

22 November 2018

The Manager Companies ASX Limited 20 Bridge Street SYDNEY NSW 2000

(26 pages by email)

Dear Madam,

PLANET GAS LIMITED TO ACQUIRE HIGH QUALITY TIN-TUNGSTEN FOCUSED PROJECTS

HIGHLIGHTS

- Planet Gas Limited, to be renamed Sky Metals Limited, (the Company) has entered into a binding heads of agreement to acquire Big Sky Metals Pty Ltd (BSM).
- BSM holds a 100% interest in exploration tenements containing historical mines and workings which are prospective for tin-tungsten in New South Wales (BSM Projects).
- The Company aims to undertake a two year exploration program, with an initial focus on high-grade tin and tungsten.
- Acquisition consideration will consist of 70 million ordinary shares in the Company and 20 million options, following a ten (10) for one (1) share consolidation
- The acquisition is to occur simultaneously with the conversion of outstanding debts to 14,260,825 post-consolidation shares.
- The Transaction will refresh the Company's Board with the appointment of a new director and seek to appoint a high calibre Managing Director.
- The Company will issue a Prospectus to raise up to \$4,500,000 (Public Offer).
- The Transaction is subject to conditions, including Company shareholder approval and the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules.

Planet Gas Limited (ASX: PGS) (Company) is pleased to announce that it has signed a Binding Terms Sheet (Agreement) with Big Sky Metals Pty Ltd (BSM) under which the Company will acquire 100% of the issued shares in BSM from the BSM shareholders (Vendors) for the purposes of acquiring a 100% interest in two tin-tungsten exploration tenements in NSW (BSM Projects or Projects) (the Transaction).

The BSM Projects are highly prospective Exploration Licences in NSW which include historical mines and workings prospective for tin and tungsten. The Company considers the BSM Projects to be a suite of attractive exploration and development assets.

As part of the Transaction, the Company intends to complete a 10 for 1 share consolidation, raise \$4.5 million pursuant to an offer under a prospectus and convert outstanding debts into 14,260,825 post-consolidation shares. Funds raised will be spent on an exploration program regarding the Projects.

The Transaction is subject to the satisfaction of various conditions precedent as set out in Schedule 1.

BSM's Projects

BSM's exploration assets include the high quality Tallebung and Doradilla tin-tungsten assets in NSW. The assets were most recently advanced by YTC Resources (now Aurelia Metals ASX:AMI) prior to Aurelia's focus on the Hera Project. A short asset summary is presented below:

Tallebung Project (NSW EL6699) - BSM 100%

The Tallebung Project is located ~50km north-west of Condobolin in central NSW and is prospective for high-grade lode and porphyry style tin-tungsten mineralisation.

Tin-tungsten mineralisation is developed in outcrop over ~1km as sheeted/stockwork quartz-cassiterite-wolframite ± sulphide veins above a mineralising granite.

The Tallebung mining history includes numerous selective historic mining of high-grade quartz-lode tin-tungsten mineralisation as well as more recent (1963-1972), large-scale alluvial/colluvial mining.

Tallebung Tin Field represents an immediate shallow, high grade target above an excellent large scale, low grade, 'tin porphyry' exploration target.

The Tallebung Project prospectivity is highlighted by the recent discovery (BSM, 2018) of high-grade tin bearing quartz veins where rock chip samples (7) averaged 5.3% tin over a 250m strike (Figure 1).

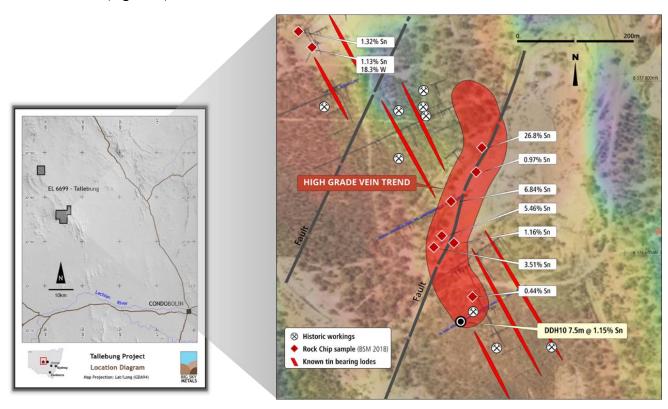


Figure 1: Tallebung Project, with map inset highlighting high grade vein trend identified from recent (BSM 2018) rock chip sampling.

Doradilla Project (NSW EL 6258)- BSM 100%

Located in north-western NSW, approximately 30km from Bourke, the Doradilla hosts extensive specialty metals (tin, tungsten, copper, bismuth, indium, nickel and cobalt) mineralisation associated with the recently dated Triassic aged Midway Granite.

Mineralisation is hosted within the large scale, Doradilla-Midway-3KEL ('DMK') skarn which extends for a known strike length of 14km.

The DMK skarn is metallurgically complex and includes a substantial large, oxide JORC 2004 resource (2008) at Midway-3KEL, with size limited only by drilling.

Existing drilling at the 3KEL deposit includes zones of high-grade tin \pm copper, zinc and indium

- 10m @ 4.4% Sn & 107ppm In; and
- 18m @ 3.0% Sn, 230ppm In, 0.85% Cu and 0.73% Zn

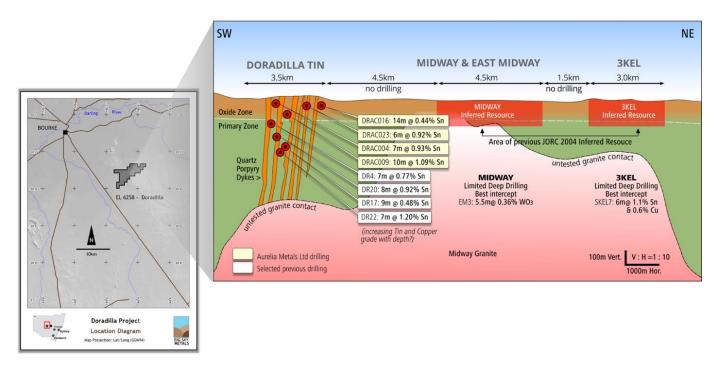


Figure 2: Doradilla Project, with map inset showing a long section along the DMK skarn with highlight drill results at Doradilla and location of the 2008 Resources.

SCHEDULE 1 - TRANSACTION DETAILS

1. Consideration

Following a 10 for one share consolidation, the Company will issue the following consideration for the acquisition of BSM:

- 70,000,000 fully paid ordinary shares (Shares) (being 3.5 Shares for every BSM share held).
- 20,000,000 free attaching options (each to be issued one Share), having an exercise price of twice the Public Offer issue price and expiring 4 years from grant (Options).

2. Conditions Precedent

The transaction is subject to a number of Conditions Precedent, as set out below:

- (a) the Minority Shareholders each accepting an offer from the Company for their respective BSM Shares they hold, free from encumbrances;
- (b) completion of financial, legal and technical due diligence on the BSM's business and operations to the absolute satisfaction of the Company;
- (c) completion of financial, legal and technical due diligence on the Company's business and operations to the absolute satisfaction of BSM;
- (d) completion of a consolidation of capital by the Company on a ratio of 1 for 10 (Consolidation);
- (e) completion of a capital raising by the Company to raise up to \$4.5 million (but in any event not less than the amount required to enable the Company to satisfy ASX Listing Rule 1.1) (**Public Offer**);
- (f) the Company entering into a binding sale agreement or terms sheet for the sale of the Company's subsidiary, Planet Gas USA, Inc which holds an Overriding Royalty Interest over established oil and gas production assets in Kansas, Pennsylvania and New York State, USA (this has occurred);
- (g) the Company entering into binding agreements to resolve certain debt obligations to the satisfaction of BSM (these creditors have indicated that they will provide their agreement to convert their debts into post-consolidation Shares);
- (h) the Company obtaining all necessary third party approvals or consents to give effect to the matters set out in this document to allow the Company to lawfully complete the acquisition; and
- (i) the Company obtaining all necessary regulatory approvals pursuant to the ASX Listing Rules, Corporations Act 2001 (Cth) or any other law to allow the Company to lawfully complete the acquisition, including but not limited to, approval for a change in nature or scale and subsequent reinstatement to official quotation on ASX on conditions satisfactory to the Company.

3. Public Offer

To assist the Company to re-comply with Chapters 1 and 2 of the ASX Listing Rules and to support the proposed exploration program following completion of the Transaction, the Company plans, subject to the approval of its shareholders (**Shareholders**), to conduct a capital raising under a full form prospectus to raise up to \$4.5 million through a Public Offer.

4. Control Issues

The Company is advised that the Vendors are and will not be "associates" of each other as that term is defined in the Corporations Act. Assuming completion of the Transaction, no person will have a voting power of 20% or more in the Company.

5. New Board and Management Team

Upon completion of the Transaction, Mr Norm Seckold will remain a Director and Chairman of the Company. Mr Rimas Kairaitis and a to-be identified person will be appointed as non-executive director and Managing Director / CEO respectively (New Directors).

Rimas Kairaitis is a geologist with over 25 years' experience in minerals exploration and resource development in gold, base metals and industrial minerals. In his most recent role, Mr Kairaitis was founding Managing Director and CEO of Aurelia Metals (ASX: AMI), which he steered from a junior exploration company IPO to a profitable NSW based gold and base metals producer. Rimas is currently Managing Director of ASX Listed Collerina Cobalt (ASX: CLL).

6. Change of Name

The Company will seek shareholder approval to change its name to Sky Metals Limited.

7. Timetable

An indicative timetable for the Transaction and associated events is set out below:

Event	Date*
Announce Transaction	22 November 2018
Notice of Meeting sent to Shareholders	Mid December 2018
Shareholders meeting to approve Transaction Lodgement of prospectus with the ASIC	Mid-January 2019
Opening date of Public Offer	Mid-January 2019
Closing date of Public Offer	Late February 2019
Re-quotation on ASX	Late March 2019

^{*} This timetable is indicative only and the Directors of the Company reserve the right to amend the timetable as required.

8. Re-compliance with ASX Listing Rules Chapters 1 and 2

Since the Transaction will amount to a significant change in the nature and scale of the Company's activities, the Company is required to obtain the approval of its Shareholders for the Transaction, and must re-comply with Chapters 1 and 2 of the ASX Listing Rules.

9. Shareholder approvals

A notice of meeting seeking Shareholder approval for the resolutions required to give effect to the Transaction will be sent to Shareholders in due course. It is expected that the Company will convene a general meeting to be held in January 2019 to facilitate Shareholder approval for matters in respect of the Transaction.

Those approvals will include:

- (a) the change in nature and/or scale of the Company's activities;
- (b) the consolidation of the Company's share capital on a ratio of 1 for 10;
- (c) the issue of 70,000,000 Shares and 20,000,000 Options to the Vendors (or their nominees);
- (d) the issue of Shares to raise up to \$4,500,000 under a Public Offer;
- (e) the change of the Company's name to Sky Metals Limited;
- (f) the appointment of the new Directors; and
- (g) Director participation in the Public Offer.

ASX will from the date of this announcement suspend the Company's securities from quotation. The Company's securities will remain suspended until the Company has re-complied with Chapters 1 and 2 of the Listing Rules and the Transaction has completed.

In the event Shareholders approve the disposal of Planet Gas USA, Inc but not the Transaction:

- (a) the Company's securities will be reinstated to trading; and
- (b) the Company will have 6 months to re-comply with Chapters 1 and 2 of the Listing Rules failing which its securities will be suspended pending recompliance.

10. ASX waivers and confirmations required

The Company intends to seek a waiver from the requirements of Listing Rules 2.1 (Condition 2) and 1.1 (condition 12) to enable it to issue Shares at less than \$0.20 per Share and to enable it to have Options on issue with an exercise price below \$0.20 respectively. The Company also intends to seek a waiver in respect of Listing Rule 9.1.3 to substitute the application of items 3 and 4 with the restrictions in items 1 and 2 of Appendix 9B in relation to the securities to be issued to the Vendors as consideration for the acquisition of 100% of the issued capital of BSM (as applicable).

11. Regulatory requirements generally

The Company notes that:

- (a) the Transaction requires Shareholder approval under the ASX Listing Rules and therefore may not proceed if that approval is not forthcoming;
- (b) the Company is required to re-comply with ASX's requirements for admission and quotation and therefore the Transaction may not proceed if those requirements are not met;
- (c) ASX has an absolute discretion in deciding whether or not to re-admit the Company to the Official List and to quote its securities and therefore the Transaction may not proceed if ASX exercises that discretion; and
- (d) investors should take account of these uncertainties in deciding whether or not to buy or sell the Company's securities.

Furthermore, the Company:

- (e) notes that ASX takes no responsibility for the contents of this announcement; and
- (f) confirms that it is in compliance with its continuous disclosure obligations under ASX Listing Rule 3.1.

For further information, please contact, Peter Nightingale on (61-2) 9300 3322

Yours sincerely,

Peter J. Nightingale Director

pjn9711

Competent Persons Statement

The information in this report that relates to Exploration Results is based on information compiled by Rimas Kairaitis, who is a Member of The Australasian Institute of Mining and Metallurgy. Rimas Kairaitis is a Director of Big Sky Metals Pty Ltd and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves.' Mr Kairaitis consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

Appendix 1:

Drill Hole Data for Doradilla aircore drill holes. Drill holes highlighted in yellow are referenced in the body of the text.

All holes completed by YTC Resources 2007

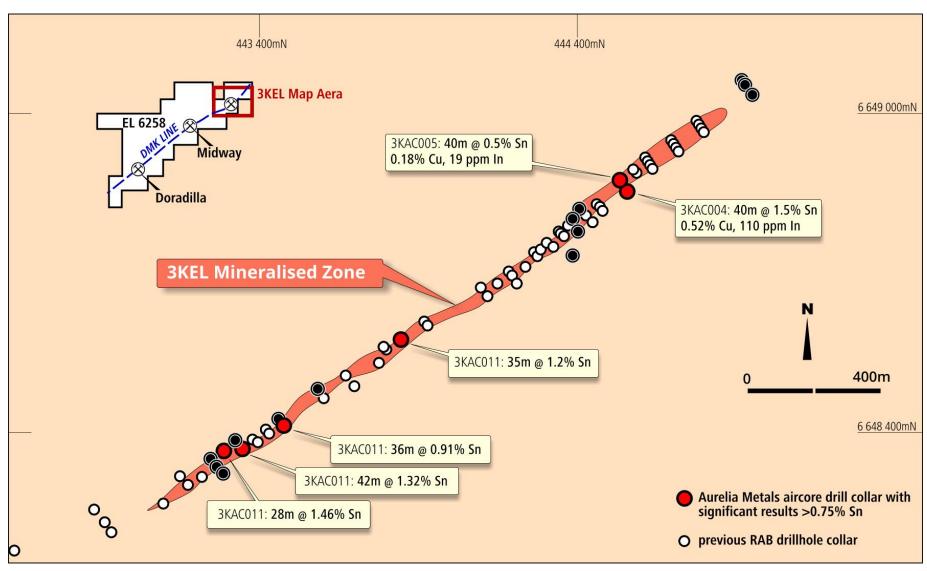
Hole No	East (GDA)	North (GDA)	Dip	Azimuth (deg GDA)	Hole Depth (m)	From (m)	To (m)	Interval (m)	Est true width (m)	Sn (%)	Cu (%)	Zn (%)	In (ppm)	Ag (ppm)	Comments
3KAC001	444937	6649669	-60	325	23										
3KAC002	444929	6649686	-60	325	72										
3KAC003	444918	6649704	-60	325	59	6	23	17	10	0.14	•	0.15		•	Mineralised at end of hole (23m)
3KAC004	444545	6649376	-90	0	46	6	46	40	25	1.56	0.56	0.38	117	2	Mineralised at end of hole (46m)
					includes	18	36	18	11.25	3.04	0.85	0.73	230	3	
3KAC005	444537	6649387	-90	0	42	3	42	39	24	0.51	0.18	0.17	19	1	Mineralised at end of hole (42m)
					includes	6	24	18	11	0.98	0.23	0.19	21		
3KAC006	444400	6649238	-90	0	44	3	42	39	24	0.27	0.05	0.1	10	1	
3KAC007	444386	6649267	-90	0	55	2	18	16	10	0.77	u	u	и	cc Cc	
3KAC008	444415	6649289	-90	0	64	2	12	10	6	0.51	и	и	и	ш	
3KAC009	444406	6649304	-60	145	50						u	и	и	cc	no significant intercept
3KAC010	444388	6649159	-60	325	61	54	61	7	4	0.14	и	ű	ű	ű	Mineralised at end of hole (61m)
3KAC011	443840	6648894	-90	0	45	10	45	35	22	1.21	и	u	u	и	Mineralised at end of hole (45m)
3KAC012	443589	6648730	-90	0	48	2	18	16	10	0.3	u	ű	ű	u	

Hole No	East (GDA)	North (GDA)	Dip	Azimuth (deg GDA)	Hole Depth (m)	From (m)	To (m)	Interval (m)	Est true width (m)	Sn (%)	Cu (%)	Zn (%)	In (ppm)	Ag (ppm)	Comments
3KAC013	443581	6648743	-60	145	50	46	50	4	2.5	0.75	u	и	u	и	Mineralised at end of hole (50m)
3KAC014	443467	6648643	-90	0	52	16	52	36	22	0.91	и	и	и	u	Mineralised at end of hole (52m)
3KAC015	443480	6648628	-60	145	80	28	60	32	20	0.5	u	и	и	u	
3KAC016	443347	6648557	-90	0	57	2	44	42	26	1.32	"	u	u	"	
					includes	4	14	10	6	4.44	и	"	u	"	
3KAC017	443342	6648565	-90	0	66	0	2	2	1	0.18	u	u	u	u	
3KAC018	443330	6648581	-60	145	69	54	57	3	2	1.06	u	u	и	u	
3KAC019	443321	6648527	-90	0	46						u	u	и	u	no significant intercept
3KAC020	443308	6648526	-90	0	52	0	28	28	18	1.46	u	u	и	u	
					includes	4	16	12	8	2.75	u	u	и	u	
3KAC021	443302	6648532	-60	325	57	2	4	2	1	0.14	u	u	и	u	
3KAC022	443292	6648548	-60	325	58	52	58	6	4	1.25	u	u	и	u	
3KAC023	443254	6648514	-60	325	58						u	u	и	u	no significant intercept
3KAC024	443264	6648496	-60	325	63	0	6	6	2	0.2	u	и	и	ű	
3KAC025	443282	6648474	-60	325	68	50	54	4	3	0.87	ű	u	и	ű	
LTAC001	437848	6647300	-60	325	61						ű	и	и	ű	no significant intercept
LTAC002	437774	6647402	-60	325	58						ű	u	и	ű	no significant intercept

Hole No	East (GDA)	North (GDA)	Dip	Azimuth (deg GDA)	Hole Depth (m)	From (m)	To (m)	Interval (m)	Est true width (m)	Sn (%)	Cu (%)	Zn (%)	In (ppm)	Ag (ppm)	Comments
LTCA003	437789	6647381	-60	325	46						и	"	"	и	no significant intercept
LTAC004	437801	6647364	-60	325	41						ű	u	44	u	no significant intercept

Appendix 2:

Drill Hole Plan for Doradilla aircore drilling. All holes completed by YTC Resources 2007



Appendix 3:

Data for Tallebung rock chip sampling.

All sampling completed by BSM, 2018.

Sample_ID	GDA_East	GDA_North	Au_ppm	Ag_ppm	Sn_%	W_%	Cu_ppm	In_ppm	As_ppm	Fe_%	Mn_ppm	Zn_ppm
RK180120-1	460585	6376614	0.02	1.26	3.51	0.13	16.8	1.82	159.5	1.91	268	16
RK180120-2	460594	6376635	0.01	1.85	5.46	0.018	9.4	2.06	33.4	1.47	166	0
RK180120-3	460621	6376625	0.01	10.1	1.16	0.039	105.5	7.4	900	6.69	172	75
RK180120-4	460616	6376720	0.01	3.8	6.84	0.048	18.6	0	450	1.78	151	16
RK180120-5	460682	6376789	0.01	6.69	0.973	0.051	61.3	8.04	1550	3.42	157	69
RK180120-6	460691	6376842	0.01	0.96	26.8	0.047	10.6	0	255	1.11	49	8
RK180120-7	460665	6376503	0.01	12.45	0.443	0.009	67.6	8.37	556	2.52	96	41
RK180120-8	460302	6377082	0.02	38.7	1.135	18.3	272	134	4410	14	32700	232
RK180120-9	460277	6377136	0.01	99.3	1.32	0.102	834	119.5	9800	13.2	218	118

SCHEDULE 4 - JORC CODE (2012) - TABLE 1

JORC CODE 2012 TABLE 1

Section 1 Sampling Techniques and Data – DORADILLA PROJECT For the reporting of aircore drill hole results

Criteria	Explanation	Commentary				
Sampling techniques	Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.	s and representative samples are taken at 1m intervals by PVC spear.				
	Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	For Doradilla Project aircore drilling samples, assay standard prepared by Ore Research & Exploration (ORE) were inserted in one for at least every 40 samples. In each assay batch at least one sample was inserted as a bank.				
	Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.	For the Doradilla aircore samples, a representative split (1-5kg) for each 1m sample was submitted for assay. Each sample was dried, crushed and pulverised as per standard industry practice The primary metals of interest, tin (Sn) and tungsten (W) were determined by pressed-powder XRF (X-Ray Fluorescence), being the industry standard technique for these elements. Base metal assay was determined by 30g four-acid digest with ICP MS determination. Gold was assayed by 30g fire assay with AAS finish, (Method Au – AA25) with a detection level of 0.01ppm.				
Drilling techniques	Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).	Drilling results reported in this document (Doradilla Project) are 90mm or 76mm aircore drill holes.				
Drill sample recovery	Method of recording and assessing core and chip sample recoveries and results assessed.	For aircore drilling, each 1m sample bag was weighed and compared against a theoretical 100% recovery weight, and a recovery calculated. Average recoveries for all aircore drilling is >80%				
	Measures taken to maximise sample recovery and ensure representative nature of the samples.	Drill holes were cleaned with a blow-down sub at the completion of each drilling rod (3m)				

Criteria	Explanation	Commentary
	Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	None detected,
Logging	Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.	Doradilla aircore chip samples were subject to systematic geological and geotechnical logging is undertaken. Data collected includes: Nature and extent of lithologies. Relationship between lithologies. Amount and mode of occurrence of ore minerals. Magnetic susceptibility recorded at 1m intervals for some holes as an orientation and alteration characterisation tool.
	Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	Both qualitative and quantitative data was collected.
	The total length and percentage of the relevant intersections logged.	Chip samples were collected and logged as 1m intervals
Sub- sampling techniques	If core, whether cut or sawn and whether quarter, half or all core taken.	Aircore samples were taken every 1m. No sub-sampling was taken.
and sample	If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	Representative samples were taken with a PVC spear.
preparation	For all sample types, the nature, quality and appropriateness of the sample preparation technique.	All samples were dried crushed and pulverised to 85% passing 75 microns. This is considered to appropriately homogenise the sample to allow subsampling for the various assay techniques.
	Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	The use of Certified Standard Reference Materials and blanks were inserted at least every 40 samples to assess the accuracy and reproducibility. The results of the standards are to be within $\pm 10\%$ variance from known certified result. If greater than 10% variance the standard and up to 10 samples each side were re-assayed. ALS conduct internal check samples every 20 samples for Au and every 20 for base metals.
	Measures taken to ensure that the sampling is representative of the in-situ material collected, including for instance results for field duplicate/second-half sampling.	For Doradilla aircore drilling samples here reported, duplicate samples were taken approximately every 30 samples.
	Whether sample sizes are appropriate to the grain size of the material being sampled.	For the Doradilla Project drill samples, the sample sizes were considered appropriate. In general the mineralisation being tested is a homogeneous, clay rich laterite ore.
Quality of assay data and	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.	Standard assay procedures performed by a reputable assay lab, (ALS Group), were undertaken. Ag, As, Cu, Fe, Pb, S, Zn are digested in aqua regia then analysed by ICPMS(method ME-MS61). Comparison with 4 acid digestion

Criteria	Explanation	Commentary
laboratory tests		indicate that the technique is considered total for Ag, As, Cu, Pb, S, Zn. Fe may not be totally digested by aqua regia but near total digestion occurs.
		Sn and W assays were generated by pressed powder XRF (method ME-XRF15c) – considered appropriate for these elements.
	For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.	Not Applicable as no geophysical tools were used in the determination of assay results.
	Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.	For Doradilla Project aircore drilling, certified reference material or blanks are inserted at least every 40 samples. Standards are purchased from Ore Research and Exploration. Standards were purchased in foil lined packets of between 60g and 100g. Different reference materials are used to cover high grade, medium grade and low grade ranges of tin mineralisation, with attendant reference values for Au, Ag, Pb, Zn Cu, Fe S and As. The standard names on the foil packages were erased before going into the pre-numbered sample bag and the standards are submitted to the lab blind.
Verification of sampling	The verification of significant intersections by either independent or alternative company personnel.	The intersection calculations were viewed by >1 geological personnel.
and assaying	The use of twinned holes.	Twinned holes have not been used in the drilling results here reported.
	Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	Drill Hole Data including: meta data, any gear left in the drill hole, lithological, mineral, survey, sampling, magnetic susceptibility were collected and entered directly into an excel spread sheet using drop down codes. When complete the spreadsheet was combined into a master excel spreadsheet as the drill hole database. Assay data was provided by ALS via .csv spreadsheets. The data was validated using the results received from the known certified reference material. Hard copies of the assay certificates were stored with drill hole data such as drillers plods, invoices and hole planning documents.
	Discuss any adjustment to assay data.	Assay data is not adjusted.
Location of data	Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.	Drill hole collars were located using hand held GPS to ±5m.
points	Specification of the grid system used.	All coordinates are based on Map Grid Australia zone 55H
	Quality and adequacy of topographic control.	Topographic control is taken using a handheld GPS and is considered adequate.
Data	Data spacing for reporting of Exploration Results.	The Doradilla drill results are exploratory in nature with piece points between 20m and 100m spacing within the mineralised structure.

Criteria	Explanation	Commentary
spacing and distribution	Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.	Within the Doradilla Project, the drilling results from the 3KEL and Midway deposits have been used to verify previous drilling results and to estimate an Inferred Resource under the JORC Code (2004).
	Whether sample compositing has been applied.	Sample compositing is not applied.
Orientation of data in relation to geological	Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.	Within the Doradilla Project, drilling is generally orientated to cross the interpreted, steeply dipping mineralisation trend at moderate to high angles. However, a number of aircore holes are oriented vertically within a narrow, steep dipping structure.
structure	If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	No sample bias due to drilling orientation is known.
Sample security	The measures taken to ensure sample security.	Sample chain of custody has been managed by the employees of Sky Metals who commissioned the drilling (YTC Resources) from the drilling rig to assay laboratory.
Audits or reviews	The results of any audits or reviews of sampling techniques and data.	No audits or reviews have been conducted at this stage.

Section 2 Reporting of Exploration Results - DORADILLA PROJECT

Criteria	Explanation	Commentary
Mineral tenement and land tenure status	Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.	The Doradilla Project is described by NSW Exploration Licence 6258 and is 100% owned by Stannum Pty Ltd, a 100% owned subsidiary of Big Sky Metals Pty Ltd.
	The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.	There are no known impediments to the tenure
Exploration done by other parties	Acknowledgment and appraisal of exploration by other parties.	The Doradilla Project area has an extensive exploration history, with the tenement area subject to extensive past exploration within 22 previous exploration licences. The main DMK line skarn zone was discovered by North Broken Hill Ltd in 1972. Between 1972 and 1984 several companies, (North Broken Hill Ltd, Renison Ltd, Aberfoyle Exploration Pty Ltd, Metals Exploration Ltd, and Preussag Australia Pty Ltd), drilled multiple diamond, percussion and auger drill holes on the prospect, defining a stratigraphically persistent, low grade, tin-bearing calc-silicate skarn. Significant exploration efforts were also completed by Shell Minerals, Cleveland Tin, Aberfoyle, Eastmet and Metals Exploration. More recent exploration was completed by Goldminco Corporation and YTC Resources (now Aurelia Metals), who completed aircore drilling programmes on 3KEL, the Doradilla deposit, as well as aircore and diamond core holes across a number of ultramafic serpentinite bodies, exploring for skarn related nickel mineralisation.
Geology	Deposit type, geological setting and style of mineralisation.	The bedrock geology of EL6258 comprises units of low to moderate metamorphic grade phyllite, schist, slate, siltstone, and conglomerate that have been previously interpreted to be part of the Ordovician Girilambone Group. The mineralisation at Doradilla is mainly skarn/replacement tin/tungsten mineralisation hosted with the DMK Line. The DMK Line is a belt of calc-silicate skarns after limestone and marl that is up to 100m thick. This unit is considered to be a conformable part of the Devonian stratigraphy. Other calc silicates have been located at Doradilla Trig, Wednesday Shaft and Northern Shaft. Post-dating deformation and regional metamorphism is the emplacement of a large fractioned A-type granite batholith with an evolved suite of quartz porphyry dykes (the Midway Granite), interpreted to be the source of mineralising fluids at Doradilla. Recent dating has demonstrated a Triassic age for these intrusions. Mineralisation appears to be related to emplacement of this batholith.
Drill hole Information	A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: • easting and northing of the drill hole collar • elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar • dip and azimuth of the hole • down hole length and interception depth	See table in Appendix of report.

Criteria	Explanation	Commentary
	hole length.	
	If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	Not applicable as drill hole information is included.
	In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.	Drilling results from the Doradilla Project have been length weighted. Grades greater than 0.1% Sn have been used to calculate intercepts. No high cutoff has been applied.
	Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.	Intercepts are length weighted with no cutting of grades. This may lead to elevation of intercept grades due to the presence of a narrow interval of high-grade material. Such high-grade zones are reported as included intercepts inside the broader intercept.
	The assumptions used for any reporting of metal equivalent values should be clearly stated.	No metal equivalences quoted.
Relationship between	These relationships are particularly important in the reporting of Exploration Results.	Doradilla aircore hole were drilled as vertical holes in a steeply dipping mineralised zone. True widths are estimated to be ~60% of down hole widths
mineralisation widths and intercept lengths	If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.	See table in Appendix of report.
	If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg'down hole length, true width not known').	See table in Appendix of report.
Diagrams	Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.	For Doradilla Project aircore drilling see plan Appendix of report.
Balanced reporting	Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	See table in Appendix of report.

Criteria	Explanation	Commentary
Other substantive exploration data	Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	
Further work	The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).	See body of report.
	Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	

SCHEDULE 4 - JORC CODE (2012) - TABLE 1

JORC CODE 2012 TABLE 1

Section 1 Sampling Techniques and Data –TALLEBUNG PROJECT For the reporting of rock chip and diamond core drill hole results

Criteria	Explanation	Commentary
Sampling techniques	Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.	Rock chip sampling is by random, non-selective sampling of outcrop or sub-crop at the location as described in either plan or tabular form.
		Drill core sampling is by sawn half core HQ & NQ core or quarter PQ core. Nominal sample intervals are 1m with a range from 0.5m to 1.5m.
		All rock chip sample results were submitted to ALS Chemex Orange for preparation and assay
	Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	For Tallebung Rock Chip samples, lab standards and blanks were relied upon.
		For diamond drilling, assay standards or blanks are inserted at least every 40 samples.
	Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to	For the Tallebung Rock Chip Samples, the full rock chip sample (1-3kg) was submitted for assay.
	produce a 30 g charge for fire assay). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.	Each sample was dried, crushed and pulverised as per standard industry practice.
		For diamond drilling, core samples were taken at nominally 1m, but with a range between 0.5-1.5m. Core samples are cut in half, dried, crushed and pulverised to 85% passing 75 microns.
		The primary metals of interest, tin (Sn) and tungsten (W) were determined by pressed-powder XRF (X-Ray Fluorescence), being the industry standard technique for these elements. Base metal assay was determined by 30g four-acid digest with ICP MS determination. Gold was assayed by 30g fire assay with AAS finish, (Method Au – AA25) with a detection level of 0.01ppm.

Criteria	Explanation	Commentary
Drilling techniques	Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).	Drilling results reported were by diamond coring. Surface holes generally commence as PQ core until fresh rock is reached. The PQ rods are left as casing thence HQ or NQ coring is employed.
Drill sample recovery	Method of recording and assessing core and chip sample recoveries and results assessed.	Measured core recovery against intervals drilled were recorded as part of geotechnical logging. Recoveries are greater than 95% once in fresh rock.
	Measures taken to maximise sample recovery and ensure representative nature of the samples.	Triple tube drilling was employed to maximise recovery.
	Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	N/A since recoveries exceeded 95%.
Logging	Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.	
	Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	Both qualitative and quantitative data is collected. All core was digitally photographed.
	The total length and percentage of the relevant intersections logged.	All core was geologically and geotechnically logged.
Sub-sampling techniques and sample preparation	If core, whether cut or sawn and whether quarter, half or all core taken.	Core was sawn with half core submitted for assay. Sampling was consistently on one side of the orientation line so that the same part of the core is sent for assay. PQ core is $\frac{1}{4}$ sampled.
-	If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	N/A
	For all sample types, the nature, quality and appropriateness of the sample preparation technique.	For both Tallebung Rock Chip samples and Tallebung core samples: all samples were dried crushed and pulverised to 85% passing 75 microns. This is considered to appropriately homogenise the sample to allow subsampling for the various assay techniques.

Criteria	Explanation	Commentary
	Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	The use of Certified Standard Reference Materials and blanks were inserted at least every 40 samples to assess the accuracy and reproducibility. The results of the standards were to be within ±10% variance from known certified result. If greater than 10% variance the standard and up to 10 samples each side were re-assayed. ALS conducted internal check samples every 20 samples for Au and every 20 for base metals.
	Measures taken to ensure that the sampling is representative of the in-situ material collected, including for instance results for field duplicate/second-half sampling.	No field duplicates are taken for core samples. Core samples were cut in $\frac{1}{2}$ for down hole intervals of 1m, however, intervals can range from 0.5-1.5m. This is considered representative of the in-situ material. The sample was crushed and pulverised to 85% passing 75 microns. This was considered to appropriately homogenise the sample.
	Whether sample sizes are appropriate to the grain size of the material being sampled.	Sample sized were considered appropriate. In general the mineralisation being tested is a homogeneous, clay rich laterite ore.
Quality of assay data and laboratory tests	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.	Standard assay procedures performed by a reputable assay lab, (ALS Group), were undertaken. Ag, As, Cu, Fe, Pb, S, Zn are digested in aqua regia then analysed by ICPMS(method ME-MS61). Comparison with 4 acid digestion indicate that the technique is considered total for Ag, As, Cu, Pb, S, Zn. Fe may not be totally digested by aqua regia but near total digestion occurs. Sn and W assays were generated by pressed powder XRF (method ME-XRF15c) –
	For deaphysical tools, apparameters, handhold, VDE instruments, etc. the personators used in	considered appropriate for these elements. Not Applicable as no geophysical tools were used in the determination of assay
	For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.	results.
	Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.	For diamond drill core, certified reference material or blanks were inserted at least every 40 samples. Standards are purchased from Certified Reference Material manufacture companies: Standards were purchased in foil lined packets of between 60g and 100g. Different reference materials were used to cover high grade, medium grade and low grade ranges of elements, with a primary focus on tin.
Verification of sampling	The verification of significant intersections by either independent or alternative company personnel.	The intersection calculations were viewed by >1 geological personnel.
and assaying	The use of twinned holes.	Twinned holes have not been used in the drilling results here reported.

Criteria	Explanation	Commentary
	Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	Drill Hole Data including: meta data, any gear left in the drill hole, lithological, mineral, survey, sampling, magnetic susceptibility was collected and entered directly into an excel spread sheet using drop down codes. When complete the spreadsheet was combined into a master excel spreadsheet as the drill hole database. Assay data was provided by ALS via .csv spreadsheets. The data was validated using the results received from the known certified reference material. Hard copies of the assay certificates were stored with drill hole data such as drillers plods, invoices and hole planning documents.
	Discuss any adjustment to assay data.	Assay data is not adjusted.
Location of data points	Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.	Drill hole collars were located using hand held GPS to ±5m.
	Specification of the grid system used.	All coordinates are based on Map Grid Australia zone 55H
	Quality and adequacy of topographic control.	Topographic control was taken using a handheld GPS and is considered adequate.
Data spacing and distribution	Data spacing for reporting of Exploration Results.	The Tallebung results are exploratory in nature with piece points between 50m and 200m spacing within the mineralised structure.
	Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.	Not Applicable as no Resource Estimate has been completed
	Whether sample compositing has been applied.	Sample compositing is not applied.
Orientation of data in relation to geological structure	Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.	Drilling was orientated west to cross the interpreted, easterly dipping tin-lode mineralisation trend at moderate to high angles. The use of orientated core allows estimates of the true width and orientation of the mineralisation to be made.
	If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	No sample bias due to drilling orientation is known.
Sample security	The measures taken to ensure sample security.	Sample chain of custody has been managed by the employees of Sky Metals who commissioned the drilling from the drilling rig to assay laboratory.
Audits or reviews	The results of any audits or reviews of sampling techniques and data.	No audits or reviews have been conducted at this stage.

Section 2 Reporting of Exploration Results - TALLEBUNG PROJECT

Criteria	Explanation	Commentary
Mineral tenement and land tenure status	Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.	The Tallebung Project is described by NSW Exploration Licence 6699 The tenement is 100% owned by Stannum Pty Ltd, a 100% owned subsidiary of Big Sky Metals Pty Ltd.
		The Tallebung tenement is overlain by Native Title Determination Application No NC12/1 (Federal Court No NSD 415/12).
	The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.	Stannum Pty Ltd have previously commence a Right to Negotiate Process (RTN) with the claimant group with respect to Application No NC12/1 (Federal Court No NSD 415/12). These negotiations did not conclude. Stannum Pty Ltd has recently (June 2018) resubmitted a Native Title Clearance report to the NSW Dept of Planning.
Exploration done by other parties	Acknowledgment and appraisal of exploration by other parties.	The Tallebung Project area was subject to a large, modern scale alluvial/colluvial mining by the Tullebong Tin Syndicate in the period 1963-1972. The Tullebong Syndicate completed a programme of 24 short diamond holes in 1968-69 designed to test the lode mineralisation at Tallebung.
		Pruessag completed a large-scale assessment of the alluvial tin deposits in 1984-85, including RC drilling, identifying the potential for a large, low grade alluvial deep lead.
		In recent exploration, YTC Resources (now Aurelia Metals Ltd) completed trenching, diamond drilling, aircore drilling of tailings, and resistivity geophysics as the Tallebung tin field. YTC recognised the continued potential for both shallow high grade, and large scale low-grade 'porphyry-style- tin mineralisation.
Geology	Deposit type, geological setting and style of mineralisation.	The Ordenicies aged Tellahung Orgun and months in the Tellahung Tip Field ages outgroup
		The Ordovician aged Tallebung Group sediments in the Tallebung Tin Field area outcrop as a sequence of weakly metamorphosed shales, siltstones, carbonaceous mudstones and minor quartz-rich sandstones. The rocks are tightly folded, striking NNW at around 3300 with variable dips. The tin mineralisation is though to be sourced from the Silurian Aged Erimeran granite, which outcrops 2km south of the Tallebung Tin Field. The Tallebung Tin Field represents a site of significant tin and tungsten production from high grade, quartz lodes and their associated alluvial and deep lead deposits. The field has been worked sporadically from the discovery of lode tin in the 1890's, through to the large scale open cut mining of alluvial tin by the Tullabong Tin Syndicate in the period 1963 to 1971. The Tallebung Tin Field contains significant, tin bearing, unconsolidated sediments which are alluvial to elluvial in nature, poorly sorted and contain coarse bedrock fragments up to 15cm in a matrix of sandy/silty clay with some iron oxides and cemented layers. Sediment thickness varies from 5m to 36 metres. The east-trending, tin bearing leads and deep leads draining the Tallebung lode deposits are the dominant source of historic tin production from the field. The Tallebung site is now a large scale derelict mining environment with approximate 1.2km strike of shallow open cuts, large scale tailings dam and decaying mine site housing and infrastructure.

Criteria	Explanation	Commentary
		The tin and tungsten bearing quartz reefs are located on the western edge of the worked out alluvial open pits. The lodes form a well-developed quartz vein stock work zone extending for approximately 1.2km on a 330o trend. Thicker quartz lodes >0.5m have been selectively exploited in historic shafts and shallow open cuts along the trend.
Drill hole Information	A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: • easting and northing of the drill hole collar • elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar • dip and azimuth of the hole • down hole length and interception depth • hole length.	See table in Appendix of report.
	If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	Not applicable as drill hole information is included.
Data aggregation methods	In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.	Where reported, drilling results from the Tallebung Project have been length weighted. Grades greater than 0.1% Sn have been used to calculate intercepts. No high cut-off has been applied.
	Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.	Intercepts are length weighted with no cutting of grades. This may lead to elevation of intercept grades due to the presence of a narrow interval of high-grade material. Such high grade zones are reported as included intercepts inside the broader intercept.
	The assumptions used for any reporting of metal equivalent values should be clearly stated.	No metal equivalences quoted.
Relationship between mineralisation widths and intercept lengths	These relationships are particularly important in the reporting of Exploration Results.	Orientated drill core used to allow determination of orientation of structures and mineralisation. Lode orientation of the Tallebung is well constrained by previous drilling and outcrop.
	If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.	See table in Appendix of report.
	If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').	See table in Appendix of report.

Criteria	Explanation	Commentary
Diagrams	Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.	For Tallebung Project drilling and rock chip samples see plan in the body of the report.
Balanced reporting	Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	See table in Appendix of report.
Other substantive exploration data	Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	
Further work	The nature and scale of planned furtherwork (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).	See body of report.
	Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	See figures in body of report.