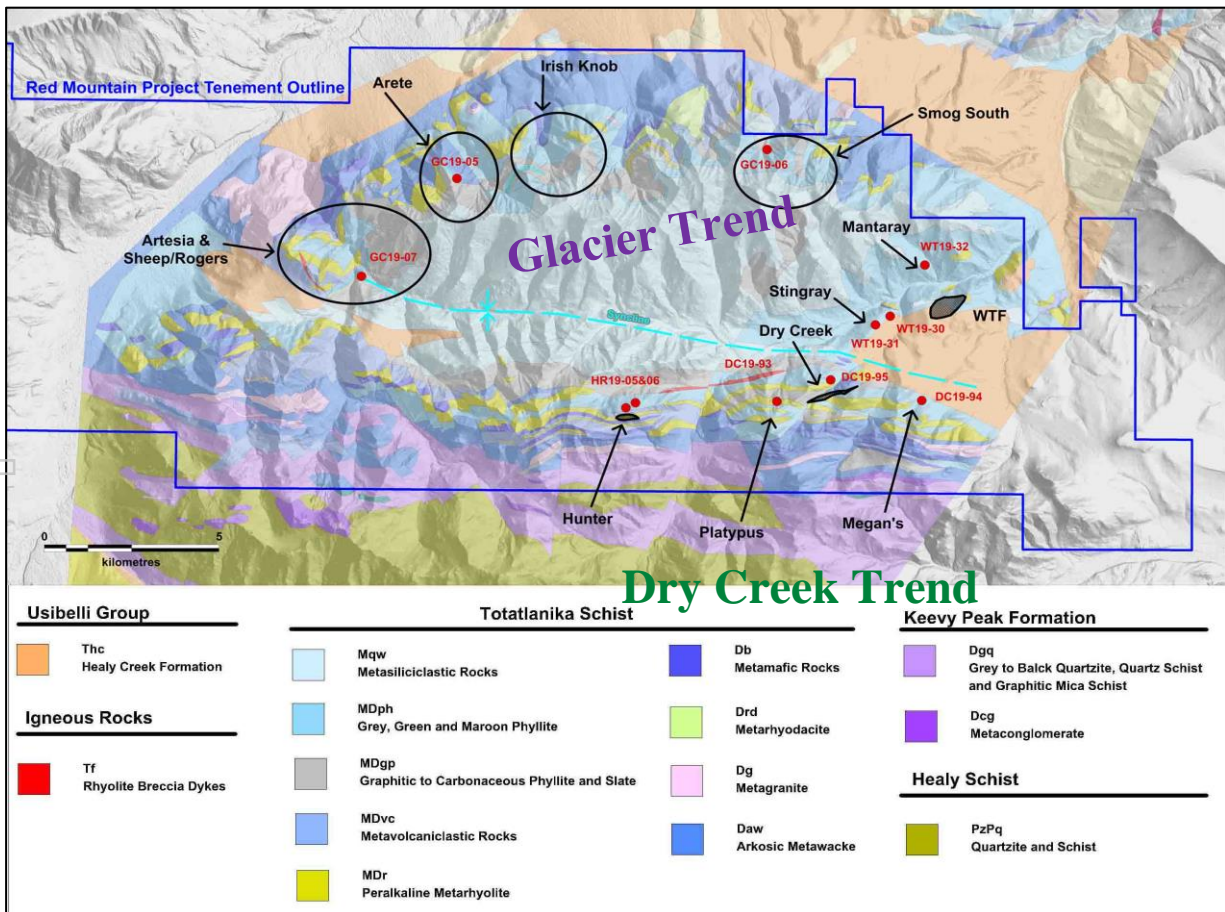


Figure 8: Location of 2019 drilling activities on the DGGS geology map (after Freeman et al., 2016) and terrain surface with locations for the Dry Creek and WTF VMS deposits.



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Figure 9: Mt Carrington Project Location.



White Rock Minerals Ltd

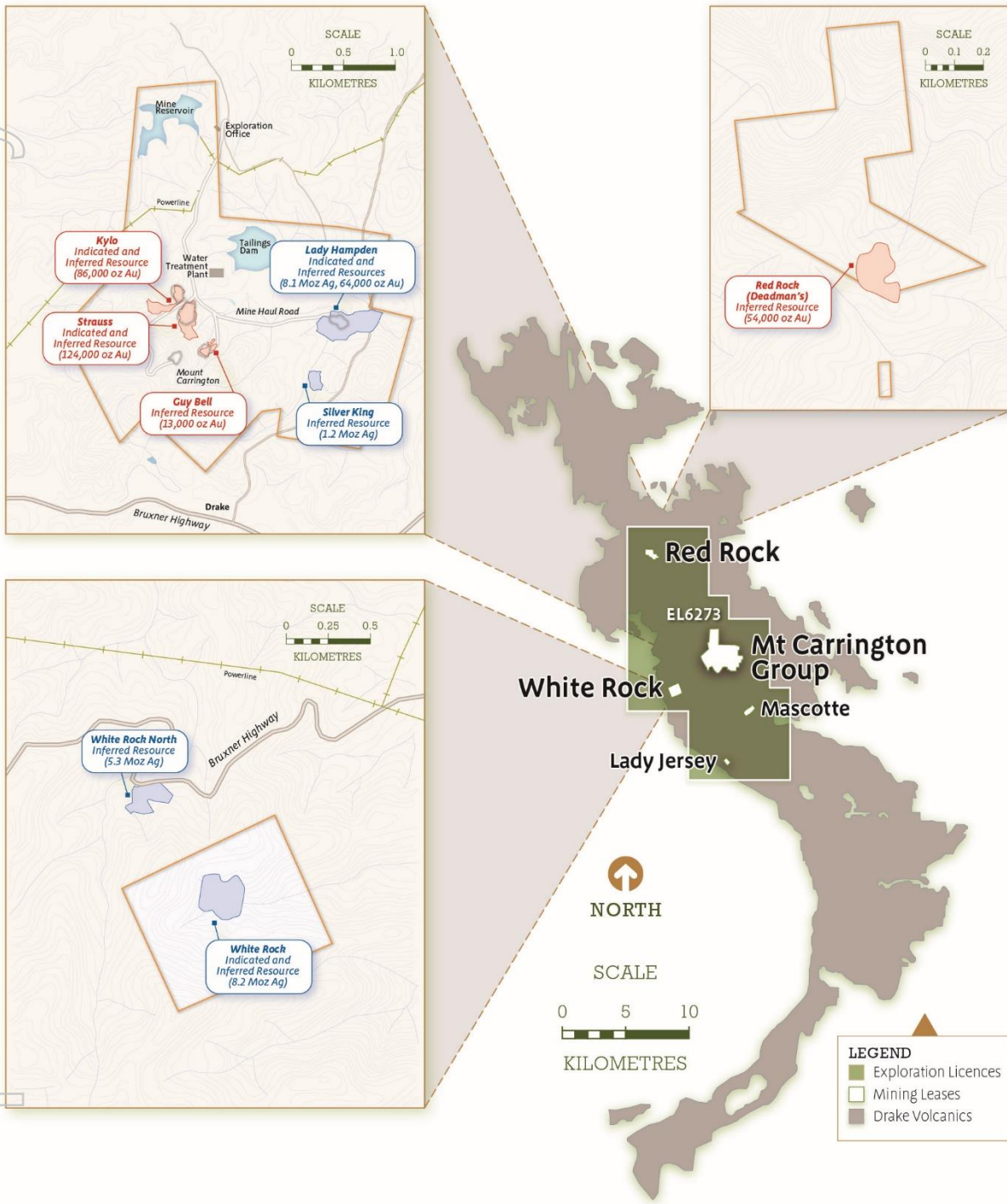


Figure 10: Mt Carrington Tenements.

# White Rock Minerals Ltd

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# White Rock Minerals Ltd

## Introduction: Profile

### For the year ended 30 June 2020

White Rock Minerals Ltd ("White Rock" or "The Company") is an Australian minerals exploration and development company with activities focussed on two projects: Red Mountain and Mt Carrington.

#### **Red Mountain zinc – silver – gold Project**

The 100% owned Red Mountain Project is located in the Bonfield District of central Alaska. The Company is exploring for Intrusion Related Gold System (IRGS) mineralisation and high-grade zinc and precious metals volcanogenic massive sulphide (VMS) deposits.

IRGS exploration is focussed on the Last Chance gold target<sup>1</sup> located within the Tintina Gold Province, host to giant gold deposits including Donlin Creek (45 Moz Au<sup>2</sup>), Fort Knox (13.5 Moz Au<sup>3</sup>) and Pogo (10 Moz Au<sup>4</sup>), which are all Cretaceous aged IRGS deposits.

VMS exploration is focussed in the East Bonfield District within the Yukon-Tanana Terrane. There are already two high-grade zinc-silver rich deposits with an Inferred Mineral Resource<sup>5</sup> of **9.1 million tonnes @ 12.9% ZnEq<sup>6</sup>** for 1.1Mt of contained zinc equivalent.

The Company has secured a significant land package<sup>7</sup> (798km<sup>2</sup>) that incorporates regional-scale potential around the exciting Last Chance gold target and the majority of prospective VMS stratigraphy associated with the Dry Creek and West Tundra Flats deposits where there are many lookalike conductivity targets and numerous historic VMS prospects<sup>8</sup>.

The 2019 field season focused on exploring the VMS potential. At the end of the field season drilling tested a 250 metre down-dip step out from known high-grade zinc – silver – lead – gold mineralisation of both the Fosters and Discovery lenses at the Dry Creek deposit. Mineralisation was successfully intersected with 1.4 metres including massive sulphide containing abundant sphalerite (zinc sulphide) located within stratigraphy equivalent to the Fosters lens. Assay results for this intersection returned **1.4m @ 13.9% zinc, 4.4% lead, 115g/t silver, 0.8g/t gold & 0.3% copper for 21.6% ZnEq<sup>1</sup>** from 524.6m<sup>9</sup>. The drillhole was abandoned due to ground conditions prior to reaching the lower Discovery lens target. This deepest intersection in the Dry Creek deposit indicates a possible steeper dip to mineralisation than first interpreted, suggesting the deposit could be wide open down dip along its entire 1,200 metre strike length.

The 2020 field season has focused on the Last Chance gold target, discovered in late-2019 from regional stream sediment sampling<sup>1</sup>. The first on ground exploration commenced mid-June 2020. Systematic soil geochemistry indicates the presence of a large mineralizing system with considerable gold anomalism distributed over a 6km strike and 1.2km width. Geological reconnaissance has identified a series of hydrothermal silica breccia bodies and associated narrow quartz veins associated with gold, arsenic and antimony anomalism. Surface sampling has returned assay results including 77.5g/t gold and 4,580g/t (147oz/t) silver in rock chip samples and up to 7.1g/t gold in soil samples<sup>10</sup>.

Geological reconnaissance and surface geochemical results suggest that the Last Chance gold target lies within the upper brittle domain of a large orogenic and/or Intrusion Related Gold System. Hydrothermal silica breccia bodies with their associated gold-arsenic-antimony anomalism may represent upper leakage of hydrothermal fluids immediately above a zone of more favourable gold deposition.

A maiden program of diamond drilling commenced late-July 2020<sup>11</sup>.

#### **Mt. Carrington gold and silver Project**

Mt Carrington is a 100% owned advanced gold-silver epithermal project located in the southern New England Fold Belt, northern NSW, Australia. A 2017 Pre-Feasibility Study (PFS) into the "Gold First" development stage declared a Maiden Ore Reserve of 3.47 million tonnes at 1.4g/t gold for 159,000 ounces gold<sup>12</sup> from within a Mineral Resource of 210,000 ounces gold<sup>13</sup>. The gold pits are pre-stripped and there is considerable existing infrastructure including a tailings storage facility, freshwater dam, granted Mining Leases, access to State grid power and site office. The PFS financial metrics for this project are robust, especially in this strong gold price environment. An update to this PFS was done in August 2020<sup>23</sup> and using a conservative A\$2,300 per ounce, the 2020 Gold First PFS financial metrics demonstrate a capital payback of just 14 months, an IRR greater than 80% and with free cash flow generated from the gold over its first 5 years of greater than A\$120M.

In addition, the overall Mineral Resource includes 341,000 ounces of gold and 23 million ounces of silver<sup>13</sup>. With successful implementation of the Stage One gold development the Company will investigate a Stage Two operation to develop the silver deposits and remaining gold deposits. The Mt Carrington Mining Leases are enveloped by an Exploration Licence (183km<sup>2</sup>) with demonstrated potential for epithermal and intrusion-related gold, silver and copper mineralisation. White Rock has generated and refined an extensive exploration target portfolio at Mt Carrington since 2010.

The Company undertook an update to the 2017 PFS during 2020<sup>23</sup> to reflect more recent gold price trends as well as current capital and operating cost projections to confirm the enhanced value proposition in advancing this asset through permitting and development. The updated financial and operating metrics allow the Company to complete a strategic review of Mt Carrington and select the best pathway forward to enhance shareholder value from this project in light of the very strong gold price environment. In addition, the large silver endowment will also be the focus of future development studies given the more recent strong silver price environment as well.

White Rock's Board and Management team comprise a small group of highly experienced mineral industry professionals with global proficiency in exploration, project development, mining, business, corporate development and management.

# White Rock Minerals Ltd

## Letter from the Chairman & Managing Director

### For the year ended 30 June 2020

Dear fellow Shareholders

The 2019/20 financial year proved to be an eventful year for your company, starting with a fully funded field season at our high-grade zinc – silver – gold – lead VMS Red Mountain Project in Alaska with JV partner, Sandfire Resources, and ending with an oversubscribed equity raising for our newly discovered large Last Chance gold anomaly target adjacent to Red Mountain. As White Rock operates with a small team, the COVID-19 Global Pandemic has had little effect on how we work. Regular virtual meetings have been and continue to be held both with our people at our sites and with Board members. Our on-ground activities in Alaska have been well managed by our in-country team of consultants and contractors. Site COVID operating practices are tight and rigidly enforced, notwithstanding the remoteness particularly in Alaska.

The Red Mountain drilling season in 2019 was focussed on step out drilling to find additional mineralised VMS lodes to add to the known West Tundra Flats and Dry Creek Resources. Although results were technically interesting, no potential new lodes were identified, but further drill targets still remain to be tested. Importantly, the final drill hole of the 2019 season was drilled beneath the known Dry Creek Resource and had success in identifying potential for a major down dip and possibly along strike extension.

The beginning of 2020 saw the withdrawal of JV partner, Sandfire Resources, from the Red Mountain JV, although the timing coincided with the identification and announcement of the significant new Last Chance gold prospect discovery west of Red Mountain. With this gold discovery we moved quickly to ensure we maintained our large and strategic land holding, to now total some 798km<sup>2</sup> in area. With record gold prices and strong market enthusiasm, our focus has been to pursue the Last Chance gold opportunity and this continued throughout the 2020 field season. The promising VMS work will be taken up again as funding permits.

In addition to the exploration activities in Alaska, the White Rock Board sensed the tide turning with an emerging interest in gold opportunities again and so took the decision early in the 2019/2020 year to take our Mt Carrington gold/silver project forward to a development decision by embarking on a rights issue in October 2019. This capital raising was unfortunately not well supported at the time and raised only \$1.4 million out of a planned \$5.4M. It is pleasing that within nine months record gold prices and an increasing silver price resulted in such strong interest in the company, particularly Last Chance, that we were able to raise \$15 million by July 2020 from very strong demand.

At the time of writing, the Mt Carrington PFS (2017) had been updated to August 2020 and demonstrates robust economics based on an initial Gold First 5 year mine life, averaging 35,000oz gold per year, and with significant free cash flows of >\$30M per annum projected and a capital payback of just 14 months. With rising silver prices, there is now potential to add a further 2 to 3 years to the Gold First mine life with silver only production and this without any further additions from our remaining JORC resources or from successful exploration within our 183km<sup>2</sup> land holding. This focus on our significant silver resources will be the subject of further studies.

Your company has pursued and will continue to pursue realising value for all our stakeholders from its very considerable JORC 2012 resource base in gold, silver and zinc. We have some 76Mozs of silver, 700Kozs of gold, 678kt of zinc and 286kt of lead contained in Indicated and Inferred categories between our Red Mountain and Mt Carrington projects, all of which represents a very considerable opportunity for growth and value creation.

Our small dedicated team has worked tirelessly through initial funding difficulties, the COVID-19 crisis and with assets on the other side of the world to have your company in excellent shape to take on the 2020/21 year. We are well funded, have an exciting new gold prospect at Last Chance, have a robust and high value PFS completed for Mt Carrington and the promise of more success at the Red Mountain VMS. We now have a considerably wider and more international shareholder base from which to take a rejuvenated White Rock Minerals forward.

Yours sincerely,

Peter Lester  
Chairman

Matthew Gill  
Managing Director



# White Rock Minerals Ltd

## Review of operations

### For the year ended 30 June 2020

The principal activities completed by White Rock in the past year are summarised below.

July 2019	At Red Mountain a further A\$2M was committed by Sandfire Resources under the Joint Venture Agreement between the parties, allowing the extension of the 2019 exploration programme into September with 4,000 metres of diamond drilling planned to test new targets within an expanded A\$8M exploration programme. During July the drill rig relocated 12 kilometres to the west of the known high-grade deposits and commenced testing targets along the Glacier Trend on the under-explored northern limb of the regional syncline. A regional stream sampling programme commenced targeting geology associated with prospective gold-silver and base metal VMS and IRGS mineralisation.
September 2019	At Red Mountain late-season field activities included returning the drill rig to the Dry Creek VMS deposit to test a 200m down-dip step out. A ground EM survey at Cirque identified a clear conductive horizon where historic assay results from 18 surface samples averaged <b>5.6% Zn, 1.7% Pb, 49g/t Ag &amp; 0.5% Cu</b> <sup>8</sup> .
October 2019	At Red Mountain the Company drilled high grade zinc mineralisation 250 metres down-dip from previous drilling at Dry Creek with drill hole DC19-96 intersecting <b>1.4m @ 13.9% zinc, 4.4% lead, 115g/t silver, 0.8g/t gold &amp; 0.3% copper for 21.6% Zn Eq</b> <sup>6</sup> from 524.6m down hole located within stratigraphy equivalent to the Fosters lens <sup>9</sup> . Drilling terminated prior to reaching the Discovery lens due to poor ground conditions and the end of the field season corresponding with the onset of winter. This deepest intersection in the Dry Creek deposit indicates a possible steeper dip to mineralisation than first interpreted, suggesting the deposit could be wide open down dip along its entire 1,200 metre strike length.
November 2019	At Red Mountain regional stream sediment sampling results were received, identifying a large, robust gold anomaly named Last Chance <sup>1</sup> , measuring 15km <sup>2</sup> in area and located in the Tintina Gold Province.
January 2020	At Red Mountain the Company staked an additional 134 State of Alaska Mining Claims <sup>7</sup> to secure the Last Chance gold target. The expanded strategic land holding totals 894 claims over 798km <sup>2</sup> .
June 2020	At Red Mountain, field crews commenced reconnaissance mapping and detailed soil sampling at the Last Chance gold target <sup>14</sup> . The planned field season includes a high resolution airborne magnetic and radiometric survey, high resolution WorldView-3 satellite multi-spectral mapping, additional regional stream sampling over the expanded tenement package and an initial 2,000 metre diamond drilling program.
June 2020	White Rock Minerals appoints Dr. Quinton Hennigh as Technical Advisor to assist with the Company's exploration program in Alaska and its investor relations presence in North America.

# White Rock Minerals Ltd

## Exploration projects

For the year ended 30 June 2020

### Red Mountain Project, Alaska, USA

#### Background

The 100% owned Red Mountain Project is located in the Bonfield District of central Alaska. The Company is exploring for Intrusion Related Gold System (**IRGS**) mineralisation and high-grade zinc and precious metals volcanogenic massive sulphide (**VMS**) deposits.

IRGS exploration is focussed on the Last Chance gold target<sup>1</sup> located within the Tintina Gold Province, host to giant gold deposits including Donlin Creek (45 Moz Au<sup>2</sup>), Fort Knox (13.5 Moz Au<sup>3</sup>) and Pogo (10 Moz Au<sup>4</sup>), which are all Cretaceous aged IRGS deposits (Figure 1).

VMS exploration is focussed on the East Bonfield District within the Yukon-Tanana Terrane. There are already two high-grade zinc-silver rich deposits with an Inferred Mineral Resource<sup>5</sup> of **9.1 million tonnes @ 12.9% ZnEq**<sup>6</sup> for 1.1Mt of contained zinc equivalent.

The Company has secured a significant land package<sup>7</sup> (1,269 State of Alaska mining claims over 798km<sup>2</sup>) that incorporates regional-scale potential around the exciting Last Chance gold target and the majority of prospective VMS stratigraphy associated with the Dry Creek and West Tundra Flats deposits where there are many lookalike conductivity targets and numerous historic VMS prospects<sup>8</sup>.

The Last Chance gold target was identified late-2019 following a regional stream sediment sampling program<sup>1</sup>. The size and strength of the gold anomaly has made this exploration target the focus of the Company's activities during 2020.

The original Red Mountain Project was focused on the VMS potential of the East Bonfield District. The Company acquired 100% of the project in February 2016<sup>15</sup>. At that time the project consisted of 25 mining claims over 16km<sup>2</sup> and included two historic deposits; Dry Creek and West Tundra Flats (WTF) (Figure 3).

VMS deposits typically occur as a cluster of deposits ("camps"). Typically, deposits are evenly spaced within a camp. Within almost all camps, deposit sizes are normally distributed. In mature camps this means one "giant" (> 40Mt of ore, 1.8Mt of total base metal: upper 10% of all VMS deposits), two large (>10Mt ore, 550,000 tonnes of base metals: upper 25% of all deposits) and 3-8 small (<3.3Mt ore, 150,000 tonnes of base metal, 50% of all deposits) deposits /occurrences. Typical VMS camps consist of 4-8 deposits, each spaced about 4 to 6 km apart. Dry Creek and WTF are the most prominent occurrences in the Bonfield District and can be considered a single VMS camp.

At the Dry Creek deposit, two horizons containing massive sulphide mineralisation have been found. The Dry Creek North Horizon occurs near the upper part of the Mystic Creek and hosts the majority of mineralisation defined to date. The Dry Creek South Horizon occurs lower in the section. Both zones dip steeply north. The Dry Creek North Horizon can be traced for 4,500 metres along strike. The central 1,400 metres (on the flanks of Red Mountain) host the Fosters and Discovery deposits.

At Discovery, mineralisation occurs as massive to semi-massive zinc-lead-silver rich sulphides within, and at the base of, an aphanitic, intensely quartz-sericite-pyrite altered, siliceous rock termed the "mottled meta-rhyolite". This mineralisation is commonly associated with overlying stringer and disseminated chalcopyrite-pyrite mineralisation. At Fosters, mineralisation is hosted by a distinctive brown pyritic mudstone unit in the hangingwall of, and along strike from, the "mottled meta-rhyolite".

The mineralisation comprises disseminations and wispy laminations of sulphides and zones of semi-massive to massive sulphides. Sulphides include pyrite, sphalerite, galena and chalcopyrite. Precious metals are typically enriched, especially in the footwall portion of the mineralization.

Mineralisation at Dry Creek pinches and swells along strike and down dip, as is typical of VMS deposits. True width intersections are up to 40 metres where there is evidence of growth faults, which typically act as feeders to the VMS system and can be important controls in localising thick mineralised accumulations. Identifying and targeting such growth faults along the VMS horizon will be an important part of exploration to expand and discover new deposits.

At the West Tundra Flats prospect the mineralized zone occurs at the base of a black chloritic schist unit that is at the base of the sedimentary Sheep Creek Member and at the very top of the metavolcanic Mystic Creek Member. Massive sulphide mineralisation is localised in a number of generally narrow exhalative units distinguished by semi-massive and massive sulphides including pyrite, sphalerite and galena. The massive sulphides are commonly rich in silver with erratic gold. The zone extends at least 1,000 metres northwest-southeast along strike and 1,600m down dip to the southwest. The horizon dips about 10° to the southwest, is 0.3 to 4.4 m thick and remains open down dip.

Historical preliminary metallurgical test work on a composite sample of drill core intersections showed that the ore responded well to a traditional flotation scheme producing a bulk lead concentrate and a separate zinc concentrate with excellent metal recoveries. Zinc recoveries were in excess of 98% of the available zinc. Lead recoveries were approximately 75-80% of the available lead. Silver, copper and gold reported to the lead concentrate. Recoveries of these metals were in the range of 70% to 80%.

The zinc concentrate produced was of a very high quality with grades ranging from 58% to 62%. Lead-copper concentrate produced by the test work contained approximately 33% lead, with dilution being primarily due to zinc. An evaluation of this concentrate indicated that the mineralogical makeup of the concentrate was simple, and reagent optimization should be capable of upgrading this concentrate to approximately 50% lead. Results from analysis of the zinc concentrate showed low selenium content at <0.01% and typical cadmium values at 0.15%.



# White Rock Minerals Ltd

## Exploration projects

For the year ended 30 June 2020

### Red Mountain Project, Alaska, USA

#### Mineral Resources

In April 2017 White Rock completed a maiden Mineral Resource estimate for the Red Mountain project<sup>5</sup>. Highlights of the Mineral Resource are:

- High grade Inferred Mineral Resource of **9.1 million tonnes @ 12.9% ZnEq<sup>6</sup>** for 1.2Mt of contained zinc equivalent at a 3% Zn cut-off.
- Total Inferred Mineral Resource of 16.7 million tonnes @ 8.9% ZnEq for 1.5Mt of contained zinc equivalent at a 1% Zn cut-off for Dry Creek, 3% Zn cut-off for West Tundra Flats & 0.5% Cu cut-off for Dry Creek Cu Zone.
- Impressive base metal and precious metal content with 678,000t zinc, 286,000t lead, 53.5 million ounces silver and 352,000 ounces gold.
- This Mineral Resource places the Red Mountain Project in the top quartile of undeveloped high-grade VMS (zinc, silver, gold) deposits globally<sup>16</sup>.
- Mineralisation commences at surface and is open down dip.

**Table 1 - Red Mountain June 2019 Inferred Mineral Resource Estimate**

Prospect	Cut-off	Tonnage	ZnEq <sup>6</sup>	Zn	Pb	Ag	Cu	Au	ZnEq <sup>6</sup>	Zn	Pb	Ag	Cu	Au
		Mt	%	%	%	g/t	%	g/t	kt	kt	kt	Moz	kt	koz
Dry Creek Main	1% Zn	9.7	5.3	2.7	1.0	41	0.2	0.4	514	262	98	12.7	15	123
West Tundra Flats	3% Zn	6.7	14.4	6.2	2.8	189	0.1	1.1	964	416	188	40.8	7	229
Dry Creek Cu Zone	0.5% Cu	0.3	3.5	0.2	0.04	4.4	1.4	0.1	10	0.5	0.1	0.04	4	1
<b>Total</b>		<b>16.7</b>	<b>8.9</b>	<b>4.1</b>	<b>1.7</b>	<b>99</b>	<b>0.2</b>	<b>0.7</b>	<b>1,488</b>	<b>678</b>	<b>286</b>	<b>53.5</b>	<b>26</b>	<b>352</b>

**Table 2 - Red Mountain June 2019 Inferred Mineral Resource Estimate at a 3% Zn Cut-off (contained within Table 1, not additional)**

Prospect	Cut-off	Tonnage	ZnEq <sup>6</sup>	Zn	Pb	Ag	Cu	Au	ZnEq <sup>6</sup>	Zn	Pb	Ag	Cu	Au
		Mt	%	%	%	g/t	%	g/t	kt	kt	kt	Moz	kt	koz
Dry Creek Main	3% Zn	2.4	8.7	4.7	1.9	69	0.2	0.4	211	115	46	5.3	5	32
West Tundra Flats	3% Zn	6.7	14.4	6.2	2.8	189	0.1	1.1	964	416	188	40.8	7	229
<b>Total</b>		<b>9.1</b>	<b>12.9</b>	<b>5.8</b>	<b>2.6</b>	<b>157</b>	<b>0.1</b>	<b>0.9</b>	<b>1,176</b>	<b>531</b>	<b>234</b>	<b>46.1</b>	<b>12</b>	<b>260</b>

#### Exploration

##### Last Chance Gold Target

The Last Chance gold target (Figure 3) is a large (15km<sup>2</sup>), strong (up to 418ppb gold) and robust gold anomaly defined by 27 stream sediment sample points that was identified late-2019 from a regional stream sediment sampling program<sup>1</sup> completed earlier during the 2019 field season. The gold anomaly has a highly anomalous core >100ppb gold in first order stream catchments over 3.5km of strike east-west, and at >75ppb gold extends over 6km of strike. The gold anomaly is located in the headwaters of Last Chance Creek.

Downstream from the gold target area, significant placer workings commence 12km to the north and extend further north downstream through the foothills of the Alaska Range.

The large Last Chance stream sediment anomaly is located along a regional gold-arsenic-antimony trend that extends to the east and is spatially associated with a suite of exposed Cretaceous granites, the same age as those associated with the major gold deposits distributed throughout the Tintina Gold Province.

A historic search of the Alaska Department of Natural Resources website indicates that the Last Chance gold anomaly has never had any historic mining claims staked, suggesting that the area is very much unexplored. The detailed definition of stream sediment sampling provided a clear area for focused on ground follow-up activities during the 2020 field season.

The first on ground exploration commenced mid-June 2020 with a team of six geologists undertaking geological reconnaissance and surface geochemical sampling including rock chips and soils<sup>14</sup>. Heavy talus covers much of the property with only about 5% outcrop making rock and soil sampling challenging.

Geological reconnaissance has identified a series of hydrothermal silica breccia bodies and associated narrow quartz veins distributed over 6km of east-west strike<sup>10</sup>. Both silica breccias and quartz veining show evidence of extensive anomalous gold mineralisation with rock chip assay results typically ranging between 0.1 and 2.0g/t gold. A single quartz vein sample returned an assay result of 77.5g/t gold. This

## White Rock Minerals Ltd

### Exploration projects

For the year ended 30 June 2020

#### Red Mountain Project, Alaska, USA

vein potentially represents leakage from deeper, higher grade parts of the system. Several rock chip samples of silica breccias also returned high silver with a peak result of 4,580g/t.

Systematic soil sampling has returned encouraging gold results with associated arsenic and antimony anomalism. Results define an extensive footprint of gold anomalism throughout the 6km strike extent with 138 samples assaying >100ppb gold and a further 38 samples >400ppb gold including a peak result of 7.1g/t gold. Transported talus mantles some areas, and therefore masks the geochemical expression of underlying bedrock.

Soil geochemistry indicates that the Last Chance gold target is underlain by a large mineralizing system with considerable gold anomalism distributed over a 6km strike and 1.2km width. The hydrothermal silica breccias and associated narrow quartz veins occur throughout the core target area, and are associated with strongly anomalous gold, arsenic and antimony. At the Sidewinder prospect, breccias occur along the most prominent through going structure from Sidewinder West to Sidewinder Ridge (Figure 4). The highest gold soil samples collected to date occur in proximity to this structure with assay results of 7.1, 5.1 and 2.2g/t gold forming a strong anomalous cluster at Sidewinder West, as does the best rock chip assay result, 77.5g/t from a narrow quartz vein proximal to the Sidewinder Blowout. These high gold values provide clear indication that the Last Chance mineralising system is fertile and capable of generating high-grade gold mineralisation.

Geological reconnaissance and surface geochemical results to date suggest the Last Chance gold target lies within the upper brittle domain of a large orogenic system and/or Intrusion Related Gold System. Hydrothermal silica breccia bodies with their associated gold-arsenic-antimony anomalism may represent upper leakage of hydrothermal fluids immediately above a zone of more favourable gold deposition.

A maiden program of diamond drilling commenced late-July 2020<sup>11</sup>. Drilling has two priorities. First, drilling will test a number of immediate targets to assess the potential for shallow economic gold mineralisation associated with the hydrothermal silica breccia bodies and associated quartz veining. Initial drilling will likely provide valuable geologic information with which to further interpret the geometry, orientation and relationship of these important breccias and veins as well as better understand their full extent underneath talus cover. Second, the drill program will include a series of deeper holes designed to follow leakage vectors downward to test for potentially high-grade gold mineralisation at depth.

#### Red Mountain Zinc-Silver Rich VMS

During the 2019 field season ASX-listed Sandfire Resources (**Sandfire**) funded exploration under an Earn-in and Joint Venture Agreement that was managed by White Rock. Following completion of the 2019 field season, in February 2020 Sandfire advised White Rock of its withdrawal from that agreement<sup>17</sup>.

The 2019 field exploration program developed in conjunction with Sandfire aimed to drill test the maximum number of new VMS targets possible. The 2019 field program finished in early October with the onset of winter. Activities for the 2019 field season included:

- A 3,000 line kilometre SkyTEM airborne electromagnetics (AEM) survey covering 500km<sup>2</sup>. The new SkyTEM survey<sup>18</sup> was the first modern high-powered time domain EM survey at Red Mountain with the capability of identifying conductivity anomalies to depths of 300m.
- Satellite spectral analysis including the assessment of hyperspectral data to identify and map alteration zonation.
- Regional whole rock lithochemical analysis of tenement-wide rock chip samples collected in 2018 and accessed from the Alaskan Geologic Survey to identify regional alteration zonation and assist in prioritising targets for detailed field exploration and drill testing.
- Detailed on-ground geological reconnaissance and soil geochemical sampling across regional target areas using a portable XRF analyser to deliver rapid target definition. A total of 1,366 rock chips and 4,045 soil samples were taken over the entire field season to assist identify and prioritise targets for drill testing.
- Electrical ground geophysics including CSAMT, MT and fixed loop electromagnetics (EM) to assist identify, validate and prioritise targets for drill testing.
- A diamond drill program that totalled 4,451 metres in 12 drill holes testing 10 separate prospects. These high-priority targets were defined by this multidisciplinary use of airborne EM, the 2018 stream geochemical anomalies that were identified<sup>19</sup>, new satellite defined alteration, whole rock lithochemical alteration, on ground soil & rock geochemistry and on ground electrical geophysics.
- Selective down hole electromagnetics surveys to identify off-hole conductivity anomalies for follow-up drill testing.
- Regional stream sediment sampling (1,027 samples) to assist in identifying new targets across the broader district.

# White Rock Minerals Ltd

## Exploration projects

For the year ended 30 June 2020

### Red Mountain Project, Alaska, USA

#### Airborne Electromagnetics

In April 2019 a 3,000 line kilometre airborne electromagnetic (AEM) geophysical survey was flown over the core area (500km<sup>2</sup>) of the Red Mountain project<sup>18</sup>. The AEM survey, completed by SkyTEM, used a state of the art data collection and processing system to identify potential VMS conductors within the Bonnifield East VMS district. The survey also included the collection of magnetics data.

Final conductivity data was integrated with surface geochemistry to prioritise a number of VMS targets for drill testing during the 2019 field season. Results from the AEM survey show a signature conductivity response at both the Dry Creek and WTF massive sulphide deposits. This knowledge was used to search for similar look alike responses elsewhere within the Company's tenement package. The more subdued conductivity response in the range of 5-50mS/m is considered one of the distinguishing features associated with mineralisation versus the stronger conductivity response typically associated with graphitic units within the stratigraphic sequence.

#### Surface Exploration: Reconnaissance Mapping, Geochemical Sampling and Ground Geophysics

Surface geological reconnaissance and geochemical sampling continued throughout the 2019 field season with 4,045 soil samples and 1,366 rock chip samples collected across the two main prospect trends - the Glacier Trend to the northwest and the Dry Creek trend to the south<sup>20</sup>. Soil samples were analysed with a portable XRF to provide rapid geochemical results for identifying targets for ground electrical geophysics (CSAMT) and/or drill testing. Rock chip sampling included sampling of mineralised horizons and more systematic sampling of specific horizons and lithologic rock types for geochemical assessment to assist with vectoring towards likely massive sulphide accumulation within the stratigraphy.

Prospecting of the Glacier Trend, a spatially extensive alteration zone with 10km of strike, identified sulphide accumulations, chert and iron formations, all believed to be proximal to horizons prospective for base metal rich massive sulphides along strike and down dip. Litho-geochemical analysis of rock chip data assisted in prioritising areas of interest along the Glacier Trend through the identification of classic VMS vectors including low Na, Mg addition, high Ba, high Mn, the distribution of anoxic shales and hydrothermal alteration within sedimentary rocks. Additional rock chip data specifically characterising vectors associated with black shales and exhalite horizons has also been assessed in conjunction with identifying distinct conductivity responses from the AEM data to assist in drill targeting.

Initial ground electrical geophysics (CSAMT) to define conductivity features focused on the northern limb of the synform along the Glacier Trend. Ground electrical geophysics also included a line of MT (magnetotellurics) undertaken to define the depth of the target horizon across the syncline between the high-grade West Tundra Flats and Dry Creek deposits. This technique is effectively mapping the depth of the prospective horizons across the syncline, with the depth of the hinge zone much shallower than first interpreted. Both the CSAMT and MT lines have provided confidence in the accuracy and precision of the AEM data to the degree that additional new targets on the shallow south dipping limb of the synform, such as those along the Glacier Trend, can be modelled and drilled without any additional ground electrical geophysics<sup>21</sup>.

Reconnaissance geological mapping and sampling of historic VMS occurrences (Figure 3) was completed with the Cirque prospect, originally discovered in 1976, identified as the highest priority area for follow-up outside of the main contiguous tenement package. The Cirque prospect was discovered in 1976 by RAA, Getty and Phelps Dodge. Massive sulphide float blocks up to two metres thick occur within 300m of mineralised calc-schist and carbonate outcrop. Assays for 18 samples averaged **5.6% Zn, 1.7% Pb, 49g/t Ag & 0.5% Cu<sup>8</sup>**.

A surface geophysics crew completed a single fixed loop electromagnetic (EM) geophysical survey across two horizons of massive sulphide that extend east under glacial till cover<sup>22</sup>. Modelling of the results showed a clear long wavelength anomalous response on all four lines, consistent with a single, strike and depth extensive, conductive horizon. The conductance is low which may be consistent with a VMS horizon containing weakly conductive lead-zinc sulphides. A second conductive horizon to the south is very weak with further surveying likely required to better define this feature<sup>2</sup>. Follow-up of the conductor at Cirque and the other historic VMS occurrences throughout the district are warranted.

In addition to prospect work a regional surface geochemistry stream sampling program was completed with 1,027 samples collected over the 800km<sup>2</sup> area extending from Sheep Creek in the west through to Anderson Mountain in the south and West Fork to the east<sup>20</sup>.

#### Diamond Drilling

During the 2019 field season 4,451 metres of diamond drilling was completed in 12 drill holes testing 10 separate prospects<sup>20&21</sup>. Apart from the final drill hole testing the down dip extension at Dry Creek, no significant massive sulphide mineralisation was intersected. Drill hole and prospect locations tested during 2019 are shown in Figure 8.

The final drill hole for 2019 (DC19-96) tested an aggressive 250 metre down-dip step out from known high-grade zinc – silver – lead – gold mineralisation of both the Fosters and Discovery lenses at the Dry Creek deposit (Figure 5 & 6). Mineralisation was successfully intersected with 1.4 metres including massive sulphide containing abundant sphalerite (zinc sulphide) located within stratigraphy equivalent to the Fosters lens<sup>9</sup>. Assay results for this intersection returned **1.4m @ 13.9% zinc, 4.4% lead, 115g/t silver, 0.8g/t gold & 0.3% copper for 21.6% ZnEq<sup>1</sup>** from 524.6m.



## White Rock Minerals Ltd

### Exploration projects

For the year ended 30 June 2020

#### Red Mountain Project, Alaska, USA

The drill hole also intersected a chert horizon correlating with the hangingwall position to the lower Discovery lens of massive sulphide mineralisation before being terminated due to poor ground conditions and the end of the field season corresponding with the onset of winter, leaving the Discovery lens potentially ahead of the drill hole path and untested.

Previous drilling at Dry Creek tested the deposit to a depth of just 200 metres. The success of DC19-96 suggests considerable potential for the deposit to grow in size and tonnes along its entire 1,200 metre strike length.

The first drill hole (WT19-30) for 2019 tested a horizon 2 kilometres west along strike from the West Tundra Flats deposit, with associated surface geochemical anomalism and a coincident CSAMT conductivity feature. Drilling did not intersect any visual base metal mineralisation. A downhole EM survey detected an off-hole conductivity anomaly that coincides with a discrete conductivity anomaly identified in the AEM further to the west, and subsequently drilled (WT19-31) at Stingray. The conductivity anomaly is associated with a graphitic argillite beneath a zone of low level base metal mineralisation. Downhole EM probing did not detect any off hole conductors.

Two drill holes (HR19-05 & HR19-06) were completed at the Hunter prospect to test down dip and along strike (approximately 250m step-outs) of mineralisation intersected during the 2018 drill program<sup>9</sup>. Both drill holes intersected the target VMS horizon with thin intervals of massive sulphide and banded sulphide observed in both: 0.2m of massive sulphide in HR19-05 and 0.9m of banded pyrite-sphalerite in HR19-06. Downhole EM probing was completed on hole HR19-05 with no significant conductors identified.

At Megan's, DC19-94 intersected a broad fault zone with significant clay gouge. The footwall of the fault contains a number of narrow graphitic faults. The fault and graphitic zones correspond with the target conductivity zone identified in both CSAMT and the AEM. Alteration and low-level base metal mineralisation is evident in the footwall and hangingwall but no significant zones of mineralisation were intersected.

At Mantaray, a significant AEM anomaly located north of WTF and in a position interpreted to be close to the stratigraphic horizon hosting mineralisation at WTF, and extending into the footwall, was drilled by WT19-32. A sequence of graphitic argillite was intersected coincident with the conductivity target. No mineralisation was encountered.

At Platypus, DC19-93 targeted a weak conductivity anomaly identified by CSAMT associated with base metal surface geochemical anomalism and 250m along strike to the west of a narrow massive sulphide zone intersected in historic drilling. No significant mineralisation was intersected.

Drilling then shifted to the Glacier Trend (Figure 7) testing targets at Arete (GC19-05), Smog South (GC19-06) and Sheep Rogers (GC19-07). The Arete and Sheep-Rogers target areas are within an extensive alteration zone with 10km of strike, where multiple prospective occurrences containing sulphide accumulations, chert and iron formations have been identified, all believed to be proximal to horizons prospective for base metal rich massive sulphides along strike and down dip. The Smog South prospect is a large isolated target area further east along the Glacier Trend, also with extensive alteration, anomalous geochemistry plus surface base metal mineralisation within a VMS horizon at the Smog prospect to the north. No significant mineralisation was intersected at any of these three targets.

Further target areas along the Glacier Trend not drilled during the 2019 field season include Artesia, Irish Knob, Black Top, Grizzly, Kettle and Glacier Creek East. All target areas, including those drilled recently with only one hole at each, contain numerous prospective horizons, geochemical anomalies and EM conductivity features to be drill tested in the future. Drilling during the 2019 field season has provided important stratigraphic information for future targeting.

# White Rock Minerals Ltd

## Exploration projects

For the year ended 30 June 2020

### Mt Carrington Gold-Silver Project, Drake District NSW

#### Background

The Mt Carrington project is located near the township of Drake in northern NSW (Figure 9) and comprises one Exploration Licence ("EL6273") and 22 mining leases wholly contained within EL6273, covering a total area of 183km<sup>2</sup> as at 30 June 2019 (Figure 10).

The project covers a significant portion of the Drake Volcanic belt with a strike length in excess of 60km. The belt has been subject to sporadic exploration since the 1960's for gold, silver, copper, zinc, lead, molybdenum, tin and tungsten. However, no systematic exploration using modern techniques was undertaken on EL6273 from 1994 until 2008. It is considered that the potential for further discoveries within the EL6273 at Mt Carrington is very high for a variety of precious and base metal deposits.

The mining leases held by White Rock cover an area of 940 hectares and contain the historic Drake Au-Ag-Cu-Zn mineral field. The field has seen intermittent exploration and small scale mining from the late 1800's to the late 1980's. However, the previous mining endeavours are considered to have only scratched the surface. Until White Rock's involvement, no systematic evaluation of the current Mineral Resources on the mining leases had been undertaken for more than 16 years.

The leases also contain significant infrastructure and assets which are owned by White Rock. These include a tailings dam, freshwater dam, waste water treatment plant, road network, high voltage power supply, office and accommodation facilities.

#### Development Studies

A 2017 Pre-Feasibility Study (PFS) into the "Gold First" development stage declared a Maiden Ore Reserve of 3.47 million tonnes at 1.4g/t gold for 159,000 ounces gold<sup>12</sup> from within a Mineral Resource of 210,000 ounces gold<sup>13</sup>. The gold pits are pre-stripped and there is considerable existing infrastructure including a tailings storage facility, freshwater dam, granted Mining Leases, access to State grid power and site office. The PFS financial metrics for this project are robust, especially in this strong gold price environment. An update to this PFS was done in August 2020<sup>23</sup> and using a conservative A\$2,300 per ounce, the Gold First 2020 PFS financial metrics demonstrate a capital payback of just 14 months, an IRR greater than 80% and with free cash flow generated from the gold over its first 5 years of greater than A\$90M.

In addition, the overall Mineral Resource Estimate (MRE) includes 341,000 ounces of gold and 23 million ounces of silver<sup>13</sup>. As part of the 2020 PFS update, a revised MRE for the two main gold deposits Strauss and Kylo was required. There was no material change and consequently the small uplift in ounces is not reported here. With successful implementation of the Stage One gold development the Company will investigate a Stage Two operation to develop the silver deposits and remaining gold deposits. The Mt Carrington Mining Leases are enveloped by an Exploration Licence (183km<sup>2</sup>) with demonstrated potential for epithermal and intrusion-related gold, silver and copper mineralisation. White Rock has generated and refined an extensive exploration target portfolio at Mt Carrington since 2010.

The Company undertook an update to the 2017 PFS in August 2020 to reflect more recent gold price trends as well as current capital and operating cost projections to confirm the enhanced value proposition in advancing this asset through permitting and development. The updated financial and operating metrics will allow the Company to complete a strategic review of Mt Carrington and select the best pathway forward to enhance shareholder value from this project in light of the very strong gold price environment. In addition, the large silver endowment will also be the focus of future development studies given the more recent strong silver price environment as well.

#### Mineral Resources

White Rock published an updated Mineral Resource estimate for the Mt Carrington project in October 2017<sup>13</sup>. The Resource contains 341,000 oz gold and 23.2M oz silver in the Indicated and Inferred categories. The Mineral Resource is contained within 8 mineral deposits located on granted Mining Leases and Exploration Licences at Mt Carrington, as presented on Figure 2, and summarised in Table 1.

MT CARRINGTON MINERAL RESOURCES						
Gold Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Indicated	Strauss	2,070,000	1.5	103,000	1.7	115,000
	Kylo	2,010,000	1.3	85,000	1.4	92,000
	<b>Sub-Total</b>	<b>4,080,000</b>	<b>1.4</b>	<b>188,000</b>	<b>1.6</b>	<b>207,000</b>
Inferred	Strauss	380,000	1.7	21,000	2.4	30,000
	Kylo	30,000	1.1	1,000	1.5	2,000
	<b>Sub-Total</b>	<b>410,000</b>	<b>1.7</b>	<b>22,000</b>	<b>2.3</b>	<b>31,000</b>

The Strauss and Kylo Mineral Resource was prepared and reported in accordance with the JORC Code (2012) at a 0.5g/t Au cut-off (refer ASX Announcement 9 October 2017). All material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

White Rock Minerals Ltd  
Exploration projects

For the year ended 30 June 2020

Mt Carrington Gold-Silver Project, Drake District NSW

MT CARRINGTON MINERAL RESOURCES						
Gold Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Inferred	Red Rock	1,630,000	1.0	54,000	3.5	182,000
	Guy Bell	160,000	2.5	13,000	4.9	24,000
	<b>Sub-Total</b>	<b>1,790,000</b>	<b>1.2</b>	<b>67,000</b>	<b>3.6</b>	<b>206,000</b>
Silver Dominant						
Resource Category	Deposit	Tonnes	Gold grade (g/t)	Gold ounces	Silver grade (g/t)	Silver ounces
Indicated	Lady Hampden	1,840,000	0.6	37,000	69	4,056,000
	White Rock	1,710,000			77	4,214,000
	<b>Sub-Total</b>	<b>3,540,000</b>	<b>0.3</b>	<b>37,000</b>	<b>73</b>	<b>8,270,000</b>
Inferred	Lady Hampden	2,470,000	0.3	27,000	51	4,023,000
	White Rock	2,660,000			47	3,978,000
	White Rock North	3,180,000			52	5,314,000
	Silver King	640,000			59	1,218,000
	<b>Sub-Total</b>	<b>8,950,000</b>	<b>0.1</b>	<b>27,000</b>	<b>51</b>	<b>14,533,000</b>

Gold dominant Mineral Resources have been estimated using a cut-off of 0.5g/t Au except Red Rock, which uses a cut-off of 0.7g/t Au. All silver dominant Mineral Resources have been estimated using a cut-off of 25g/t Ag. The Red Rock, Guy Bell, Lady Hampden, White Rock, White Rock North and Silver King Mineral Resource was prepared and reported in accordance with the JORC Code (2004) as per ASX Announcements by White Rock Minerals Ltd on 13 February 2012, 11 July 2013 and 20 November 2013, and the ASX Announcement by Rex Minerals Ltd on 10 December 2008. The Resources figures have not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

MT CARRINGTON COMBINED MINERAL RESOURCES			
Category	Tonnes	Gold ounces	Silver ounces
Indicated	7,620,000	225,000	8,477,000
Inferred	11,150,000	116,000	14,770,000
<b>Total</b>	<b>18,770,000</b>	<b>341,000</b>	<b>23,247,000</b>

Table 1: Mt Carrington Mineral Resource Estimate Summary June 2020.

### Environmental Management and Rehabilitation

White Rock maintains an environmental management program on the Mt Carrington mining leases. It is focused on structured rehabilitation of remnants of the 1980's mining venture on the main leases, and includes remediation works on the old ore pad, waste rock dumps, roads, stormwater drains and diversion channels. During 2019-20 work included erosion control and surface water diversion earthworks around old waste rock dumps and stockpiles.

The primary focus is the management of water contained in the tailings dam and the prevention of overflow of untreated water into the natural drainage systems in the district. To meet this objective, a waste water treatment plant was commissioned in November 2010 to facilitate treatment of the tailings dam water. In 2014 a sprinkler system was installed to assist in evaporation of water from the storage facility, supplementing the existing water treatment process. The sprinkler system was further upgraded in late 2015. During 2017, the reverse osmosis water treatment plant was re-commissioned to complement the expanded water sprinkler evaporation system, providing a more reliable water management and discharge process.

When required, the treatment plant allows for release of the treated water into the local drainage system at a rate of 500,000 litres per day. The water quality is monitored and independently analysed off site. Treated water is of significantly better quality than the benchmark determined by the Australian and New Zealand Environment Conservation Council. Compliance water sampling is undertaken on a monthly basis for 21 catchment sites in the Drake district.



# White Rock Minerals Ltd

## Exploration projects

### For the year ended 30 June 2020

<sup>1</sup> Refer ASX Announcement 28<sup>th</sup> January 2020 “Large Gold Anomaly Discovered, Tintina Gold Province, Alaska”.

<sup>2</sup> Total Reserve and Resource gold ounces; NovaGold Resources Inc., NI43-101 Report, Updated Feasibility Study (amended) 20 January 2012

<sup>3</sup> Combined production and remaining Resource gold ounces for Fort Knox – True North; Production figures from Special Report 74, State of Alaska’s Mineral Industry 2018, DNR, DGGG; Resource figures from Kinross Gold Corporation 2018 Mineral Resource Statement inclusive of Reserves, News Release dated 13 February 2019.

<sup>4</sup> Combined production and remaining Resource gold ounces; Production figures from Special Report 74, State of Alaska’s Mineral Industry 2018, DNR, DGGG; Resource figures from Northern Star Resources Limited June 2019 Mineral Resource Statement inclusive of Reserves, 2019 Annual Report.

<sup>5</sup> Refer ASX Announcement 26<sup>th</sup> April 2017 “Maiden JORC Mineral Resource, Red Mountain”.

<sup>6</sup>  $ZnEq = \text{Zinc equivalent grades are estimated using long-term broker consensus estimates compiled by RFC Ambrian as at 20 March 2017 adjusted for recoveries from historical metallurgical test work and calculated with the formula: } ZnEq = 100 \times [(Zn\% \times 2,206.7 \times 0.9) + (Pb\% \times 1,922 \times 0.75) + (Cu\% \times 6,274 \times 0.70) + (Ag \text{ g/t} \times (19.68/31.1035) \times 0.70) + (Au \text{ g/t} \times (1,227/31.1035) \times 0.80)] / (2,206.7 \times 0.9)$ . White Rock is of the opinion that all elements included in the metal equivalent calculation have reasonable potential to be recovered and sold.

<sup>7</sup> Refer ASX Announcement 17<sup>th</sup> July 2020 “Strategic Land Position Taken at the Last Chance Gold Target, Alaska”.

<sup>8</sup> Refer ASX Announcement 21<sup>st</sup> November 2018 “Expanded Land Holding with Additional High-Grade VMS Prospects, Red Mountain”.

<sup>9</sup> Refer ASX Announcement 4<sup>th</sup> November 2019 “Red Mountain – 21.6% Zinc Equivalent Grade intersected in 200m Depth Extension”.

<sup>10</sup> Refer ASX Announcement 22<sup>nd</sup> July 2020 “Exploration Update: Last Chance Gold Target, Alaska”.

<sup>11</sup> Refer ASX Announcement 31<sup>st</sup> July 2020 “Drilling Commences at the Last Chance Gold Target, Alaska”.

<sup>12</sup> Refer ASX Announcement 27<sup>th</sup> December 2017 “Mt Carrington gold & silver Project Pre-feasibility Study confirms a financially robust Gold First Stage project”.

<sup>13</sup> Refer ASX Announcement 9<sup>th</sup> October 2017 “Improved Gold Resources at Mt Carrington Gold-Silver Project.”

<sup>14</sup> Refer ASX Announcement 10<sup>th</sup> June 2020 “Exploration Activities Set to Commence at the Large Last Chance Gold Prospect in the Tintina Gold Province, Alaska”.

<sup>15</sup> Refer ASX Announcement 15<sup>th</sup> February 2016 “White Rock Minerals enters into a Heads of Agreement to Acquire the Red Mountain VMS Project in Alaska”.

<sup>16</sup> Source: SNL, RFC Ambrian and company data.

<sup>17</sup> Refer ASX Announcement 11<sup>th</sup> February 2020 “Update on Strategic Partnership”.

<sup>18</sup> Refer ASX Announcement 20<sup>th</sup> May 2019 “Airborne EM Survey Successfully Completed at Red Mountain”.

<sup>19</sup> Refer ASX Announcement 4<sup>th</sup> December 2018 “New Geochemical Anomalies Associated with VMS Alteration, Red Mountain”.

<sup>20</sup> Refer ASX Announcement 31<sup>st</sup> October 2019 “Quarterly Activities Report – for the Quarter ended 30 September 2019”.

<sup>21</sup> Refer ASX Announcement 29<sup>th</sup> July 2019 “Quarterly Activities Report – for the Quarter ended 30 June 2019”.

<sup>22</sup> Refer ASX Announcement 18<sup>th</sup> September 2019 “Red Mountain: EM Conductor discovered at Cirque”.

<sup>23</sup> Refer ASX Announcement 19<sup>th</sup> August 2020 “Exceptional Updated Gold Pre-Feasibility Study Results”.

## Competent Persons Report

### No New Information or Data

This announcement contains references to exploration results, Mineral Resource estimates, Ore Reserve estimates, production targets and forecast financial information derived from the production targets, all of which have been cross-referenced to previous market announcements by the Company. The Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcements. In the case of Mineral Resource estimates, Ore Reserve estimates, production targets and forecast financial information derived from the production targets, all material assumptions and technical parameters underpinning the estimates, production targets and forecast financial information derived from the production targets contained in the relevant market announcement continue to apply and have not materially changed.

## White Rock Minerals Ltd

### Exploration projects

For the year ended 30 June 2020

### Tenement schedule

For the year ended 30 June 2020

Country/State	Project	Tenement ID	Area
Australia/NSW	Mt Carrington	EL6273, MPL24, MPL256, MPL259, SL409, SL471, SL492, ML1147, ML1148, ML1149, ML1150, ML1200, MPL1345, ML5444, GL5477, GL5478, ML5883, ML6004, ML6006, ML6242, ML6291, ML6295, ML6335	183km <sup>2</sup>
USA/Alaska	Red Mountain	ADL611355, ADL611356, ADL611362, ADL611364, ADL611366, ADL611371, ADL621625-621738 (114), ADL623325-623330 (6), ADL623337-623342 (6), ADL624104-624627 (524), ADL721002-721010 (9), ADL721029-721038 (10), ADL721533-721615 (83), ADL721624, ADL721625, ADL626740-626873 (134), ADL627166-627540 (375)	798km <sup>2</sup>

**Table 4 Tenements schedule**

The Mt Carrington Project comprises 22 Mining Leases and one Exploration Licence. All tenements are held 100% by White Rock (MTC) Pty Ltd, a wholly owned subsidiary of White Rock Minerals Ltd. No farm-in or farm-out agreements are applicable. The Company has received renewal confirmations for 19 of the 22 Mining Leases until 8 December 2030 and awaits approval from the Department of the remaining 3.

The Red Mountain Project comprised 1,269 Mining Claims. All tenements are held 100% by White Rock (RM) Inc., a wholly owned subsidiary of White Rock Minerals Ltd. No farm-in or farm-out agreements are applicable.

# White Rock Minerals Ltd

## Directors' report

### For the year ended 30 June 2020

The Directors present their report together with the financial statements of White Rock Minerals Ltd ("the Company") and its subsidiaries (the "Group" or "White Rock"), for the financial year ended 30 June 2020 and the Independent Auditor's Report thereon.

#### 1. Board of Directors

The Board has four members, three of whom are independent non-executive directors. The non-executive directors are considered to be independent of management and free from any business relationship or other circumstance that could materially interfere with the exercise of objective, unfettered or independent judgement. Further information on the process for assessing independence is included in the Board Charter on the Company's website.

The Board considers that a diversity of skills, backgrounds, knowledge and experience is required in order to effectively govern the business. The Board actively works to ensure that executive and non-executive directors continue to have the right balance of skills, experience, independence and Company knowledge necessary to discharge their responsibilities in accordance with the highest standards of governance. Non-executive directors contribute operational experience; understanding of the sectors in which we operate; knowledge of world capital markets; and an understanding of the health, safety, environmental and community challenges that we face. The Board members work together as a whole to oversee strategy for the Group and to monitor pursuit of the corporate objective. In addition, the Board has direct access to members of senior management.

The Directors of the Company at any time during or since the end of the financial year are:

Name, qualifications and independence status	Experience, special responsibilities and other directorships
<a href="#">Mr Peter Lester</a> <b>Independent Non-Executive Director &amp; Chairperson</b> B.E (Mining), MAusIMM, MAICD	Mr Lester has over 40 years' experience in the mining industry and has held senior executive positions with North Ltd, Newcrest Mining Limited, Oxiana Limited, Kidman Resources Ltd, Doray Minerals Limited and Citadel Resource Group Limited. Mr Lester's experience covers operations, project and business development and general corporate activities. Mr Lester is a non-executive chairman of Helix Resources Ltd and a non-executive director of Kingsrose Mining Limited. Mr Lester joined the Board of White Rock Minerals Ltd on 12 April 2013 and is a member of the Audit Committee. He became Chairperson on 1 January 2019.
<a href="#">Mr Matthew Gill</a> <b>Managing Director and Chief Executive Officer</b> B.E (Hons, Mining), M Eng Sc, FAusIMM, GAICD	Matthew Gill is a mining engineer with over 35 years' experience. He has a strong technical, operational and executive management background; having worked as an underground miner, mine planning engineer, supervisor, general manager and Managing Director in Australia, Papua New Guinea, India, Ghana and Bolivia. He holds three First Class Metalliferous Mine Manager's Certificates of Competency and has been instrumental in the successful development of three gold mines (Porgera, Beaconsfield and Ballarat). He is a three-time winner of the Australian Mine Manager of the Year Award and received the AusIMM Leadership Award in 2008. Previously, Group Chief Operating Officer for Singapore-listed LionGold Corp, he has also worked for Castlemaine Goldfields, Rio Tinto, WMC, Placer Pacific and Renison Goldfields.  Mr Gill has held the role of Chief Executive Officer from 29 March 2016 and on 1 August 2016 was appointed as Managing Director. He is a Non-Executive Director of AuStar Gold Ltd.
<a href="#">Mr Jeremy Gray</a> <b>Independent Non-Executive Director</b> B.C (Hons, Finance)	Mr Gray has more than 25 years in mining investment including appointments as the Global Head of Basic Materials at Standard Chartered Bank Plc, Head of Metals and Mining Research at Morgan Stanley in London and the Head of Mining Research at Credit Suisse in London. Mr. Gray serves as a Director of Chancery Asset Management, Singapore. Mr. Gray is a Non-Executive Director of Axiom Mining Limited. Mr Gray was appointed to the White Rock board on 5 May 2017.
<a href="#">Mr Stephen Gorenstein</a> <b>Independent Non-Executive Director</b> B.Sc (Hons, Geology & Geophysics) Masters Accounting (Finance)	Mr Gorenstein has more than 15 years in capital markets including equity analyst roles at both Goldman Sachs JB Were and Bank of America Merrill Lynch. He also has extensive experience in mining business development and mergers and acquisitions. He serves as a Director and Partner of Jindalee Partners. Mr. Gorenstein is a Non-Executive Director of Parazero Ltd. Mr Gorenstein was appointed to the White Rock Board on 17 December 2018.



# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 2. Company Secretary

Mr Shane Turner commenced as Company Secretary in August 2015. Mr Turner is a Chartered Accountant with over 30 years' experience. He has extensive experience in Business Advisory, Initial Public Offerings, ongoing compliance and Corporate Governance. Mr. Turner is employed by RSM Australia and is a Non-Executive Director and Company Secretary of MRG Metals Ltd.

### 3. Directors' meetings

The number of Directors' meetings (including meetings of committees of Directors) and number of meetings attended by each of the Directors of the Company during the financial year are:

Director	Board Meetings		Audit Committee Meetings	
	A	B	A	B
Mr Matthew Gill*	18	18	3	3
Mr Peter Lester	18	18	3	3
Mr Jeremy Gray	14	18	1	3
Mr Stephen Gorenstein	13	18	1	3

A – Number of meetings attended

B – Number of meetings held during the year whilst the Director held office.

\* Attended the Audit Committee meeting by invitation

### 4. Corporate governance statement

White Rock Minerals Ltd ("White Rock") has adopted comprehensive systems of control and accountability as the basis for the administration of corporate governance. The Board is committed to administering the policies and procedures openly and with integrity, pursuing the true spirit of corporate governance commensurate with White Rock's needs. To the extent they are applicable, White Rock has adopted the Corporate Governance Principles and Recommendations as published by ASX Corporate Governance Council. As White Rock's activities develop in size, nature and scope, the size of the Board and implementation of additional corporate governance structures will be given further consideration.

# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 4. Corporate governance statement (continued)

Consistent with ASX Listing Rule requirements, these Corporate Governance Principles are available on White Rock's website under a clearly marked Corporate Governance section that can be accessed at the following address:

<https://www.whiterockminerals.com.au/corporate-governance>

The corporate governance statement as published at the above address is current as at 30 June 2020 and has been approved by the Board of Directors.

White Rock has a policy concerning trading in its shares by Directors and other designated persons, a copy of that Trading Policy is available on White Rock's website.

During the year, White Rock implemented a Whistleblower Policy and that is available on White Rock's website.

### 5. Principal activities

The principal activity of the Group during the course of the financial year was minerals exploration and evaluation in Australia and the United States of America. There were no significant changes in the nature of the Group's principal activities during the year.

### 6. Operating and financial review

The statement of comprehensive income shows a profit after tax of \$12,393,191 (2019 loss after tax: \$1,524,462) for the year. As at 30 June 2020 the Group had a cash position of \$2,789,660 (2019: \$3,894,291). During 2016 the Group acquired Atlas Resources Pty Ltd (Atlas) by way of the issue of shares and options and in turn, exercised the option held by Atlas to acquire the Red Mountain project by way of cash payments. The option exercise resulted in the assumption of liabilities for future cash payments as well as obligations to perform future exploration activities. The amount outstanding at 30 June 2020 totalled \$801,399 shown as a current liability at 30 June 2020 (2019: total liability of \$1,047,047) and subsequent to year end was renegotiated to become due over the period to 31 December 2021 (refer note 31). The obligation to perform future exploration was met in full during the 2018 year due to the significant exploration carried out at the Red Mountain project. The Group has no bank debt. Additional information as to the review of business activities, likely developments for financial year 2021 and environmental regulation and management are included in the Introduction, Letter from the Chairman and Managing Director, Review of operations and Exploration projects sections which form part of the Directors report and are included earlier within the Annual Report.

### 7. Risks to Company Strategy

#### Financial risks

The Company may need to raise additional funds in the future. This could include by way of equity funding, debt funding, joint venture or farm-out arrangements, alternative funding arrangements (e.g. streaming finance or convertible loan) or asset sales. None of these alternatives have been determined at present, and any need to implement one of these alternatives would be considered if the need arises having regard to the circumstances at that time. There is no assurance that the Company will be able to implement any specific alternative. Any additional equity funding may have a dilutionary impact on a Shareholder's holding in the Company, or a negative impact on the Company's share price.

There is no assurance that the Company will be able to secure additional funding for the Definitive Feasibility Study (DFS), Environmental Impact Statement (EIS) and for the necessary permits and approvals works program for its Mt Carrington Project, on acceptable terms, or at all. If the Company is unable to obtain additional funding as needed, it may be required to reduce the scope or suspend its proposed work program for the Mt Carrington Project.

There is no assurance that the Company will be able to secure funding on acceptable terms or at all, for exploration at Red Mountain. If the Company is unable to obtain funding as needed, it may be required to reduce the scope or suspend any proposed work program for the Red Mountain Project.

#### Economic risks

General economic conditions, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities. If activities cannot be funded, there is a risk that planned activities may have to be reduced and tenements may have to be surrendered or not renewed. Furthermore, share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by many factors such as (a) general economic outlook; (b) interest rates and inflation rates; (c) currency fluctuations; (d) changes in investor sentiment toward particular market sectors; (e) the demand for, and supply of, capital; (f) terrorism or other hostilities; and (g) government fiscal, monetary and regulatory policies.

#### Mineral Resources

Exploration involves a significant degree of risk and exploration operations can be hampered by force majeure circumstances and cost overruns for unforeseen events, including unexpected variations in geology and equipment malfunction.

# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 7. Risks to Company Strategy (continued)

Mineral Resources which are not Ore Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, operational cost, metal price, mining control, dilution or other relevant issues.

The category of reported Inferred Mineral Resources is the lowest level of confidence under the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). The evaluation of these resources with the intention of upgrading resource categories and converting them to reserves is impacted by a number of issues, including mining dilution, metallurgical recovery and grade variability. There can be no guarantee that the resources will be developed to the point of production.

#### Development risks

Mineral development is a high risk undertaking and successful development cannot be guaranteed. The Company's financial performance will substantially depend on the accuracy of the cost estimates for the DFS, EIS, permits and approvals process, working capital requirements and the duration of this works program. The cost and time forecasts are estimates only, based on assumptions including those in relation to study costs, scope and duration, the approvals process and timeline estimated, and operational issues, all of which are subject to uncertainty. Capital/operating cost estimates for the Mt Carrington Project are also based on assumptions and are subject to uncertainty. An increase in capital/operating costs and/or an increase in the study timeline could have an adverse impact on the Company's performance. In addition, there is no assurance that the DFS and EIS will be done on time or to budget. Potential delays and/or cost increases in the DFS and EIS works could have an adverse impact on White Rock's financial performance. Mineral development is a high risk undertaking and successful development cannot be guaranteed.

#### Tenement title

Interests in tenements in Australia and the United States of America (USA) are governed by Federal and State legislation and are evidenced by the granting of licences or leases. Each licence or lease is for a specific term and carries with it annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Company could lose title to or its interest in tenements if licence conditions are not met or if insufficient funds are available to meet expenditure commitments as and when they arise.

Further, mining and exploration tenements are subject to periodic renewal. There is no guarantee that current or future tenement renewals will be approved. Renewal of the term of a granted tenement is at the discretion of the relevant government authority. Renewal conditions may include increased expenditure or work commitments or compulsory relinquishment of the areas comprising the Company's projects. The imposition of new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the Company. The Company has received renewal confirmations for 19 of the 22 Mining Leases until 8 December 2030 at Mt Carrington and awaits approval from the Department of the remaining 3.

#### Market conditions

The market price of the shares in the Company can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular. Neither the Company nor the Directors warrant the future performance of the Company or any return on an investment in the Company.

#### Environmental risks

The operations and proposed activities of the Company are subject to Australian and USA State and Federal laws and regulations concerning the environment. As with most exploration projects and mining operations, the Company's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds.

It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws, in order to minimise damage to the environment and risk of liability. Nevertheless, there are certain risks inherent in the Company's activities which could subject the Company to extensive liability.

#### Native title

At Mt Carrington, the Company is aware of a registered native title claim over the area of its tenements which may materially affect its future operations or performance. No guarantee can be given that this native title claim (nor any native title rights over areas in which the Company may in future acquire an interest) will not affect the Company.

#### Political risk, commodity price volatility and exchange rates risks

In the event that the Company establishes a mining operation, the revenue it will derive through the sale of commodities exposes the potential income of the Company to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for gold, silver, zinc, lead or copper, technological advancements, forward selling activities and other macro-economic factors. Furthermore, prices of various commodities are denominated in United States dollars, whereas certain income and expenditure of the Company is and will be taken into account in Australian currency, exposing the Company to the fluctuations and volatility of the rate of exchange between the United States dollar and the Australian dollar, as determined by international markets.

# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 7. Risks to Company Strategy (continued)

#### Upgrading Resource Categories and Conversion of Resources to Reserves

Reserve and Resource estimates are expressions of judgment based on knowledge, experience and industry practice. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, Resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate.

As further information becomes available through additional fieldwork and analysis, the estimates are likely to change. This may result in alterations to development plans which may, in turn, adversely affect the Company's operations. The variables on which estimates of resources and reserves are made include a number of factors and assumptions such as historical production, assumed effects of regulation by government agencies, assumptions regarding future prices and future capital and operating costs, all of which may vary considerably from those initially planned or used in determining any such resources or reserves. Changes in any underlying assumptions that affect either the cost of recovery or the viability of recovery of any resource will affect any calculation of Reserves.

#### Pre-Feasibility Study

The 2017 Pre-feasibility study (PFS) for the Mt Carrington project is insufficient to provide assurance of an economic development case at this stage, or to provide certainty that the conclusions of the PFS will be realised. The material assumptions relating to the PFS at Mt Carrington provided in the ASX Announcement of 27 December 2017, and updated in August 2020 (ASX Announcement dated 19 August 2020), continue to apply and have not materially changed. The material assumptions are estimates that are subject to change, which may affect the viability of the Mt Carrington project.

#### Reliance on Key Personnel

The responsibility of overseeing the day-to-day operations and the strategic management of the Company depends substantially on its directors and its key personnel. There can be no assurance given that there will be no detrimental impact on the Company if one or more of these key personnel ceases their involvement with the Company.

#### Occupational Health and Safety

The mining industry has become subject to increasing occupational health and safety responsibility and liability. The potential for liability is a constant risk. If the Company fails to comply with necessary OH&S legislative requirements, it could result in fines, penalties and compensation for damages as well as reputational damage.

#### COVID-19

The outbreak of the coronavirus disease (COVID-19) is impacting global economic markets. The nature and extent of the effect of the outbreak on the performance of the Company remains unknown. The Company's Share price may be adversely affected in the short to medium term by the economic uncertainty caused by COVID-19. Further, any governmental or industry measures taken in response to COVID-19 may adversely impact the Company's operations and are likely to be beyond the control of the Company.

COVID-19 safe work practices have and will continue to be adopted in relation the Company's operations, however, COVID-19 restrictions on movement and activities may adversely affect the Company's operations.

The Directors are monitoring the outbreak of COVID-19 closely and have considered the impact of COVID-19 on the Company's business. However, the situation is continually evolving, and the consequences are therefore inevitably uncertain.

In compliance with its continuous disclosure obligations, the Company will continue to update the market in regard to the impact of COVID-19 on the Company.

### 8. Significant changes in the state of affairs

During the reporting year the Company raised \$1,202,108 under an Entitlement Offer. Further, the Company announced an Equity Raising in May 2020 and raised \$1,410,750 under Tranche 1 of a Placement. Subsequent to the end of the reporting year, Tranche 2 of the Placement raised \$4,439,250 and a Share Purchase Plan raised \$10,000,000 (refer Note 10 in the Directors Report and Note 31 in the notes to financial statements for Subsequent events).

In February 2020, White Rock announced that its Joint Venture "JV" Agreement with Sandfire in relation to the Red Mountain project had ceased. The JV was announced in March 2019 and Sandfire spent \$8,500,000 on the Red Mountain Project under the JV. Sandfire withdrew without retaining any interest in Red Mountain.

In January 2020, White Rock announced new tenements acquired, being the Last Chance Prospect. The Last Chance Prospect adjoins the Company's existing Red Mountain tenements and is prospective for gold.

In the opinion of the Directors there were no further significant changes in the state of affairs of the Group during the year ended 30 June 2020.



# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 9. Dividends paid or recommended

The Directors do not recommend the payment of a dividend and no amount has been declared or paid by way of a dividend to the date of this report.

### 10. Events subsequent to reporting date

#### *Equity issue*

On 16 July 2020, the Group announced:

- completion of Tranche 2 of a Placement and issuance of 1,479,750,000 shares raising \$4,439,250;
- issuance of 100,000,000 shares to Lead Manager of the Equity Raising;
- issuance of 12,500,000 listed options to Co-Manager for the Equity Raising;
- issuance of 100,000 shares as a result of the exercise of unlisted options raising \$2,000; and
- issuance of 222,223 shares as a result of the exercise of listed options raising \$2,222.

On 22 July 2020, the Group announced:

- completion of a Share Purchase Plan and issuance of 3,333,333,416 shares raising \$10,000,000.

#### *Consolidation*

On 3 August 2020, the Group announced completion of consolidation of its equities on the basis of 1 new equity security for 100 existing equity securities. The revised equities of the Group became:

- 72,654,305 fully paid ordinary shares;
- 923,637 listed options; and
- 4,948,651 unlisted options.

#### *Expanded Tenement Package*

On 17 July 2020, the Group announced the acquisition of an additional 375 mining claims covering 240km<sup>2</sup> adjoining the Red Mountain Project. The expanded Red Mountain Project increased in size to 1,269 mining claims over 798 km<sup>2</sup>.

#### *Renewal of Mount Carrington Tenements*

The Company has received renewal confirmations for 19 of the 22 Mining Leases until 8 December 2030 at Mt Carrington and awaits approval from the Department of the remaining 3.

#### *Revision to Loan Metallogeny*

On 14 August 2020, the remaining US\$550,000 payment which was due by 31 December 2020 was renegotiated and under the revised terms, a total amount of US\$595,000 became payable with US\$75,000 being payable by 24 August 2020, US\$75,000 payable by 15 June 2021 and US\$445,000 payable by 31 December 2021.

### 11. Likely developments

Likely developments are the continued minerals exploration on the tenements owned or controlled by the Group.

The Company is extremely cognisant of the spread of the Coronavirus and the safety and wellbeing of our staff and contractors is our highest priority. We have been able to continue to explore having put in place measures appropriate to minimise any impact of the Coronavirus.

The Group's goals for 2021 are included in the Introduction, Letter from the Chairman and Managing Director, Review of operations and Exploration projects sections which form part of the Directors report and are included earlier within the Annual Report.

# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 12. Directors' interests

The relevant interest of each Director in the shares or options over such instruments issued by the companies within the Group and other related bodies corporate, at the date of this report is as follows:

	White Rock Minerals Limited	
	Ordinary shares post Consolidation*	Options over ordinary shares post Consolidation*
Mr Peter Lester	151,560	17,686
Mr Matthew Gill	174,075	59,433
Mr Stephen Gorenstein	216,667	-
Mr Jeremy Gray	-	-

\*A 1:100 share consolidation was completed by the Company subsequent to the end of the financial year.

### 13. Share options

#### 13.1 Options granted

During the financial year, the options that were granted or received are:

Grant date	Exercise price*	Number of shares*
19 November 2019	\$1.00	1,000,000
19 November 2019	\$1.00	664,074
13 February 2020	\$1.00	136,667
<b>Total</b>		<b>1,800,741</b>

\*A 1:100 share consolidation was completed by the Company subsequent to the end of the financial year.

#### 13.2 Unissued shares under option

At the date of this report, unissued ordinary shares of the Company under option are:

Expiry date	Exercise price*	Number of shares*
30 September 2020 <sup>(1)</sup>	\$3.50	14,000
31 May 2021 <sup>(1)</sup>	\$2.00	15,000
31 May 2022 <sup>(1)</sup>	\$2.00	15,000
22 April 2021	\$3.50	63,844
27 November 2020	\$6.00	30,000
12 November 2020	\$2.00	50,000
12 November 2020	\$3.00	50,000
12 November 2020	\$4.00	50,000
28 February 2021 <sup>(1)</sup>	\$2.00	12,000
28 February 2022 <sup>(1)</sup>	\$2.20	12,000
28 February 2023 <sup>(1)</sup>	\$2.40	12,000
26 March 2021	\$2.00	650,723
26 March 2021	\$2.00	277,278
26 March 2021	\$2.00	799,121
26 March 2021	\$2.00	856,931
10 July 2021	\$2.00	1,041,667
31 December 2024	\$1.00	1,000,000
4 November 2022	\$1.00	664,074
4 November 2022	\$1.00	136,667
<b>Total</b>		<b>5,750,305</b>

White Rock Minerals Ltd  
 Directors' report (continued)

For the year ended 30 June 2020

13. Share options

13.2 Unissued shares under option (continued)

<sup>(1)</sup>All options expire on the expiry date and will lapse if they are not exercised within 60 days of departure of the holder from the Company unless the Board exercises its discretion to permit the options to remain on foot until the expiry date. The Board retains the right to vary these conditions at its discretion.

\*A 1:100 share consolidation was completed by the Company subsequent to the end of the financial year.

13.3 Shares issued on exercise of options

During or since the end of the financial year, the Group issued ordinary shares of the Company as a result of the exercise of options as follows:

Exercise date	Exercise price	Number of shares
25 June 2020	\$0.01	66,667*
<b>Total</b>		<b>66,667</b>

\*Prior to the 1:100 share consolidation completed subsequent to year end.

13.4 Options on issue

The options on issue at the date of this report are:

Security Code	Class	Number of shares*
WRMO	LISTED OPTIONS EXPIRING 04/11/22 @ \$1.00	923,637
WRMAAA	UNLISTED OPTIONS EXP 26/03/2021 @ \$2.00	2,583,140
WRMAV	UNLISTED OPTIONS EXP 12/12/2020 @ \$3.00	50,000
WRMAW	UNLISTED OPTIONS EXP 12/12/2020 @ \$4.00	50,000
WRMAM	UNLISTED OPTIONS EXP 27/11/2020 @ \$6.00	30,000
WRMAO	UNLISTED OPTIONS EXP 31/05/2021 @ \$2.00	15,000
WRMAP	UNLISTED OPTIONS EXP 31/05/2022 @ \$2.00	15,000
WRMAX	UNLISTED OPTIONS EXP 28/02/21 @ \$2.00	12,000
WRMAY	UNLISTED OPTIONS EXP 28/02/22 @ \$2.20	12,000
WRMAZ	UNLISTED OPTIONS EXP 28/02/23 @ \$2.40	12,000
WRMAL	UNLISTED OPTIONS EXP 30/09/2020 @ \$3.50	14,000
WRMAAB	UNLISTED OPTIONS EXP 10/07/2021 @ \$2.00	1,041,667
WRMAAC	UNLISTED OPTIONS EXP 31/12/2024 @ \$1.00	1,000,000
WRMAN	UNLISTED OPTIONS EXP 22/04/21 @ \$3.50	63,844
WRMAU	UNLISTED OPTIONS EXP 12/12/2020 @ \$2.00	50,000
<b>Total</b>		<b>5,872,288</b>

\*A 1:100 share consolidation was completed by the Company subsequent to the end of the financial year.

14. Indemnification and insurance of Officers

The Company provides insurance to cover legal liability and expenses for the Directors and Executive Officers of the Company. The Directors and Officers Liability Insurance provides cover against all costs and expenses that may be incurred in defending civil or criminal proceedings that fall within the scope of the indemnity and that may be brought against the Officers in their capacity as Officers. Disclosure of the nature of the liability cover and the amount of the premium is subject to a confidentiality clause under the insurance policy.

The Company has entered into an agreement with the Directors and certain Officers to indemnify these individuals against any claims and related expenses, which arise as a result of their work in their respective capacities.

The Company has not provided any insurance or indemnity for the auditor of the Company.

# White Rock Minerals Ltd

## Directors' report (continued)

For the year ended 30 June 2020

### 15. Non-audit services

During the current and comparative years KPMG, the Group's auditor did not undertake any other services in addition to the audit and review of the financial statements.

Details of amounts paid or payable to the auditor of the Group, KPMG, and its related practices for audit and non-audit services during the year are set out below.

	2020	2019
	\$	\$
<b>KPMG Australia</b>		
Audit and review of financial statements	46,100	40,100
Other services	-	-

### 16. Remuneration Report – audited

The following were key management personnel (KMP) of the Group at any time during the reporting period and unless otherwise indicated were key management personnel for the entire period.

Name	Position held	Appointment/Resignation detail
<b>Non-Executive Directors</b>		
Mr Peter Lester	Non-Executive Director	Appointed 12 April 2013
	Chairperson	Appointed 1 January 2019
Mr Jeremy Gray	Non-Executive Director	Appointed 5 May 2017
Mr Stephen Gorenstein	Non-Executive Director	Appointed 17 December 2018
<b>Executives</b>		
Mr Rohan Worland	Exploration Manager	Appointed 26 March 2010
Mr Matthew Gill	Managing Director	Appointed 1 August 2016
	Chief Executive Officer	Appointed 29 March 2016
	Chief Operating Officer	Appointed 25 May 2015

#### 16.1 Principles of compensation

Remuneration is referred to as compensation throughout this report. Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Company and the Group, including Directors of the Company and Executives. Key management personnel comprise the Directors of the Company and Executives of the Group that are named in this report.

Compensation levels for key management personnel of the Group are competitively set to attract and retain appropriately qualified and experienced Directors and Executives. Compensation levels for the 2020 financial year were determined by considering the number of employees, market capitalisation and Company's financial position. Compensation is also set having regard to remuneration of Directors and Executives in other ASX listed exploration companies.

The compensation structures are designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders. Compensation packages include a mix of fixed and variable compensation and short-term and long-term performance-based incentives.

##### 16.1.1 Fixed compensation

Fixed compensation consists of base compensation as well as leave entitlements and employer contributions to defined contribution superannuation funds. Compensation levels are reviewed annually by the Board through a process that considers individual and overall performance and financial position of the Group.

##### 16.1.2 Performance linked compensation

Performance linked compensation includes both short-term and long-term incentives and is designed to reward key management personnel for meeting or exceeding their financial and personal objectives.

##### 16.1.3 Short-term incentive bonus

The short-term incentive (STI) is a discretionary bonus provided in the form of cash, which is determined based on an assessment of key performance indicators, including share price performance, business growth, exploration success and safety, environment and community matters. Short term bonuses are at the discretion of the Board and subject to satisfactory cash reserves being available.



White Rock Minerals Ltd  
 Directors' report (continued)

For the year ended 30 June 2020

16. Remuneration Report – audited (continued)

16.1.4 Long-term incentive

The long-term incentive (LTI) is provided as options over ordinary shares of the Company. Due to the nature of the Company at this time the Board believes this is appropriate, having regard to the exercise price of options being set at a premium to the share price at the date of the grant and the need to retain senior executives. All options granted to the Managing Director and Chief Executive Officer and the Exploration Manager lapse if they are not exercised within 60 days of departure of the holder from the Company unless the Board exercises its discretion to permit the options to remain on foot after departure until the expiry date. The Board retains the right to vary the conditions associated with options granted under the LTI at its discretion.

16.1.5 Service agreements

Service agreements for executives are negotiated taking into consideration the funding position of the Group at the time of contract negotiations. The service agreements in place during the period for KMP executives included the following terms:

Exploration Manager – Independent contractor agreement, unlimited in term but capable of termination by either party on three months' notice.

Managing Director and Chief Executive Officer – Independent contractor agreement, unlimited in term but capable of termination by either party on three months' notice.

The employment contracts outline the components of compensation and contractor fees paid to the key management personnel but do not prescribe how compensation levels are modified. Compensation levels for ongoing contracts are reviewed each year to take into account cost-of-living changes, any change in the scope of the role performed by the executive and any changes required to meet the principles of the compensation policy. Compensation for short term independent contractor agreements are reviewed upon re-negotiation or extension to take into account these factors.

16.1.6 Non-Executive Directors

Total compensation for all Non-Executive Directors is not to exceed \$300,000 per annum and is set with reference to fees paid to other Non-Executive Directors of comparable companies. Non-Executive Directors' base fees for the 2020 financial year were \$30,000 per annum, whilst the Chairperson's base fee was \$40,000. In addition, Non-Executive Directors are entitled to statutory superannuation benefits on base fees.

The Chairperson and Non-Executive Directors do not receive performance related remuneration. Directors' fees cover all main Board activities and membership of committees.

16.1.7 Services provided by remuneration consultants

During the current period, no services were provided by remuneration consultants in relation to remuneration of key management personnel.

16.1.8 Consequences for shareholder wealth

In considering the Group's performance and impacts for shareholder wealth, the Board has regard to the geological finds and the following measures in respect of the current and previous financial years.

	2020	2019	2018	2017	2016
Net profit/(loss) attributable to equity holders of the parent	\$12,393,191	\$(1,524,462)	\$(2,712,281)	\$(3,230,784)	\$(1,701,358)
Closing share price at period end*	\$0.010	\$0.006	\$0.008	\$0.015	\$0.018
Closing cash balance	\$2,789,660	\$3,894,291	\$1,980,321	\$3,289,929	\$258,846

White Rock Minerals Ltd  
Directors' report (continued)

For the year ended 30 June 2020

16. Remuneration report - audited (continued)

16.2 Directors' and Executive's remuneration (Group)

Details of the nature and amount of each major element of remuneration for each Director of the Company, and other key management personnel of the Group are:

		Short term			Post-employment	Other long term benefits	Share based payments	Termination Benefits	Total \$	Proportion of remuneration related %	Value of options as a proportion of remuneration %
		Salary & fees \$	STI cash bonus \$ (B)	Total \$	Super-annuation benefits \$	\$	Fair Value Options/Shares \$ (A)				
<b>Non-Executive Directors</b>											
Mr Brian Phillips (Chairperson to 31/12/18)	2019	19,998	-	19,998	1,900	-	-	-	21,898	-	-
Mr Peter Lester (Chairperson from 1/1/19)	2020	39,000	-	39,000	3,705	-	-	-	42,705	-	-
	2019	35,000	-	35,000	3,325	-	-	-	38,325	-	-
Mr Ian Smith (retired 28/2/19)	2019	22,500	-	22,500	2,138	-	-	-	24,638	-	-
Mr Jeremy Gray	2020	29,250	-	29,250	2,779	-	-	-	32,029	-	-
	2019	30,000	-	30,000	2,850	-	-	-	32,850	-	-
Mr Stephen Gorenstein (commenced 17/12/18)	2020	29,250	-	29,250	2,779	-	-	-	32,029	-	-
	2019	16,250	-	16,250	1,306	-	-	-	17,556	-	-
<b>Executive Directors</b>											
Mr Matthew Gill – Managing Director,	2020	351,000	-	351,000	33,345	-	-	-	384,345	0%	0%
Chief Executive Officer & Chief Operating Officer	2019	360,000	20,000	380,000	34,200	-	9,530	-	423,730	7%	2%
<b>Executives</b>											
Mr Rohan Worland – Exploration Manager	2020	201,370	-	201,370	19,130	-	3,530	-	224,030	2%	2%
	2019	205,479	10,000	215,479	19,521	-	10,382	-	245,382	8%	4%
<b>Total</b>	<b>2020</b>	<b>649,870</b>	<b>-</b>	<b>649,870</b>	<b>61,738</b>	<b>-</b>	<b>3,530</b>	<b>-</b>	<b>715,138</b>	<b>0.5%</b>	<b>0.5%</b>
	2019	689,227	30,000	719,227	65,240	-	19,912	-	804,379	6%	2.5%

White Rock Minerals Ltd  
 Directors' report (continued)  
 For the year ended 30 June 2020

16. Remuneration Report – audited (continued)

Notes in relation to the table of Directors' and Executive's remuneration

- A. The fair value of the unlisted options granted as compensation was calculated at the date of grant using the binomial option pricing model. The fair value of options granted is allocated to each reporting period evenly over the period from the grant date to the vesting date (when the service condition is satisfied).

The following factors and assumptions were used in determining the fair value of options at grant date:

Grant Date	Option life	Fair value per option	Option Exercise price	Share price on grant date	Expected volatility	Risk free interest rate
13 April 2016	4.58 years	\$0.0112	\$0.035	\$0.016	110%	2.090%
28 November 2017	3.66 years	\$0.0090	\$0.020	\$0.016	110%	2.300%
28 November 2017	4.67 years	\$0.0104	\$0.020	\$0.016	110%	2.355%
28 February 2018	3.00 years	\$0.0056	\$0.020	\$0.012	105%	2.135%
28 February 2018	4.00 years	\$0.0063	\$0.022	\$0.012	105%	2.280%
28 February 2018	5.00 years	\$0.0071	\$0.024	\$0.012	105%	2.405%

- B. The minimum value of the STI cash bonus is nil. The maximum value cannot be quantified as the STI cash bonus is at the Board's discretion.

16.3 Equity Instruments

All options refer to options over ordinary shares of White Rock Minerals Ltd, which are exercisable on a one-for-one basis.

16.3.1 Options over equity instruments granted as compensation

During 2016, 2017 and 2018 the following options (which remain on issue as at 30 June 2020) over ordinary shares in the Company were granted:

	Number of options granted	Grant date	Vesting date	Fair value per option at grant date	Exercise price per option	Expiry date	Number of options vested
<b>Directors</b>	-	-	-	-	-	-	-
<b>Executives</b>							
Mr Matthew Gill	1,400,000	13/04/2016	13/04/2016	\$0.0112	\$0.035	30/09/2020	1,400,000
	1,500,000	28/11/2017	01/06/2018	\$0.0090	\$0.020	31/05/2021	1,500,000
	1,500,000	28/11/2017	01/06/2019	\$0.0104	\$0.020	31/05/2022	1,500,000
Mr Rohan Worland	1,200,000	28/02/2018	28/02/2018	\$0.0056	\$0.020	28/02/2021	1,200,000
	1,200,000	28/02/2018	28/02/2019	\$0.0063	\$0.022	28/02/2022	1,200,000
	1,200,000	28/02/2018	28/02/2020	\$0.0071	\$0.024	28/02/2023	1,200,000

The options were provided to the recipients in return for their services. No options were granted as compensation during the current year.

16.3.2 Exercise of options granted as compensation

During the current or comparative reporting periods, there were no shares issued to key management personnel on the exercise of options previously granted as compensation.

White Rock Minerals Ltd  
Directors' report (continued)

For the year ended 30 June 2020

16. Remuneration Report – audited (continued)

16.3.3 Analysis of movements in options

The movement during the reporting period in the number of options over ordinary shares in the Company held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

2020	Note	Held at 1 July 2019 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensa tion	Held at 30 June 2020 (B)	Vested during year	Vested and exercisable at 30 June 2020 (B)(C)
<b>Non-Executive Directors</b>								
Mr Peter Lester	(ii)	636,693	-	1,131,898	-	1,768,591	-	1,768,591
Mr Jeremy Gray		-	-	-	-	-	-	-
Mr Stephen Gorenstein		-	-	-	-	-	-	-
<b>Executives</b>								
Mr Matthew Gill	(iv)	7,855,556	(2,900,000)	987,655	-	5,943,211	-	5,943,211
Mr Rohan Worland	(v)	3,877,853	-	256,406	-	4,134,259	1,200,000	4,134,259
2019	Note	Held at 1 July 2018 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensa tion	Held at 30 June 2019 (B)	Vested during year	Vested and exercisable at 30 June 2019 (B)(C)
<b>Non-Executive Directors</b>								
Mr Brian Phillips	(i)	666,667	-	-	-	666,667	-	666,667
Mr Peter Lester	(ii)	636,693	-	-	-	636,693	-	636,693
Mr Ian Smith	(iii)	1,111,112	-	-	-	1,111,112	-	1,111,112
Mr Jeremy Gray		-	-	-	-	-	-	-
Mr Stephen Gorenstein		-	-	-	-	-	-	-
<b>Executives</b>								
Mr Matthew Gill	(iv)	9,255,556	(1,400,000)	-	-	7,855,556	1,500,000	7,855,556
Mr Rohan Worland	(v)	4,377,853	(500,000)	-	-	3,877,853	1,200,000	2,677,853

(A) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(B) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

(C) Options held by key management personnel were vested and exercisable at 30 June.

(D) Acquisitions during year, other than granted as compensation, were made in connection with acquisitions from the KMP taking up entitlements under the Entitlement Issue.

Options included in the table above that were held by related parties on behalf of key management personnel are disclosed below.

(i) 666,667 held indirectly through Thylacine Pty Ltd ATF for the Brian Phillips Superannuation Fund.

(ii) 1,768,591 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.

(iii) 1,111,112 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.

(iv) 1,543,211 held indirectly by the M & C Gill Super Fund.

(v) 231,112 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 86,891 held by Lynsey Jane Cuthbert.



White Rock Minerals Ltd  
Directors' report (continued)

For the year ended 30 June 2020

16. Remuneration Report – audited (continued)

16.3.3 Analysis of movements in options (continued)

The movement during the reporting period, by value based on the fair value at grant date, of options over ordinary shares in the Company held by each key management person, is detailed below.

	Granted in year \$	Vested in the year \$ (A)	Value of options exercised in year \$	Lapsed in year \$ (A)
<b>Non-Executive Directors</b>				
Mr Peter Lester	-	-	-	-
Mr Jeremy Gray	-	-	-	-
Mr Stephen Gorenstein	-	-	-	-
<b>Executives</b>				
Mr Matthew Gill	-	-	-	27,260
Mr Rohan Worland	-	3,530	-	-
	-	<b>3,530</b>	-	<b>27,260</b>

(A) Calculated based on the original fair value at grant date.

16.3.4 Analysis of movements in shares held by KMP

The movement during the reporting period in the number of ordinary shares in White Rock Minerals Ltd held, directly, indirectly or beneficially, by key management personnel, including their related parties, is as follows:

2020	Note	Held at 1 July 2019 (A)	Acquisitions	Sales	Held at 30 June 2020 (B)
<b>Non-Executive Directors</b>					
Mr Peter Lester	(iii)	5,093,540	3,395,694	-	8,489,234
Mr Stephen Gorenstein	(ii)	6,666,667	5,000,000	-	11,666,667
<b>Executives</b>					
Mr Matthew Gill	(v)	4,444,444	2,962,963	-	7,407,407
Mr Rohan Worland	(vi)	1,153,820	769,214	-	1,923,034

2019	Note	Held at 1 July 2018 (A)	Acquisitions	Sales	Held at 30 June 2019 (B)
<b>Non-Executive Directors</b>					
Mr Brian Phillips	(i)	5,333,334	-	-	5,333,334
Mr Peter Lester	(iii)	5,093,540	-	-	5,093,540
Mr Ian Smith	(iv)	8,888,890	-	-	8,888,890
Mr Stephen Gorenstein	(ii)	6,666,667	-	-	6,666,667
<b>Executives</b>					
Mr Matthew Gill	(v)	4,444,444	-	-	4,444,444
Mr Rohan Worland	(vi)	1,153,820	-	-	1,153,820

(A) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(B) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

Shares that were held by related parties of key management personnel and included in the table above are disclosed below.

- (i) 5,333,334 held indirectly through Thylacine Pty Ltd ATF for the Brian Phillips Superannuation Fund.
- (ii) 5,000,000 held indirectly through Gorra & Co Pty Ltd as trustee for the Stephen and Renee Gorenstein Family Trust.
- (iii) 8,489,234 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.
- (iv) 8,888,890 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.
- (v) 7,407,407 held indirectly by the M & C Gill Super Fund.
- (vi) 608,337 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 276,670 held by Lynsey Jane Cuthbert.

White Rock Minerals Ltd  
Directors' report (continued)  
For the year ended 30 June 2020

**16. Remuneration Report – audited (continued)**

16.4 Other transactions with key management personnel

A number of key management persons, or their related parties, hold positions in other entities that result in them having control or joint control over the financial or operating policies of those entities.

Some of these entities transacted with the Group during the year. The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related entities on an arm's length basis.

From time to time, Directors of the Group, or their related entities, may provide services to the Group. These services are provided on terms that might be reasonably expected for other parties and are trivial or domestic in nature.

**17. Lead Auditor's Independence Declaration**

The lead auditor's independence declaration is set out on page 74 and forms part of the Directors' report for the year ended 30 June 2020.

Dated at Melbourne this 30<sup>th</sup> day of September 2020.

Signed in accordance with a resolution of the Directors:



Peter Lester  
Chairman

White Rock Minerals Ltd  
Consolidated Statement of Financial Position  
As at 30 June 2020

	Note	2020 \$	2019 \$
<b>Current Assets</b>			
Cash and cash equivalents	6	2,789,660	3,894,291
Trade and other receivables	7	28,443	1,275,893
Prepayments	8	71,126	123,581
<b>Total current assets</b>		<b>2,889,229</b>	<b>5,293,765</b>
<b>Non-current assets</b>			
Trade and other receivables	7	978,000	-
Exploration and evaluation assets	9	31,807,436	17,911,031
Property, plant and equipment	10	224,520	340,145
<b>Total non-current assets</b>		<b>33,009,956</b>	<b>18,251,176</b>
<b>Total assets</b>		<b>35,899,185</b>	<b>23,544,941</b>
<b>Current Liabilities</b>			
Trade and other payables	11	1,693,966	3,391,547
Employee benefits		22,415	34,132
<b>Total current liabilities</b>		<b>1,716,381</b>	<b>3,425,679</b>
<b>Non-current liabilities</b>			
Trade and other payables	11	-	764,450
Employee benefits		20,897	17,408
Provision for rehabilitation	12	1,181,000	1,181,000
<b>Total non-current liabilities</b>		<b>1,201,897</b>	<b>1,962,858</b>
<b>Total liabilities</b>		<b>2,918,278</b>	<b>5,388,537</b>
<b>Net assets</b>		<b>32,980,907</b>	<b>18,156,404</b>
<b>Equity</b>			
Issued capital	13(i)	50,880,316	48,452,534
Reserves	13(iii)	640,006	794,635
Accumulated losses		(18,539,415)	(31,090,765)
<b>Total equity</b>		<b>32,980,907</b>	<b>18,156,404</b>

The notes on pages 42 to 72 are an integral part of these consolidated financial statements.

White Rock Minerals Ltd  
 Consolidated Statement of Comprehensive Income  
 For the year ended 30 June 2020

	Note	2020 \$	2019 \$
Net finance (expense)/income	14	15,539	(7,799)
Revenue and other income	15	797,409	844,420
Administrative expenses		(462,070)	(639,658)
Depreciation expense	10	(6,182)	(5,296)
Contract labour expenses	16	(685,929)	(767,352)
Employee benefits expense	17	(104,706)	(135,623)
Marketing expense		(115,814)	(233,023)
Reversal of Impairment of assets/(Impairment of assets)	9	12,878,173	(549,786)
Foreign exchange gain/(loss)		76,771	(30,345)
<b>Profit/(Loss) before tax</b>		<b>12,393,191</b>	<b>(1,524,462)</b>
Income tax (expense)/benefit	18	-	-
<b>Total profit/(loss) for the period after tax</b>		<b>12,393,191</b>	<b>(1,524,462)</b>
<b>Total comprehensive profit/(loss) attributable to members of White Rock Minerals Ltd</b>		<b>12,393,191</b>	<b>(1,524,462)</b>
<b>Profit/(Loss) per share attributable to members of White Rock Minerals Ltd</b>			
Basic and diluted profit/(loss) per share (cents)*	19	68.24	(9.40)

The notes on pages 42 to 72 are an integral part of these consolidated financial statements.

\*Adjusted for 1:100 share consolidation subsequent to year end



White Rock Minerals Ltd  
Consolidated Statement of Changes in Equity  
For the year ended 30 June 2020

Attributable to equity holders of the Company

	Note	Issued capital	Reserves	Accumulated losses	Total equity
		\$	\$	\$	\$
Balance at 1 July 2018		44,799,836	408,116	(29,616,363)	15,591,589
Issue of ordinary shares and share options		3,830,444	416,667	-	4,247,111
Transaction costs on share issue, net of tax		(177,746)	-	-	(177,746)
Share based payments transactions		-	19,912	-	19,912
Transfers from share based payment reserve		-	(50,060)	50,060	-
Total comprehensive loss for the period		-	-	(1,524,462)	(1,524,462)
<b>Balance at 30 June 2019</b>		<b>48,452,534</b>	<b>794,635</b>	<b>(31,090,765)</b>	<b>18,156,404</b>
Balance at 1 July 2019		48,452,534	794,635	(31,090,765)	18,156,404
Issue of ordinary shares and share options		2,613,525	-	-	2,613,525
Transaction costs on share issue, net of tax		(185,743)	-	-	(185,743)
Share based payments transactions		-	3,530	-	3,530
Transfers from share based payment reserve		-	(158,159)	158,159	-
Total comprehensive loss for the period		-	-	12,393,191	12,393,191
<b>Balance at 30 June 2020</b>		<b>50,880,316</b>	<b>640,006</b>	<b>(18,539,415)</b>	<b>32,980,907</b>

The notes on pages 42 to 72 are an integral part of these consolidated financial statements.

White Rock Minerals Ltd  
Consolidated Statement of Cash Flows  
For the year ended 30 June 2020

	Note	2020 \$	2019 \$
<b>Cash flows from operating activities</b>			
Cash paid to suppliers and employees		(1,099,104)	(1,637,689)
R&D refund received		246,435	267,616
Cash boost stimulus received		13,564	-
Interest received		15,539	38,090
Management fees received		599,308	510,056
<b>Net cash (used in) operating activities</b>	20	<b>(224,258)</b>	<b>(821,927)</b>
<b>Cash flows from investing activities</b>			
Exploration and evaluation payments		(769,241)	(3,784,485)
Acquisition of property, plant and equipment		-	(71,700)
<b>Net cash (used in) investing activities</b>		<b>(769,241)</b>	<b>(3,856,185)</b>
<b>Cash flows from financing activities</b>			
Proceeds from issue of share capital		2,613,525	4,094,094
Sandfire funding received		2,675,560	6,092,290
Sandfire funding expended		(5,098,307)	(3,271,346)
Payments for transaction costs on issue of share capital		(133,033)	(179,496)
Red Mountain payments		(245,648)	(143,460)
<b>Net cash from financing activities</b>		<b>(187,903)</b>	<b>6,592,082</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(1,181,402)</b>	<b>1,913,970</b>
Cash and cash equivalents at beginning of the year		3,894,291	1,980,321
Effect of movements in exchange rates on cash held		76,771	-
<b>Cash and cash equivalents at year end</b>	6	<b>2,789,660</b>	<b>3,894,291</b>

The notes on pages 42 to 72 are an integral part of these consolidated financial statements.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements

For year ended 30 June 2020

### 1. Reporting entity

White Rock Minerals Ltd (the “Company”) is a Company domiciled in Australia. The address of the Company’s registered office is 12 Anderson Street West, Ballarat, Victoria, 3350. The financial statements of the Company as at and for the year ended 30 June 2020 comprise the Company and its controlled entities (together referred to as the “Group”). The Group is a profit orientated entity and primarily is involved in minerals exploration and evaluation in Australia and Alaska.

### 2. Basis of preparation

#### (a) Statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards (AASBs) (including Australian Interpretations) adopted by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The financial statements of the Group comply with International Financial Reporting Standards (IFRSs) and interpretations adopted by the International Accounting Standards Board (IASB).

The financial statements were approved by the Board of Directors on 29 September 2020.

#### (b) Basis of measurement

The Group financial statements have been prepared on the historical cost basis except for the following items measured at fair value:

- Share based payments as described in accounting policy note 3(h) and note 21

In addition, when assessing the recoverable amount of non-current assets and CGUs, the Group on occasion uses the fair value less cost of disposal (FVLCOB), by reference to fair value in accordance with AASB 13.

#### Going concern

The Group recorded a profit after tax of \$12,393,191. The Group’s financial position as at 30 June 2020 was as follows:

- The Group had cash reserves of \$2,789,660;
- The Group’s current assets of \$2,889,229 exceeded current liabilities of \$1,716,381 by \$1,172,848;
- The Group is required to make future payments as described in note 11 over the periods set out in note 22 (iii), subject to the renegotiated payment dates for the Red Mountain liability as set out in note 31. These liabilities are payable in United States Dollars and expose the Group to movements in the United States Dollar against the Australia Dollar as described in note 22 (iv);
- The Group’s main activity is exploration and as such it does not presently have a source of operating income, rather it is reliant on equity raisings or funds from other external sources to fund its activities; and
- Under the Cartesian Financing Package the Company may access, subject to certain conditions precedent, additional funding as set out in note 22 (iii).

Current forecasts indicate that cash on hand as at 30 June 2020 together with cash raised up to 31 August 2020 (refer note 31 - Subsequent Events) will be sufficient to fund the planned exploration studies and operational activities over the period to the next expected signing date of the financial statements for the year ending 30 June 2021.

The Group’s position as at 31 August 2020 was as follows:

- The Group had cash reserves of \$14,107,796, which includes the \$14,439,250 of equity raised subsequent to the financial year (note 31);
- The Group had trade and other payables of \$1,730,915 (including the provision for Metallogeny liability); and

Accordingly, the financial statements for the year ended 30 June 2020 have been prepared on a going concern basis as, in the opinion of the Directors, the Group will be in a position to continue to meet its planned exploration studies and operating costs and pay its debts as and when they fall due for at least twelve months from the date of this report.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 2. Basis of preparation (continued)

#### (c) Functional and presentation currency

The Group financial statements are presented in Australian dollars, which is the functional currency of all entities in the Group.

#### (d) Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively. In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the related accounting policy and/or in the following notes:

- note 2(b) Basis of measurement
- note 9 Exploration and evaluation expenditure
- note 12 Provision for environmental rehabilitation
- note 21 Share based payments

### 3. Significant accounting policies

#### (a) Changes in accounting policies

The Group has adopted all mandatory new standards and amendments to standards, including any consequential amendments to other standards, with a date of initial application of 1 July 2019. The new, revised or amended standards or interpretations did not have a significant impact on the amounts or disclosures in the financial report. The revised, amended new standards (AASB 16 Leases) did not have a material impact on the amounts or disclosures in the consolidated financial statements.

#### (b) Basis of consolidation

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

#### (c) Financial instruments

##### (i) Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (c) Financial instruments (continued)

##### (ii) Classification and subsequent measurement

###### *Financial assets*

On initial recognition, a financial asset is classified as measured at: amortised cost or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

###### *Financial assets — Business model assessment*

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated —e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (c) Financial instruments (continued)

##### (i) Classification and subsequent measurement (continued)

###### *Financial assets - Assessment whether contractual cash flows are solely payments of principal and interest*

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

###### *Financial assets - Subsequent measurement and gains and losses*

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

###### *Financial liabilities — Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (c) Financial instruments (continued)

##### (iii) Derecognition

###### *Financial assets*

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

###### *Financial liabilities*

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

##### (iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### (d) Property, plant and equipment

##### (i) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Any gains and losses on disposal of an item of property, plant and equipment are recognised in profit or loss.

##### (ii) Depreciation

Items of property, plant and equipment are depreciated from the date that they are installed and are ready for use. Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment.

The estimated useful lives for the current and comparative periods are as follows:

- buildings 20 years
- plant and equipment 2-20 years
- motor vehicles 4 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (e) Exploration and evaluation

Exploration and evaluation expenditure, including the costs of acquiring licences, are capitalised as exploration and evaluation assets on an area of interest basis. Accounting for exploration and evaluation expenditures is assessed separately for each 'area of interest'. An 'area of interest' is an individual geological area which is considered to constitute a favourable environment for the presence of a mineral deposit or has been proved to contain such a deposit. Expenditure incurred on activities that precede exploration and evaluation of mineral resources, including all expenditure incurred prior to securing legal rights to explore an area, is expensed as incurred. For each area of interest, the expenditure is recognised as an exploration and evaluation asset where the following conditions are satisfied:

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

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability or facts and circumstances suggest that the carrying amount exceeds the recoverable amount. Exploration and evaluation assets are tested for impairment when any of the following facts and circumstances exist:

- the term of exploration license in the specific area of interest has expired during the reporting period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area are not budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and a decision has been made to discontinue such activities in the specified area; or
- sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. The cash generating unit is no larger than the area of interest. In the event that an area of interest is abandoned or if the Directors consider the expenditure to be of reduced value, accumulated costs carried forward are written off in the period in which that assessment is made. Each area of interest is reviewed at the end of each accounting period and accumulated costs are written off to the extent that they are not expected to be recoverable in the future.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised.

#### (f) Impairment

##### (i) Non-derivative financial assets

###### *Financial instruments and contract assets*

The Group recognises loss allowances for ECLs on:

- financial assets measured at amortised cost;
- debt investments measured at FVOCI; and
- contract assets.

The Group also recognises loss allowances for ECLs on lease receivables, which are disclosed as part of trade and other receivables.

The Group measures loss allowances at an amount equal to lifetime ECLs.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (f) Impairment (continued)

##### (i) Non-derivative financial assets (continued)

###### *Financial instruments and contract assets (continued)*

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment, that includes forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due. The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

###### *Measurement of ECLs*

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

###### *Credit-impaired financial assets*

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

###### *Presentation of allowance for ECL in the statement of financial position*

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (f) Impairment (continued)

##### (i) Non-derivative financial assets (continued)

###### *Write-off*

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Group has a policy of writing off the gross carrying amount when the financial asset is 180 days past due based on historical experience of recoveries of similar assets. For corporate customers, the Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

##### (ii) Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGI-is. Goodwill arising from a business combination is allocated to CGIJs or groups of CGI-Js that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGIJ exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGIJ on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (g) Employee benefits

##### (i) Short term employee benefits

Short term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. Amounts recognised as a liability include related on-costs, such as superannuation, workers compensation, insurance and payroll tax.

##### (ii) Other long term benefits

Other long term benefits comprise the Groups obligation in respect of annual leave and long service leave and are measured as the present value of the future benefit expected to be paid to employees as a result of their service in the current and prior periods. In determining the amount recorded consideration is given to the expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using a discount rate that reflects market yields at reporting date on prevailing bonds with terms of maturity that closely match the estimated future cash flows. The Group measures annual leave in respect of employees' service up to the reporting date at the amounts expected to be paid, inclusive of on costs, when the leave is expected to be taken.

#### (h) Share based payments

##### (i) Employee share based payments

Share based payments to employees and others providing similar services typically take the form of options to acquire ordinary shares in the Company. The fair value at grant date of share-based payment awards granted to employees and others providing similar services is recognised as an employee expense or capitalised as exploration and evaluation assets as appropriate, with a corresponding increase in equity, over the period that the holder for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

The fair value at grant date is independently determined using a binomial option pricing model that takes into account the exercise price, the term of the options, the vesting and performance criteria, the impact of dilution, the non-tradable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

##### (ii) Non-employee share based payments

The Company may also issue securities by agreement to third party suppliers for the provision of services in lieu of cash. The fair value of any goods and services received by the Group under such arrangements is recognised as an increase in the share based payments reserve as the services are rendered or goods received where the Group, at its sole discretion, has the option to settle in equity instruments of the Company and intends to do so at inception of the agreement.

On completion of the arrangement, when shares are issued, the fair value of goods received or services provided is transferred from the share based payments reserve to issued capital. Where options are issued, the fair value will remain in the share based payments reserve until such a time as the options are exercised or lapse, whichever occurs earlier. The fair value of goods and services is measured with reference to the value of goods and services the Group would otherwise be expected to pay in cash to the supplier for identical services and is typically measured with reference to market observable prices of similar goods or services adjusted for any matters specific to the arrangement. Where the fair value of the goods or services received cannot be estimated reliably, the fair value recognised is measured by reference to the fair value of the equity instruments granted.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (i) Revenue

Under AASB 15, an entity recognises revenue when (or as) a performance obligation is satisfied, that is when 'control' of the good or services underlying the particular performance obligation is transferred to the customer. Determined the timing of the transfer of control – at a point in time or over time requires judgement.

Revenue is recognised in the income statement at a point in time when the significant risks and rewards of ownership have been transferred or services have been provided to the buyer, recovery of the consideration is probable, the associated costs and possible return can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

#### (j) Tax

##### (i) Income taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax impact is recognised in other comprehensive income or equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future and the Group is able to control the timing of reversal. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

##### (ii) Tax consolidation

The Company and its wholly-owned Australian resident entities form a tax-consolidated group. As a consequence, all members of the tax-consolidated group are taxed as a single entity. The head entity within the tax-consolidated group is White Rock Minerals Ltd.

##### (iii) Goods and services tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the Australian Taxation Office (ATO) is included as a current asset or liability in the balance sheet.

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

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 3. Significant accounting policies (continued)

#### (k) Finance income

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

#### (l) Other income

Research and Development tax income are accounted for as government grants and recognised when the Group becomes entitled to the grant upon the incurring of eligible expenditure. Management fee income is recognised over time as management services are provided.

#### (m) Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options over ordinary shares of the Company.

#### (n) Segment reporting

The Group determines and presents operating segments based on the information that internally is provided to the Group's chief operating decision maker.

An operating segment is a component of the Group that engages in exploration activities which incurs expenses. An operating segment's expenditures are reviewed regularly by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance.

Segment expenditure that is reported to the Group's chief operating decision maker includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters) and head office expenses.

#### (o) Restoration and rehabilitation provision

The Group has obligations to restore and rehabilitate certain areas of property. A provision for rehabilitation and restoration is recognised in respect of the estimated cost of rehabilitation, decommissioning and restoration of areas of disturbance existing at reporting date, but not yet rehabilitated. Rehabilitation activities include dismantling infrastructure, removal and treatment of waste material, and land rehabilitation, including re-contouring, top-soiling and re-vegetation of the disturbed area. Provisions for the cost of the rehabilitation program are recognised at the time that environmental disturbance occurs (or is acquired). On an ongoing basis, additional disturbances will be recognised as a rehabilitation liability.

A corresponding asset is recognised in Property, Plant and Equipment or Exploration and Evaluation Assets only to the extent that it is probable that future economic benefits associated with the rehabilitation, will flow to the entity. Determining the cost of rehabilitation and restoration of the area of disturbance requires the use of significant estimates and assumptions, including the timing of the cash flows and expected life of the relevant area of interest, the application of relevant environmental legislation, and the future expected costs of rehabilitation, decommissioning and restoration. Changes in the estimates and assumptions used to determine the cost of rehabilitation, decommissioning and restoration could have a material impact on the carrying value of the site restoration provision and related asset. The provision is reviewed at each reporting date and updated based on the facts and circumstances available at the time.

#### (p) Presentation of financial statements

The Group applies revised AASB 101 *Presentation of Financial Statements*. The Group presents in the consolidated statement of changes in equity all owner changes in equity. All non-owner changes in equity are presented in the consolidated statement of comprehensive income.

#### (q) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning on or after 1 July 2020. None of those standards are expected to have a material effect on the reported amounts and disclosures. The Group does not plan to adopt these standards early.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 4. Determination of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, both for financial and non-financial assets and liabilities.

Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of accounting standards, including the level in the fair value hierarchy in which such valuations should be classified.

Significant valuation issues are reported to the Board of Directors.

When measuring the fair value of an asset or liability, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1; quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2; inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3; inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The fair values of trade and other receivables are estimated as the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date

### 5. Segment reporting

The Group determines operating segments based on the information that internally is provided to the Chief Operating Decision Maker who is the Managing Director and Chief Executive Officer.

Operating segments are discrete components of the Group that engage in exploration activities and incur expenses. An operating segment's expenditures are reviewed regularly by the Group's Chief Operating Decision Maker to make decisions about resources to be allocated to the segment and assess its performance.

Segment expenditure that is reported to the Managing Director and Chief Executive Officer includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily Company's headquarters) and head office expenditure.

The Group consists of two operating segments and operates in two geographic locations, Mt Carrington, New South Wales, Australia and Red Mountain, Bonnifield, Alaska, United States of America.

With the exception of the reversal of impairment which was attributable to the Mt Carrington segment (refer to note 9), foreign exchange gains of \$76,771 attributable to the Red Mountain segment, no income or expenses were incurred by the operating segments. All other income and expenses incurred by the Group relate to corporate activities and are therefore unallocated to the operating segments.

### 6. Cash and cash equivalents

	2020 \$	2019 \$
Bank balances	2,789,660	3,894,291
<b>Cash and cash equivalents</b>	<b>2,789,660</b>	<b>3,894,291</b>

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 7. Trade and other receivables

	2020	2019
	\$	\$
<b>Current</b>		
Other receivables (i),(ii)	28,443	419,893
Restricted cash (iii)	-	856,000
<b>Total current trade and other receivables</b>	<b>28,443</b>	<b>1,275,893</b>
<b>Non Current</b>		
Other receivables (ii)	122,000	-
Restricted cash (iii)	856,000	-
<b>Total non current trade and other receivables</b>	<b>978,000</b>	<b>-</b>

- (i) Other receivables in 2019 include a Research and Development Refund of \$246,435, which was received subsequent to the end of the year.
- (ii) Other receivables include \$122,000 (2019: \$122,000) of cash lodged with the New South Wales Government as security over the Group's performance of its environmental rehabilitation obligations.
- (iii) Restricted cash is placed on deposit to secure bank guarantees in respect of obligations for environmental performance bonds issued in favour of the New South Wales Government. These deposits earn interest at an average rate of 0.8% per annum (2019: 2.1%).

### 8. Prepayments

	2020	2019
	\$	\$
Prepayments	71,126	123,581
<b>Total prepayments</b>	<b>71,126</b>	<b>123,581</b>

Prepayments include \$26,499 (2019: \$79,210) in relation to services from corporate advisors for future capital raisings which will be released to equity as a cost of capital raising or expensed to the income statement in future periods if the capital raising does not occur.

### 9. Exploration and evaluation assets

	2020	2019
	\$	\$
<b>Mount Carrington (iii):</b>		
<b>Carrying amounts</b>		
Balance at 1 July	9,699,935	9,631,098
Additions	523,873	618,623
Reversal/(Impairment) of exploration assets (i)	12,878,173	(549,786)
<b>Balance at 30 June</b>	<b>23,101,981</b>	<b>9,699,935</b>
<b>Red Mountain:</b>		
<b>Carrying amounts</b>		
Balance at 1 July	8,211,096	5,870,094
Additions	494,359	2,341,002
<b>Balance at 30 June (ii)</b>	<b>8,705,455</b>	<b>8,211,096</b>
Total exploration and evaluation expenditure at cost	38,626,840	37,608,608
Total cumulative impairment losses	(6,819,404)	(19,697,577)
<b>Total Balance at 30 June</b>	<b>31,807,436</b>	<b>17,911,031</b>

Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation or sale of the respective area of interest.



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 9. Exploration and evaluation assets (continued)

- (i) The Group capitalises exploration and evaluation expenditure in accordance with accounting policy note 3(e).

As a result of the 2017 PFS and the prolonged increase in the gold price, the Group is aware of facts and circumstances that indicated the recoverable value of the Mount Carrington Cash Generating (CGU) could exceed the carrying value of capitalised exploration and accordingly performed a reversal of impairment assessment.

The recoverable amount of the Mount Carrington CGU was determined based on its Fair Value less Costs of Disposal (FVL COD) using a level 2 valuation technique.

The FVL COD valuation was conducted as at 30 June 2020 and has resulted in a reversal of previous impairment losses of \$12,878,173. The reversal has been recognised in the profit or loss for the year. The FVL COD was determined by the Group adopting the low end of the preferred value range provided in an independent valuation commissioned by the Group. The independent valuation used observable market transactions involving similar resources to those associated with the CGU. Specifically, the independent valuation utilised comparative transactions for Mineral Resources and Ore Reserves based on recent transactions in Australia when forming the preferred valuation range. The implied value of these comparative transactions was normalised using the spot price of gold as at 30 June 2020 of \$US 1,784/oz.

The costs to dispose in respect of the FVL COD assessment have been estimated based on prevailing market conditions, although would not be expected to be material in the context of the CGU's value.

Following the reversal of impairment the carrying value for the capitalised exploration and evaluation expenditure for Mount Carrington was \$23,101,981.

The valuation includes a number of significant assumptions including commodity prices, foreign exchange rates, the confidence level of known mineralisation measured in accordance with the JORC code, and expectations regarding exploration potential which can change significantly over short periods of time, and which may have a significant impact on the valuation if there was a change in assumption or new information became available. As a result, any variation in the key assumptions used to determine FVL COD would result in a change of the assessed FVL COD. If the variation in assumption had a negative impact on FVL COD, it could in the absence of other factors indicate a requirement for subsequent impairment of the exploration and evaluation asset in future periods.

- (ii) The Company acquired Atlas Resources Pty Ltd on 22 April 2016, which held an option to acquire 100% interest in the Red Mountain project. Under the terms of the Share Purchase Agreement, the Company acquired all of the shares and options in Atlas. In return for the Atlas shares and options the Company in 2016 issued 63,843,587 shares to Atlas shareholders and 6,384,359 options to Atlas option holders.

In May 2016 the Group exercised the option to acquire Red Mountain tenements paying \$US40,000 and agreeing to make the following payments.

- US\$50,000 in each of years ended 31 December 2016 and 2017 (which have to date been paid)
- US\$100,000 in year ended 31 December 2018 (which has to date been paid)
- US\$200,000 in year ending 31 December 2019 (which has to date been paid)
- US\$550,000 in in year ending 31 December 2020

On 14 August 2020, the remaining US\$550,000 payment which was due by 31 December 2020 was renegotiated (refer Note 31).

In addition the Group was required to undertake exploration activities totalling US\$1,200,000 as follows:

- US\$100,000 in the year ended 31 December 2016
- US\$200,000 in the year ended 31 December 2017
- US\$300,000 in the year ended 31 December 2018
- US\$600,000 in the year ending 31 December 2019

Amounts spent in excess of the annual amount are allowed to be carried forward and applied against future years. During the 2018 financial year, the Group's cumulative exploration expenditure exceeded the aggregate required amount. Accordingly, the liability was extinguished and amounts in excess were recognised as an exploration asset. Subsequent to the financial year, the payment has been renegotiated and the final payment is due 31 December 2021 (refer Note 31).

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

### For year ended 30 June 2020

#### 9. Exploration and evaluation assets (continued)

If the Group does not make the remaining payments due, the terms of the contract provide that the asset is required to be returned to the vendor.

As payments are made for liabilities and obligations assumed, these amounts are applied against the related liability.

The terms of the agreement also provide that the vendor is entitled to a 2% Net Smelter Royalty (NSR) with the option to reduce to 1% by payment of US\$2,000,000. Any further obligations under the NSR are not required to be recognised as a liability as the Group is able to control whether or not amounts are paid.

(iii) The Company has received renewal confirmations for 19 of the 22 Mining Leases until 8 December 2030 at Mt Carrington and awaits approval from the Department of the remaining 3.

#### 10. Property, plant and equipment

	2020			
	Land	Plant & Equipment	Motor Vehicles	Total
	\$	\$	\$	\$
<b>Cost</b>				
Balance at 1 July 2019	29,044	1,539,603	74,954	1,643,601
Additions	-	-	-	-
Disposals	-	-	-	-
Balance at 30 June 2020	29,044	1,539,603	74,954	1,643,601
<b>Depreciation and impairment losses</b>				
Balance at 1 July 2019	18,002	1,210,500	74,954	1,303,456
Depreciation charged to the income statement	-	6,182	-	6,182
Depreciation capitalised to exploration projects	-	109,443	-	109,443
Disposals	-	-	-	-
Balance at 30 June 2020	18,002	1,326,125	74,954	1,419,081
<b>Carrying amounts</b>				
At 1 July 2019	11,042	329,103	-	340,145
<b>At 30 June 2020</b>	<b>11,042</b>	<b>213,478</b>	<b>-</b>	<b>224,520</b>
	2019			
	Land	Plant & Equipment	Motor Vehicles	Total
	\$	\$	\$	\$
<b>Cost</b>				
Balance at 1 July 2018	29,044	1,467,903	74,954	1,571,901
Additions	-	71,700	-	71,700
Disposals	-	-	-	-
Balance at 30 June 2019	29,044	1,539,603	74,954	1,643,601
<b>Depreciation and impairment losses</b>				
Balance at 1 July 2018	18,002	1,095,043	74,954	1,187,999
Depreciation charged to the income statement	-	5,296	-	5,296
Depreciation capitalised to exploration projects	-	110,161	-	110,161
Disposals	-	-	-	-
Balance at 30 June 2019	18,002	1,210,500	74,954	1,303,456
<b>Carrying amounts</b>				
At 1 July 2018	11,042	372,860	-	383,902
<b>At 30 June 2019</b>	<b>11,042</b>	<b>329,103</b>	<b>-</b>	<b>340,145</b>

## White Rock Minerals Ltd

### Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

#### 11. Trade and other payables

	2020 \$	2019 \$
<b>Current</b>		
Trade payables	84,416	253,204
Accrued expenses	469,268	877,976
Other payables	2,845	2,845
Payments to settle acquisition of Red Mountain acquisition <sup>(1)</sup>	801,399	282,597
Deferred income	-	177,668
Payments received for future exploration obligations <sup>(2)</sup>	-	1,797,257
Payments received for future equity raising	336,038	-
	<b>1,693,966</b>	<b>3,391,547</b>
<b>Non Current</b>		
Payments to settle acquisition of Red Mountain acquisition <sup>(1)</sup>	-	764,450
	-	<b>764,450</b>
<b>Total</b>	<b>1,693,966</b>	<b>4,155,997</b>

<sup>(1)</sup>As referred to in note 9, as at 30 June 2020 the Group is required to pay the following amounts:

- US\$550,000 by 31 December 2020. On 14 August 2020, the repayment terms were renegotiated (refer Note 31).

The below table is a reconciliation of movements in the Red Mountain liabilities during the period ended 30 June 2020.

	2020 \$	2019 \$
Opening balance	1,047,047	1,089,886
Payments made	(282,597)	(143,460)
Foreign exchange loss	36,949	54,695
Reassessment of discount rate	-	20,259
Unwinding of present value discount	-	25,667
<b>Total</b>	<b>801,399</b>	<b>1,047,047</b>
Current	801,399	282,597
Non-current	-	764,450
<b>Total</b>	<b>801,399</b>	<b>1,047,047</b>

#### 12. Provision for environmental rehabilitation

	2020 \$	2019 \$
<b>Opening balance</b>	1,181,000	978,000
Provisions made during the year	-	203,000
<b>Closing balance</b>	<b>1,181,000</b>	<b>1,181,000</b>

The amount of the provision relates to the Mt Carrington project and has been determined with reference to the NSW Department of Trade & Investment (Resources & Energy) bond required to be lodged and is determined based on planned activities on the various tenements held by the Group.

The Group monitors environmental disturbance and updates its assessment where changes in planned rehabilitation techniques are identified or activities increase the size of the environmental remediation footprint.

## White Rock Minerals Ltd

### Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

#### 13. Equity

##### (i) Movements in issued capital:

	Date of issue	No of shares	Issue price (cents)	\$
<b>Opening balance at 1 July 2019</b>		<b>1,636,457,861</b>		<b>48,452,534</b>
Issue of Ordinary Shares – Corporate Mandate (i)	19/11/2019	4,750,007	0.7	-
Capital Raising – Entitlement funds received	19/11/2019	199,421,669	0.5	997,108
Capital Raising – Entitlement Shortfall funds received	13/02/2020	41,000,000	0.5	205,000
Capital Raising - Placement	01/06/2020	470,250,000	0.3	1,410,750
Issue of Ordinary Shares – Options conversion	25/06/2020	66,667	1.0	667
Less costs associated with Capital Raisings		-	-	(185,743)
<b>Closing balance at 30 June 2020</b>		<b>2,351,946,204</b>		<b>50,880,316</b>

	Date of issue	No of shares	Issue price (cents)	\$
<b>Opening balance at 1 July 2018</b>		<b>1,256,738,404</b>		<b>44,799,836</b>
Issue of Ordinary Shares – Sandfire Resources Ltd	11/07/2018	208,333,334	1.0	2,083,333
Capital Raising – Entitlement Shortfall funds received	19/07/2018	171,386,123	1.0	1,713,861
Issue of Ordinary Shares Receivable – Corporate Mandate (i)		-	-	33,250
Less costs associated with Capital Raisings		-	-	(177,746)
<b>Closing balance at 30 June 2019</b>		<b>1,636,457,861</b>		<b>48,452,534</b>

- (i) In December 2017 the Group entered into an Equity Placement Agreement with the Kentgrove Capital growth fund. Under the facility Kentgrove are issued and hold shares to be sold at the discretion of White Rock. The shares were initially issued to Kentgrove for no consideration and any shares held at the end of the agreement must be returned to White Rock. If on instruction from White Rock the shares are sold by Kentgrove on the market, the proceeds net of commission percentage must be remitted by Kentgrove to White Rock. The agreement expires on 11 December 2020. During the year 4,750,007 White Rock Minerals shares held by Kentgrove Capital Growth Fund were sold resulting in proceeds of \$33,250 which were recognised in the year ended 30 June 2019.

The Company does not have any franking credits available for utilisation.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 13. Equity (continued)

#### (ii) Options on issue:

2020	Date of issue	No. options 1 July 2019	Issued/ (Lapsed) *Exercised	(Cancelled)/ Replaced	No. options 30 June 2020	Ex. price (cents)	Expiry date
Issue of options - consultant	13/04/2016	1,400,000	(1,400,000)	-	-	3.0	30/09/2019
Issue of options - consultant	13/04/2016	1,400,000	-	-	1,400,000	3.5	30/09/2020
Issue of options - Red Mountain	22/04/2016	6,384,359	-	-	6,384,359	3.5	22/04/2021
Issue of options - placement	21/07/2016	17,610,778	-	(17,610,778)	-	1.8	21/07/2021
Issue of options - consultant	06/09/2016	8,000,000	(8,000,000)	-	-	2.5	30/04/2020
Issue of options - placement	06/09/2016	40,081,529	-	(40,081,529)	-	1.8	20/07/2021
Issue of options - placement	06/09/2016	19,230,769	-	(19,230,769)	-	2.3	20/07/2021
Issue of options - placement	28/02/2017	57,692,307	-	(57,692,307)	-	1.8	28/02/2022
Issue of options - placement	28/02/2017	19,230,769	-	(19,230,769)	-	2.3	28/02/2022
Issue of options - consultant	31/03/2017	3,000,000	(3,000,000)	-	-	6.0	31/03/2020
Issue of options - consultant	28/11/2017	3,000,000	(3,000,000)	-	-	4.0	27/11/2019
Issue of options - consultant	28/11/2017	3,000,000	-	-	3,000,000	6.0	27/11/2020
Issue of options - director	28/11/2017	1,500,000	(1,500,000)	-	-	2.0	05/06/2020
Issue of options - director	28/11/2017	1,500,000	-	-	1,500,000	2.0	31/05/2021
Issue of options - director	28/11/2017	1,500,000	-	-	1,500,000	2.0	31/05/2022
Issue of options - consultant	13/12/2017	5,000,000	-	-	5,000,000	2.0	12/12/2020
Issue of options - consultant	13/12/2017	5,000,000	-	-	5,000,000	3.0	12/12/2020
Issue of options - consultant	13/12/2017	5,000,000	-	-	5,000,000	4.0	12/12/2020
Issue of options - executive	28/02/2018	1,200,000	-	-	1,200,000	2.0	28/02/2021
Issue of options - executive	28/02/2018	1,200,000	-	-	1,200,000	2.2	28/02/2022
Issue of options - executive	28/02/2018	1,200,000	-	-	1,200,000	2.4	28/02/2023
Issue of options - entitlement issue	26/04/2018	65,072,255	-	-	65,072,255	2.0	26/03/2021
Issue of options - entitlement issue	27/04/2018	27,727,789	-	-	27,727,789	2.0	26/03/2021
Issue of options - placement	11/05/2018	79,912,067	-	-	79,912,067	2.0	26/03/2021
Issue of options - Sandfire	11/07/2018	104,166,667	-	-	104,166,667	2.0	10/07/2021
Issue of options - entitlement issue	19/07/2018	85,693,062	-	-	85,693,062	2.0	26/03/2021
Issue of options - entitlement issue	19/11/2019	-	*66,407,355	-	66,407,355	1.0	04/11/2022
Issue of options - entitlement issue	13/02/2020	-	13,666,668	-	13,666,668	1.0	04/11/2022
Issue of options - placement	19/11/2019	-	-	100,000,000	100,000,000	1.0	31/12/2024
		<b>565,702,351</b>	<b>63,174,023</b>	<b>(53,846,152)</b>	<b>575,030,222</b>		

\*66,474,022 issued net of 66,667 exercised during the year



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 13. Equity (continued)

2019	Date of issue	No. options 1 July 2018	Issued/ (lapsed)	No. options 30 June 2019	Ex. price (cents)	Expiry date
Issue of options - consultant	31/03/2015	500,000	(500,000)	-	4.5	30/03/2019
Issue of options - consultant	13/04/2016	1,400,000	(1,400,000)	-	2.5	30/09/2018
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.0	30/09/2019
Issue of options - consultant	13/04/2016	1,400,000	-	1,400,000	3.5	30/09/2020
Issue of options – Red Mountain	22/04/2016	6,384,359	-	6,384,359	3.5	22/04/2021
Issue of options - placement	21/07/2016	17,610,778	-	17,610,778	1.8	21/07/2021
Issue of options - consultant	06/09/2016	8,000,000	-	8,000,000	2.5	30/04/2020
Issue of options - placement	06/09/2016	40,081,529	-	40,081,529	1.8	20/07/2021
Issue of options - placement	06/09/2016	19,230,769	-	19,230,769	2.3	20/07/2021
Issue of options - placement	28/02/2017	57,692,307	-	57,692,307	1.8	28/02/2022
Issue of options - placement	28/02/2017	19,230,769	-	19,230,769	2.3	28/02/2022
Issue of options - consultant	31/03/2017	3,000,000	(3,000,000)	-	3.0	31/03/2019
Issue of options - consultant	31/03/2017	3,000,000	-	3,000,000	6.0	31/03/2020
Issue of options - consultant	28/11/2017	3,000,000	-	3,000,000	4.0	27/11/2019
Issue of options - consultant	28/11/2017	3,000,000	-	3,000,000	6.0	27/11/2020
Issue of options - director	28/11/2017	1,500,000	-	1,500,000	2.0	05/06/2020
Issue of options - director	28/11/2017	1,500,000	-	1,500,000	2.0	31/05/2021
Issue of options - director	28/11/2017	1,500,000	-	1,500,000	2.0	31/05/2022
Issue of options - consultant	13/12/2017	5,000,000	-	5,000,000	2.0	12/12/2020
Issue of options - consultant	13/12/2017	5,000,000	-	5,000,000	3.0	12/12/2020
Issue of options - consultant	13/12/2017	5,000,000	-	5,000,000	4.0	12/12/2020
Issue of options - executive	28/02/2018	1,200,000	-	1,200,000	2.0	28/02/2021
Issue of options - executive	28/02/2018	1,200,000	-	1,200,000	2.2	28/02/2022
Issue of options - executive	28/02/2018	1,200,000	-	1,200,000	2.4	28/02/2023
Issue of options – entitlement issue	26/04/2018	65,072,255	-	65,072,255	2.0	26/03/2021
Issue of options – entitlement issue	27/04/2018	27,727,789	-	27,727,789	2.0	26/03/2021
Issue of options – placement	11/05/2018	79,912,067	-	79,912,067	2.0	26/03/2021
Issue of options – Sandfire	11/07/2018	-	104,166,667	104,166,667	2.0	10/07/2021
Issue of options - entitlement issue	19/07/2018	-	85,693,062	85,693,062	2.0	26/03/2021
		<b>380,742,622</b>		<b>565,702,351</b>		

#### (iii) Movements in share option reserve

	\$
<b>Opening balance at 1 July 2019</b>	794,635
Share based payments expensed	3,530
Options lapsed during the period	(158,159)
<b>Closing balance at 30 June 2020</b>	<b>640,006</b>
<b>Opening balance at 1 July 2018</b>	408,116
Issue of options (i)	416,667
Share based payments expensed	19,912
Options lapsed during the period	(50,060)
<b>Closing balance at 30 June 2019</b>	<b>794,635</b>

(i) Options issued to Sandfire Resources N/L as part of the Earn-In and Joint Venture agreement.

The share option reserve comprises amounts recognised on issue of options to shareholders, suppliers, employees, Directors, or contractors for services rendered as well as assets acquired. Refer to note 21 for additional details in relation to share based payments.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 14. Finance income and expense

	2020	2019
	\$	\$
Finance income – interest income on bank deposits	15,359	38,137
Reassessment of discount rate on long term liabilities	-	(20,259)
Unwinding of present value discount on long term liabilities	-	(25,677)
<b>Net finance income/(income)</b>	<b>15,359</b>	<b>(7,799)</b>

### 15. Revenue and other income

	2020	2019
	\$	\$
R&D tax refund	-	514,052
Cash boost stimulus	20,433	-
Revenue from services - Management fees (Red Mountain project)	776,976	330,368
<b>Total revenue and other income</b>	<b>797,409</b>	<b>844,420</b>

### 16. Contract labour expenses

	2020	2019
	\$	\$
Contract labour expenses incurred	809,292	928,782
Contract labour expenses capitalised to exploration assets	(119,833)	(141,518)
Share based payments expense	(3,530)	(19,912)
<b>Total contract labour expense</b>	<b>685,929</b>	<b>767,352</b>

Contract labour expenses predominantly represent expenditure for senior executives who are employed under contract arrangements.

### 17. Employee benefits expense

	2020	2019
	\$	\$
Wages and salaries incurred	223,466	241,289
Employee benefits expenditure capitalised to exploration assets	(110,532)	(109,419)
Increase/(decrease) in liability for annual leave	(11,717)	1,564
Increase in liability for long service leave	3,489	2,189
<b>Total employee benefits expense</b>	<b>104,706</b>	<b>135,623</b>

### 18. Income taxes

<b>Income tax expense/(benefit) - Numerical reconciliation between tax expense and pre-tax accounting profit/(loss)</b>	<b>2020</b>	<b>2019</b>
	\$	\$
Profit/(loss) before tax for the period	12,393,191	(1,524,462)
Income tax expense/(benefit) using the domestic corporation tax rate of 27.5%	3,408,127	(419,227)
Increase in income tax due to:		
(Non-assessable income)/Non-deductible expenses	(3,426,840)	56,857
Tax losses and temporary differences not brought to account	18,713	362,370
<b>Total income tax expense/(benefit) on pre-tax net loss</b>	<b>-</b>	<b>-</b>

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 18. Income taxes

#### Tax losses carried forward

As discussed in accounting policy note 3(j), deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. The Group is in a net tax loss position and accordingly, after making an assessment of the future ability to utilise deferred tax assets, no tax assets are recognised in the balance sheet.

Tax losses for which no deferred tax asset was recognised are as follows:

	2020		2019	
	Gross Amount	Tax Effect	Gross Amount	Tax Effect
	\$	\$	\$	\$
Tax losses	29,137,999	8,012,950	29,119,286	8,007,804

### 19. Earnings/(Loss) per share

	2020	2019
<b>Loss per share</b>		
	\$	\$
Profit/(Loss) for the year attributable to owners of the Company	12,393,191	(1,524,462)
	<b>No. of shares</b>	<b>No. of shares</b>
Weighted average number of ordinary shares on issue at 30 June	1,815,978,427	1,621,727,404
Adjusted for 1:100 share consolidation subsequent to year end on 3 August 2020	18,159,784	16,217,274
	<b>cents per share</b>	<b>cents per share</b>
Basic earnings/(loss) per share – cents*	68.24	(9.40)
Diluted earnings/(loss) per share – cents (a)	68.24	(9.40)

\*Adjusted for 1:100 share consolidation subsequent to year end

#### (a) Diluted earnings/(loss) per share

The calculation of diluted earnings/(loss) per share at 30 June 2020 and at 30 June 2019 is the same as basic earnings/(loss) per share. In accordance with AASB133 – *Earnings per share*, all options over issued capital of the Company have been excluded as it is not considered economic for holders to exercise their options during the current period based on the average market value of the Company's shares.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 20. Reconciliation of cash flows from operating activities

	2020 \$	2019 \$
<b>Cash flows from operating activities</b>		
Profit/(loss) before tax for the period	12,393,191	(1,524,462)
<i>Adjustments for non cash items:</i>		
Depreciation	6,182	5,296
Share based payments transactions (employees)	3,530	19,912
(Reversal)/ impairment of assets	(12,878,173)	549,786
Reassessment of discount rate on long term liabilities	-	45,936
Foreign exchange loss/(gain)	(76,771)	30,345
<b>Operating loss before changes in working capital and provisions</b>	<b>(552,041)</b>	<b>(873,187)</b>
(Increase)/decrease in trade and other receivables	269,450	(267,334)
(Increase)/decrease in prepayments	(256)	48,334
Increase/(decrease) in trade and other payables	66,817	266,507
Increase/(decrease) in employee benefits	(8,228)	3,753
<b>Net cash used in operating activities</b>	<b>(224,258)</b>	<b>(821,927)</b>

### 21. Share based payments

Share based payments for the year ended 30 June 2020 comprise share based payments to employees.

The fair value of unlisted share options granted is measured based on the binomial option pricing model. Measurement inputs to option pricing models include share price on grant date, exercise price of the instrument, expected volatility, weighted average expected life of the instruments, expected dividends, and the risk-free interest rate. The expected volatility is determined based on historical volatility of the Company's share price over a period of time determined with reference to the option life. Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

#### (a) Share based payments to employees and others providing similar services

	2020 \$	2019 \$
Share based payments recognised in the income statement (i)	3,530	19,912
<b>Total share based payments charge</b>	<b>3,530</b>	<b>19,912</b>

- (i) Share based payments recognised in the income statement represent the fair value of options granted to employees or others providing similar services measured by reference to the fair value of the equity instruments granted determined using the binomial option pricing model and recognised evenly as an expense between the grant date and the vesting date.

The following summarises share based payments which were on foot during the current and comparative period.

	Grant date	Vesting date	No of options	Expiry date
Key management personnel (A)	13/04/2016	13/04/2016	1,400,000	30/09/2020
Key management personnel (B)	28/11/2017	01/06/2018	1,500,000	31/05/2021
Key management personnel (C)	28/11/2017	01/06/2019	1,500,000	31/05/2022
Key management personnel (D)	28/02/2018	Vested on grant date	1,200,000	28/02/2021
Key management personnel (E)	28/02/2018	28/02/2019	1,200,000	28/02/2022
Key management personnel (F)	28/02/2018	28/02/2020	1,200,000	28/02/2023
<b>Total</b>			<b>8,000,000</b>	

Each option entitles the holder to subscribe for 1 ordinary share in the Company.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 21. Share based payments (continued)

#### (a) Share based payments to employees and others providing similar services (continued)

The table below shows the key inputs used in the option pricing models to determine the fair value at grant date:

	(A)	(B)	(C)	(D)	(E)	(F)
Fair value at grant date	\$0.0112	\$0.0090	\$0.0104	\$0.0056	\$0.0063	\$0.0071
Share price at date of grant	\$0.016	\$0.016	\$0.016	\$0.012	\$0.012	\$0.012
Exercise price	\$0.035	\$0.020	\$0.020	\$0.020	\$0.022	\$0.024
Expected volatility	110%	110%	110%	105%	105%	105%
Option life (years)	4.5	3.66	4.66	3.0	4.0	5.0
Risk free interest rate	2.09%	2.300%	2.355%	2.135%	2.280%	2.405%
Expiry date	30/09/2020	31/05/2021	31/05/2022	28/02/2021	28/02/2022	28/02/2023

### 22. Financial risk management and financial instruments

#### (i) Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so as to maintain a strong capital base sufficient to maintain future exploration and development of its projects. In order to maintain or adjust the capital structure, the Group may return capital to shareholders, or issue new shares. The Group's focus has been to raise sufficient funds through equity to fund exploration and evaluation activities.

There were no changes in the Group's approach to capital management during the period. Risk management policies and procedures are established with regular monitoring and reporting.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

#### (ii) Credit risk

Credit risk is the risk of financial loss to the Group if a counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Group's receivables and cash balances. The Group manages credit risk by investing surplus cash with reputable banks.

Management monitors the exposure to credit risk on an ongoing basis. The Company does not require collateral in respect of financial assets.

The maximum exposure to credit risk at the end of the reporting period is as follows:

	Carrying Amount	
	2020	2019
	\$	\$
Cash and cash equivalents	2,789,660	3,894,291
Restricted bank cash deposits classified as other receivables	856,000	856,000
Trade and other receivables	150,443	419,893
	<b>3,796,103</b>	<b>5,170,184</b>

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 22. Financial risk management and financial instruments (continued)

#### (iii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group'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 Group's reputation. Liquidity risk is managed through regular reviews of the Group's cash position and forecast future expenditures.

The following are the contractual maturities of financial liabilities:

Financial liabilities Group	Carrying amount	Contractual cash flows	Less than one year	Amounts are due and payable			
				1-2 years	2-3 years	3-4 years	4-5 years
<b>2020</b>	<b>\$</b>	<b>\$</b>					
Trade and other payables	1,693,966	(1,693,966)	(1,693,966)	-	-	-	-
	<b>1,693,966</b>						
<b>2019</b>	<b>\$<sup>(1)</sup></b>	<b>\$<sup>(1)</sup></b>					
Trade and other payables	4,155,997	(4,885,429)	(4,099,715)	(785,714)	-	-	-
	<b>4,155,997</b>						

<sup>(1)</sup> The difference between the carrying amount and contractual cash flows is due to the impact of discounting contractual cash flows to present value.

#### Contingent funding arrangements

##### *Cartesian Financing Package*

Under Phase II of the Cartesian Financing Package, in exchange for US \$19,000,000 it is intended that White Rock will deliver to Cartesian Royalty Holdings ("CRH") a gold stream of 20% of gold equivalent (cash, gold or gold credits, to be chosen at CRH's election) produced at the Mt Carrington Project over a period of 84 months, subject to a minimum delivery requirement of 40,000 ounces of gold equivalent. It is anticipated that the minimum delivery requirement may be adjusted on a pro-rata basis depending on whether a higher or lower stream investment is required pursuant to the definitive feasibility study.

It is intended that White Rock will also grant CRH a Net Smelter Return royalty of 1.75% of all gold and silver production from the Mt Carrington tenements once the Phase II gold delivery minimum of 40,000 ounces gold equivalent has been repaid.

Phase II is subject to a number of conditions including:

- successful completion of the definitive feasibility study on Mount Carrington, environmental impact statement and full permitting;
- White Rock's decision to proceed with the construction of the Mt Carrington Project and draw on the Phase II streaming investment;
- satisfactory completion of due diligence by CRH;
- acceptance of the mine plan and capital expenditure included in the definitive feasibility study by CRH;
- White Rock securing access to grid power for 100% of the project power needs; and
- negotiation and execution of definitive documentation for the Phase II transactions.

If the Phase II investment proceeds, it is intended that:

- White Rock will agree to pay CRH an establishment fee of 3% of the total Phase II investment amount (which at White Rock's election may be satisfied by the issue of White Rock shares); and
- the Phase II investment will be secured against White Rock and its interests in the Mt Carrington Project for the duration of the streaming investment (subject to any ASX or other regulatory requirements or restrictions).

In the event that White Rock materially breaches its exclusivity obligations, or receives alternative funding for the construction of the Mt Carrington project, White Rock will be required to pay to CRH a break fee of US \$1,500,000.



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 22. Financial risk management and financial instruments (continued)

#### (iv) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or amounts to be paid or received arising from its financial obligations. The Group's objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group's exposure to market risk relates primarily to foreign exchange rates applicable to the Group's foreign currency denominated obligations recognised in the balance sheet.

Foreign exchange risk refers to the risk that the value of a financial commitment, recognised asset or liability will fluctuate due to changes in foreign currency rates. The primary foreign currency exposure is to the USD.

The Group manages its exposure in respect of US dollar denominated liabilities in the short to medium term by holding cash in US dollars. Long term obligations denominated in US dollars remain fully exposed to movements in the AUD against USD.

Management monitors the exposure to foreign exchange risk on an ongoing basis by regularly reviewing forward foreign exchange rates applicable to its foreign currency denominated obligations.

The Group's exposure to assets and liabilities to US dollars at 30 June 2020 is set out below (Australian dollar equivalents):

	30 June 2020	30 June 2019
Reported exchange rate	0.69	0.70
Cash	1,814,375	3,176,906
Trade and other receivables	-	-
Trade and other payables	(1,171,747)	(3,021,972)
<b>Total exposure</b>	<b>642,628</b>	<b>(154,934)</b>

The table below shows the effect on profit after income tax expense and total equity from USD currency exposures, had the rates been 10% higher or lower than the year end rate. Whilst directors cannot predict movements in foreign exchange rates, a sensitivity of 10% is considered reasonable taking in to account the current level of exchange rates and the volatility observed on a historical basis.

	30 June 2020		30 June 2019	
	Increase/(Decrease) in profit after income tax	Increase/(Decrease) in Equity	Increase/(Decrease) in profit after income tax	Increase/(Decrease) in Equity
Foreign exchange rates - 10%	71,404	71,404	(16,984)	(16,984)
Foreign exchange rates + 10%	(58,420)	(58,420)	13,896	13,896

The Group also has exposure to market risk relating to interest rates applicable to the Group's cash and cash equivalents and restricted deposits. The Group's restricted deposits are held in term deposits which mature in less than 3 months with fixed interest rates. The term deposits are recognised at amortised cost and therefore not subject to interest rate risk. The effect of changes in interest rates at 30 June 2020 would not have a significant impact on the Group's financial results as largely all cash deposits have fixed interest rate terms.

At balance date, the Group has no financial liabilities exposed to variable interest rate risks.

#### (v) Impairment losses

None of the Group's receivables are past due.

#### (vi) Fair value

The financial assets and financial liabilities included in assets and liabilities approximate their fair values. The fair value of financial liabilities is determined using a discounted cash flow.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 23. Commitments

#### (i) Exploration expenditure commitments

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet minimum expenditure requirements associated with maintaining right to tenure. These obligations are expected to be fulfilled in the normal course of operations. Mining interests may be relinquished or joint ventured to reduce this amount. The various State governments have the authority to defer, waive or amend the minimum expenditure requirements.

	2020	2019
	\$	\$
<b>Exploration expenditure commitments</b>		
<b>Mount Carrington</b>		
Not later than one year	91,000	91,000
Later than one year but not later than five years	364,000	364,000
Later than five years	-	-
	2020	2019
	\$	\$
<b>Red Mountain</b>		
Not later than one year	357,600	434,000
Later than one year but not later than five years	1,430,400	1,736,000
Later than five years	-	-

#### (ii) Capital commitments

The Group does not have any material commitments to acquire property, plant and equipment at balance date.

### 24. Contingencies

The Directors are of the opinion that there are no matters for which further provision is required in relation to any contingencies, as it is not probable that a future sacrifice of economic benefit will be required or the amount is not capable of reliable measurement.

The Group's bankers have provided guarantees amounting to \$856,000 (2019: \$856,000) to certain government bodies as security over the Group's performance of rehabilitation obligations on certain tenements. Under the agreement, the Group has indemnified the bank in relation to these guarantees. The guarantees are backed by collateral deposits amounting to \$856,000 as at 30 June 2020 (2019: \$856,000). Provision for such environmental rehabilitation activities recorded by the Group are set out in note 12.

### 25. Key management personnel disclosures

The key management personnel compensation included in "Employee Benefits Expense" (see note 17), "Contract Labour Expenses" (see note 16) and "Exploration and Evaluation Assets" (see note 9) are as follows:

	2020	2019
	\$	\$
Short term employee benefits	649,870	719,227
Post-employment benefits	61,738	65,240
Options/Share based payments	3,530	19,912
	<b>715,138</b>	<b>804,379</b>

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 25. Key management personnel disclosures (continued)

#### (a) Key management personnel compensation and equity disclosures

Analysis of movements in shares held by KMP

The movement during the reporting period in the number of ordinary shares in White Rock Minerals Ltd held, directly, indirectly or beneficially, by key management personnel, including their related parties, is as follows:

2020	Note	Held at 1 July 2019 (A)	Acquisitions	Sales	Held at 30 June 2020 (B)
<b>Non-Executive Directors</b>					
Mr Peter Lester	(iii)	5,093,540	3,395,694	-	8,489,234
Mr Stephen Gorenstein	(ii)	6,666,667	5,000,000	-	11,666,667
<b>Executives</b>					
Mr Matthew Gill	(v)	4,444,444	2,962,963	-	7,407,407
Mr Rohan Worland	(vi)	1,153,820	769,214	-	1,923,034

2019	Note	Held at 1 July 2018 (A)	Acquisitions	Sales	Held at 30 June 2019 (B)
<b>Non-Executive Directors</b>					
Mr Brian Phillips	(i)	5,333,334	-	-	5,333,334
Mr Peter Lester	(iii)	5,093,540	-	-	5,093,540
Mr Ian Smith	(iv)	8,888,890	-	-	8,888,890
Mr Stephen Gorenstein	(ii)	6,666,667	-	-	6,666,667
<b>Executives</b>					
Mr Matthew Gill	(v)	4,444,444	-	-	4,444,444
Mr Rohan Worland	(vi)	1,153,820	-	-	1,153,820

(C) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(D) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

Shares that were held by related parties of key management personnel and included in the table above are disclosed below.

- (vii) 5,333,334 held indirectly through Thylacine Pty Ltd ATF for the Brian Phillips Superannuation Fund.
- (viii) 5,000,000 held indirectly through Gorra & Co Pty Ltd as trustee for the Stephen and Renee Gorenstein Family Trust.
- (ix) 8,489,234 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.
- (x) 8,888,890 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.
- (xi) 7,407,407 held indirectly by the M & C Gill Super Fund.
- (xii) 608,337 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 276,670 held by Lynsey Jane Cuthbert.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 25. Key management personnel disclosures (continued)

#### (a) Key management personnel compensation and equity disclosures (continued)

Analysis of movements in options

The movement during the reporting period in the number of options over ordinary shares in the Company held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

2020	Note	Held at 1 July 2019 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensa tion	Held at 30 June 2020 (B)	Vested during year	Vested and exercisable at 30 June 2020 (B)(C)
<b>Non-Executive Directors</b>								
Mr Peter Lester	(ii)	636,693	-	1,131,898	-	1,768,591	-	1,768,591
Mr Jeremy Gray		-	-	-	-	-	-	-
Mr Stephen Gorenstein		-	-	-	-	-	-	-
<b>Executives</b>								
Mr Matthew Gill	(iv)	7,855,556	(2,900,000)	987,655	-	5,943,211	-	5,943,211
Mr Rohan Worland	(v)	3,877,853	-	256,406	-	4,134,259	1,200,000	4,134,259
2019	Note	Held at 1 July 2018 (A)	Lapsed during year	Acquisitions during year (D)	Granted as compensa tion	Held at 30 June 2019 (B)	Vested during year	Vested and exercisable at 30 June 2019 (B)(C)
<b>Non-Executive Directors</b>								
Mr Brian Phillips	(i)	666,667	-	-	-	666,667	-	666,667
Mr Peter Lester	(ii)	636,693	-	-	-	636,693	-	636,693
Mr Ian Smith	(iii)	1,111,112	-	-	-	1,111,112	-	1,111,112
Mr Jeremy Gray		-	-	-	-	-	-	-
Mr Stephen Gorenstein		-	-	-	-	-	-	-
<b>Executives</b>								
Mr Matthew Gill	(iv)	9,255,556	(1,400,000)	-	-	7,855,556	1,500,000	7,855,556
Mr Rohan Worland	(v)	4,377,853	(500,000)	-	-	3,877,853	1,200,000	2,677,853

(E) Where the individual was not key management personnel at the beginning of the period, balance reflects number of instruments at the date they became key management personnel.

(F) Where the individual was not key management personnel at the end of the period, balance reflects number of instruments at the date they ceased to be key management personnel.

(G) Options held by key management personnel were vested and exercisable at 30 June.

(H) Acquisitions during year, other than granted as compensation, were made in connection with acquisitions from the KMP taking up entitlements under the Entitlement Issue.

Options included in the table above that were held by related parties on behalf of key management personnel are disclosed below.

(vi) 666,667 held indirectly through Thylacine Pty Ltd ATF for the Brian Phillips Superannuation Fund.

(vii) 1,768,591 held indirectly through PNS (Holdings) Pty Ltd ATF PNS Super Fund.

(viii) 1,111,112 held indirectly through Anamas Nominee Holdings Pty Ltd ATF Anamas Family Trust.

(ix) 1,543,211 held indirectly by the M & C Gill Super Fund.

(x) 231,112 held indirectly through Worland Pty Ltd ATF Worland Super Fund. 86,891 held by Lynsey Jane Cuthbert.

# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 26. Related parties

#### (a) Identity of related parties

The Company has a related party relationship with its subsidiaries (see note 27) and with its key management personnel (see note 25).

#### (b) Key management personnel and director transactions

A number of key management personnel, or their related parties, hold positions in other companies that result in them having control or joint control over these companies.

A number of these companies transacted with the Group during the year. The terms and conditions of these transactions were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related companies on an arm's length basis.

At 30 June 2020 the Company had the following outstanding balances payable for fees for services provided by key management personnel during the year ended 30 June 2020:

- Mr Matthew Gill \$32,850
- Mr Rohan Worland \$26,250

The outstanding balances are not secured and will be settled in cash.

Jeremy Gray was appointed as a Non-Executive Director on 5 May 2017. Jeremy is also the Managing Partner of Cartesian Royalty Holdings Pte Ltd and was involved in the Cartesian Royalty Financing Package agreement entered into on 19 July 2016 referred to in note 22(iii). The agreement was on an arm's length basis and there have been no further transactions with Cartesian Royalty Holdings Pte Ltd since Jeremy was appointed as a Non-Executive Director of White Rock Minerals Ltd.

### 27. Group entities

	Country of Incorporation	Ownership Interest	
		2020	2019
<b>Parent entity</b>			
White Rock Minerals Ltd	Australia		
<b>Subsidiaries</b>			
White Rock (MTC) Pty Ltd	Australia	100%	100%
White Rock (New England) Pty Ltd	Australia	100%	100%
Atlas Resources Pty Ltd	Australia	100%	100%
White Rock (RM) Inc	United States of America	100%	100%

## White Rock Minerals Ltd

### Notes to the consolidated financial statements (continued)

#### For year ended 30 June 2020

#### 28. Parent entity disclosures

As at, and throughout, the year ending 30 June 2020 the parent company of the Group was White Rock Minerals Ltd.

	2020	2019
	\$	\$
<b>Result of the parent entity</b>		
Profit/(Loss) for the period	2,714,142	(5,326,902)
Other comprehensive income	-	-
Total comprehensive loss for the period	2,714,142	(5,326,902)
<b>Financial position of the parent entity at year end</b>		
Current assets	2,446,584	5,079,937
<b>Total assets</b>	<b>17,404,614</b>	<b>13,927,216</b>
Current liabilities	440,876	2,112,421
<b>Total liabilities</b>	<b>461,773</b>	<b>2,129,829</b>
<b>Total equity of the parent entity comprising of:</b>		
Share capital	50,880,316	48,452,534
Reserves	640,006	794,635
Accumulated losses	(34,577,481)	(37,449,782)
<b>Total equity</b>	<b>16,942,841</b>	<b>11,797,387</b>

Profit for the year ending 30 June 2020 of the parent company of the Group includes write-back of investments in and loans to subsidiaries of \$4,081,292 (2019 write down: \$4,428,498).

Loans are made by the Company to its wholly owned subsidiaries. Loans outstanding between the Company and its subsidiaries have no fixed date of repayment but are repayable at call, and are non-interest bearing. As at 30 June 2020, such loans totalled \$21,745,814 (2019: \$20,171,229). At 30 June 2020, the parent company of the Group has recorded a provision of \$15,729,606 (2019: \$19,810,898) against loans outstanding from its subsidiaries.

#### Parent entity contingent liabilities

The Directors of the Company are of the opinion that there are no matters for which provision is required in the books of the Company in relation to any contingencies, as it is not probable that a future sacrifice of economic benefit will be required. Note 24 contains details of Group contingent liabilities.

#### Parent entity commitments

The Company does not have any commitments outstanding for capital expenditure at period end.

#### 29. Deed of cross guarantee

On 1 June 2016 the Company entered into a Deed of Cross Guarantee with its 100% owned Australian subsidiary White Rock (MTC) Pty Ltd. The Deed of Cross Guarantee when effected provides a guarantee by the Company over the liabilities of the White Rock (MTC) Pty Ltd. The Deed of Cross Guarantee was not in effect as at 30 June 2020 and does not take effect until the Deed is submitted by the Holding Entity (White Rock Minerals Ltd) to the Australian Securities and Investments Commission (ASIC). Subsequent to 30 June 2020 and up to the date of this report the Deed of Cross Guarantee together with other required certificates have not been lodged with ASIC.



# White Rock Minerals Ltd

## Notes to the consolidated financial statements (continued)

For year ended 30 June 2020

### 30. Auditor's remuneration

	2020	2019
	\$	\$
<b>Auditors of the company - KPMG Australia</b>		
Audit and review of financial statements	46,100	40,100
Other services	-	-

### 31. Subsequent events

#### *Equity issue*

On 16 July 2020, the Group announced:

- completion of Tranche 2 of a Placement and issuance of 1,479,750,000 shares raising \$4,439,250;
- issuance of 100,000,000 shares to Lead Manager of the Equity Raising;
- issuance of 12,500,000 listed options to Co-Manager for the Equity Raising;
- issuance of 100,000 shares as a result of the exercise of unlisted options raising \$2,000; and
- issuance of 222,223 shares as a result of the exercise of listed options raising \$2,222.

On 22 July 2020, the Group announced:

- completion of a Share Purchase Plan and issuance of 3,333,333,416 shares raising \$10,000,000.

#### *Consolidation*

On 3 August 2020, the Group announced completion of consolidation of its equities on the basis of 1 new equity security for 100 existing equity securities. The revised equities of the Group became:

- 72,654,305 fully paid ordinary shares;
- 923,637 listed options; and
- 4,948,651 unlisted options.

#### *Expanded Tenement Package*

On 17 July 2020, the Group announced acquisition of an additional 375 mining claims covering 240km<sup>2</sup> adjoining the Red Mountain Project. The expanded Red Mountain Project increased in size to 1,269 mining claims over 798 km<sup>2</sup>.

#### *Renewal of Mount Carrington Tenements*

The Company has received renewal confirmations for 19 of the 22 Mining Leases until 8 December 2030 at Mt Carrington and awaits approval from the Department of the remaining 3.

#### *Revision to Loan Metallogeny*

On 14 August 2020, the remaining US\$550,000 payment which was due by 31 December 2020 was renegotiated and under the revised terms, a total amount of US\$595,000 became payable with US\$75,000 being payable by 24 August 2020, US\$75,000 payable by 15 June 2021 and US\$445,000 payable by 31 December 2021.

# White Rock Minerals Ltd

## Directors' declaration

- 1 In the opinion of the directors of White Rock Minerals Ltd ("the Company"):
  - (a) the consolidated financial statements and notes and the Remuneration report, identified within the Directors' report, are in accordance with the Corporations Act 2001, including:
    - (i) giving a true and fair view of the Group's financial position as at 30 June 2020 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 from the chief executive officer and chief financial officer for the financial year ended 30 June 2020.
- 3 The directors draw attention to Note 2 to the consolidated financial statements, which includes a statement of compliance with International Financial Reporting Standards.

Dated at Melbourne this 30<sup>th</sup> day of September 2020

Signed in accordance with a resolution of the Directors:



Peter Lester  
Chairman



# Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of White Rock Minerals Ltd

I declare that, to the best of my knowledge and belief, in relation to the audit of White Rock Minerals Ltd for the financial year ended 30 June 2020 there have been:

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



KPMG



Adrian Nathanielsz

*Partner*

Melbourne

30 September 2020

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# Independent Auditor's Report

To the shareholders of White Rock Minerals Ltd

## Report on the audit of the Financial Report

### Opinion

We have audited the **Financial Report** of White Rock Minerals Ltd (the Company).

In our opinion, the accompanying Financial Report of the Company is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 30 June 2020 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises:

- Consolidated statement of financial position as at 30 June 2020
- Consolidated statement of comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- Notes including a summary of significant accounting policies
- Directors' Declaration.

The **Group** consists of the Company and the entities it controlled at the year-end or from time to time during the financial year.

### Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with *the Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code)* that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with the Code.

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## 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.

### Assessment of recoverable amount of exploration and evaluation assets at Mount Carrington \$23,101,979 (2019: \$9,699,935)

Refer to Note 9 to the Financial Report

The key audit matter	How the matter was addressed in our audit
<p>The assessment of recoverable amount of exploration and evaluation assets of the Mount Carrington Cash Generating Unit (CGU) is a key audit matter due to:</p> <ul style="list-style-type: none"> <li>the significance of the CGU to the Group's business and the carrying value of the CGU's exploration and evaluation assets being approximately 64% of total Group assets;</li> <li>the judgement exercised by the Group in applying the fair value less cost of disposal valuation (FVLCOD) method to estimate the value of the Mount Carrington CGU (valuation). We focused on the key assumptions within this valuation including gold commodity prices, expectations regarding the existence of ore reserve and mineral resources, and comparative market transactions;</li> <li>the Group recorded an impairment reversal of \$12,878,173 on the carrying value of the Mount Carrington CGU exploration and evaluation assets increasing our focus in this area;</li> </ul> <p>In assessing the recoverable amount of the exploration and evaluation assets of the Mount Carrington CGU, we involved senior audit team members and focussed on the valuation obtained from the Group's external valuation expert.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>considering the appropriateness of the Group's accounting policy and use of the FVLCOD method for the assessment of recoverable amount of the CGU and impairment reversal against the requirements of the accounting standards;</li> <li>evaluating the Group's assessment of the recoverable amount of the CGU at 30 June 2020 with reference to our knowledge of the Group, our industry experience and current market conditions;</li> <li>evaluating the scope of work, objectivity and competence of the Group's external valuation expert and mining engineers engaged to perform a pre-feasibility study. We checked the consistency of the valuation method applied by the Group's external valuation expert with industry practice and accounting standard requirements;</li> <li>working with our specialists, we compared the Group's significant assumption on the spot price of gold used in their valuation to published commodity prices and considered the forecast gold price to published views of market commentators on future trends;</li> <li>we checked the existence of a sample of recent comparative market transactions used in the Group's valuation to publicly available information;</li> <li>we checked the ore reserve and mineral resource quantities used in the valuation to the Group's external pre-feasibility study, and</li> <li>recalculating the impairment reversal against the recorded amounts disclosed and assessing the Group's disclosures in the financial report using our understanding obtained from our testing and against the requirements of Australian Accounting Standards.</li> </ul>

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## Other Information

Other Information is financial and non-financial information in White Rock Minerals Ltd's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

## Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.



## Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- 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 *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the 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:

[https://www.auasb.gov.au/admin/file/content102/c3/ar1\\_2020.pdf](https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf). This description forms part of our Auditor's Report.

## Report on the Remuneration Report

### Opinion

In our opinion, the Remuneration Report of White Rock Minerals Ltd for the year ended 30 June 2020, complies with *Section 300A of the Corporations Act 2001*.

### Directors' 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 responsibilities

We have audited the Remuneration Report included in pages 31 to 37 of the Directors' report for the year ended 30 June 2020.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.



KPMG



Adrian Nathanielsz

Partner

Melbourne

30 September 2020

## White Rock Minerals Ltd

### Additional shareholder information

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below.

#### a) Substantial shareholders of the Company as at 19 September 2020

Name of Ordinary Shareholder	Number of Shares	% of Shares Held
BNP Paribas Nominees Pty Ltd <IB AU Noms Retail Client DRP>	6,849,423	9.43%
Citicorp Nominees Pty Limited	6,757,122	9.30%
HSBC Custody Nominees (Australia) Limited	4,749,838	6.54%

#### b) Listing of 20 largest shareholders as at 19 September 2020

Rank	Name	Designation	Number of Shares Held	% of Issued Capital
1	BNP Paribas Nominees Pty Ltd	IB AU Noms Retail Client DRP A/C	6,849,423	9.43%
2	Citicorp Nominees Pty Limited		6,757,122	9.30%
3	HSBC Custody Nominees (Australia) Limited		4,749,838	6.54%
4	HSBC Custody Nominees (Australia) Limited		2,774,472	3.82%
5	Crescat Global Macro Master Fund Ltd		2,500,000	3.44%
6	BNP Paribas Noms Pty Ltd	DRP A/C	1,609,212	2.21%
7	JP Morgan Nominees Australia Pty Limited		1,249,531	1.72%
8	CG Nominees (Australia) Pty Ltd		1,000,000	1.38%
9	Michael Hsiau Yun Lan		825,000	1.14%
10	Martin James Hickling & Jnae Frances Hickling	M & J Hickling Super A/C	811,000	1.12%
11	Avalon Ventures Corporation		800,000	1.10%
12	Mark Arlen Ishkanian		740,000	1.02%
13	Leet Investments Pty Ltd		720,000	0.99%
14	Leet Investments Pty Ltd	Super Fund A/C	600,000	0.83%
15	Christopher Robert Flesser		468,182	0.64%
16	Comsec Nominees Pty Limited		439,867	0.61%
17	Boman Asset Pty Ltd		433,334	0.60%
18	Quality Life Pty Ltd	The Viking Fund A/C	427,684	0.59%
19	Mark Anthony Bennett		400,000	0.55%
20	321 Gold Ltd		383,334	0.53%
<b>Total</b>			<b>34,537,999</b>	<b>47.56%</b>

#### c) Distribution of shareholders as at 19 September 2020

Range	Total Holders	Units	% of Issued Capital
1-1,000	1,679	408,964	0.56%
1,001-5,000	662	1,755,722	2.42%
5,001-10,000	287	2,260,774	3.11%
10,001-100,000	548	18,502,578	25.47%
100,001 - over	122	49,726,267	68.44%
<b>Total</b>	<b>3,298</b>	<b>72,654,305</b>	<b>100.00%</b>

#### d) Number of shareholders holding less than a marketable parcel as at 19 September 2020

1,465.

#### e) Voting rights

On a show of hands every shareholder of fully paid ordinary shares present in person or by proxy shall have one vote and upon a poll, each share shall have one vote.

#### f) Stock exchange listing

White Rock Minerals Ltd is listed on the Australian Stock Exchange. The Company's listed ASX codes are WRM and WRMO.

## White Rock Minerals Ltd

### Additional shareholder information

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below.

**g) Listing of 20 largest quoted optionholders as at 19 September 2020**

<b>Rank</b>	<b>Name</b>	<b>Designation</b>	<b>Number of Options Held</b>	<b>% of Quoted Options</b>
1	Syndicate Minerals Pty Ltd		133,334	14.44%
2	Martin Place Securities Pty Ltd		125,000	13.53%
3	HSBC Custody Nominees (Australia) Limited		116,666	12.63%
4	David Harold Brake & Jennifer Eileen Brake	DH Brake Executive S/F A/C	50,000	5.41%
5	Mark Arlen Ishkanian		32,086	3.47%
6	David Kenley		30,000	3.25%
7	Leet Investments Pty Ltd		30,000	3.25%
8	Liam Ettore Cipollone		21,495	2.33%
9	Stanley Byron Bonney		20,000	2.17%
10	David Kenley	Kenley Super Plan A/C	16,667	1.80%
11	Christopher James Cooper		15,435	1.67%
12	Harold Cripps Holdings Pty Ltd		13,334	1.44%
13	Esther Cynthia Erlich & Daniel Irving Erlich	Esther Erlich Superfund A/C	13,334	1.44%
14	Leet Investments Pty Ltd	Super Fund A/C	11,667	1.26%
15	PNS (Holdings) Pty Ltd	PNS Super Fund A/C	11,319	1.23%
16	Gilsmith SMSF Pty Ltd	Gilsmith Pty Ltd SF A/C	10,000	1.08%
17	Matthew Gill & Carmel Gill	M & C Gill Super Fund A/C	9,877	1.07%
18	Raymond Orre		9,612	1.04%
19	Gattenside Pty Ltd		8,889	0.96%
20	Stourhead Holdings Pty Ltd	Curtis No 1 Super Fund A/C	6,667	0.72%
<b>Total</b>			<b>685,382</b>	<b>74.20%</b>