



Minotaur Exploration Limited

ABN 35 108 483 601

Interim Financial Report
for the Half Year Ended 31 December 2020



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Corporate Directory

DIRECTORS

Dr Antonio Belperio *Non-Executive Director*
Dr Roger Higgins *Non-Executive Chairman*
Mr George McKenzie *Non-Executive Director*
Mr Andrew Woskett *Managing Director*

COMPANY SECRETARY

Mr Varis Lidums

REGISTERED OFFICE

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Level 2, 99 Frome Street
Adelaide SA 5000

PRINCIPAL PLACE OF BUSINESS

Level 1, 8 Beulah Road
Norwood SA 5067

SHARE REGISTER

Computershare Investor Services Pty Ltd
Level 5, 115 Grenfell Street
Adelaide SA 5000

LEGAL ADVISERS

O'Loughlins Lawyers
Level 2, 99 Frome Street
Adelaide SA 5000

BANKERS

National Australia Bank
22-28 King William Street
Adelaide SA 5000

AUDITORS

Grant Thornton Audit Pty Ltd
Level 3, 170 Frome Street
Adelaide SA 5000

Minotaur Exploration Limited

ACN: 108 483 601

ASX Code: MEP

www.minotaurexploration.com.au

Directors' Report

The directors of Minotaur Exploration Ltd ('Minotaur') present their Report together with the financial statements of the consolidated entity, being Minotaur Exploration Ltd ('the Company') and its controlled entities ('the Group') for the half year ended 31 December 2020 and the Independent Auditor's Review Report thereon.

Director Details

The following persons were directors of Minotaur during or since the end of the half year.

Dr Antonio Belperio, *Non-Executive Director*
Dr Roger Higgins, *Non-Executive Chairman*
Mr George McKenzie, *Non-Executive Director*
Mr Andrew Woskett, *Managing Director*

Review of Operations

Corporate

Shareholders supported a Share Purchase Plan in the second half of the year which, coupled with a placement, generated \$6 million for working capital purposes. The company ended calendar 2020 with \$7.68 million in cash (\$2.4 million at June 2020).

Exploration expenditure during the period amounted to \$2 million. Company overheads rose to 39% of the exploration spend through the half year, reflecting restrained field activity levels in the initial 3 months due to COVID-19 travel restrictions.

The Company agreed to divest its Highlands copper tenements, near Mt Isa, into a proposed IPO in return for a small cash payment and shares in the new listing.

The Company's share price improved significantly during the half year (from 4.5c to a high of 27.5c) upon improving market recognition of Minotaur's 25% interest in the Great White Kaolin JV (Andromeda Metals 75%, ADN). At year end relative company valuations were ADN \$592m and MEP \$137m whereas Andromeda's June 2020 PFS estimated project NPV proportional contributions to be ADN \$383m and MEP \$128m. Further clarity on the value of respective JV interests will accompany the expected definitive feasibility study (see below).

Exploration

OZ Minerals finalised a JORC estimate for the Jericho copper deposit, concluding its current scale is insufficient to warrant development. Minotaur's view is that further down dip-down plunge drilling could ameliorate that view.

Ground EM surveys were conducted across two stratigraphic corridors within the Breena Plains JV area, targeting ISCG and BHT styles of base metal mineralisation under +200m of cover. Survey results disappointed with no basement conductors being identified, however the JV believes the strategy is appropriate and is planning similar surveys elsewhere within the project area.

Minotaur acquired the 'Pyramid' tenement package south of Townsville. Historic exploration within the tenements positions Pyramid as a compilation of advanced gold prospects which the Company will follow up enthusiastically in the 2021 field season.

The Great White kaolin project, under joint venture management by Andromeda Metals, is proceeding towards a definitive feasibility study outcome in first half of 2021 and application for a mineral claim/mining licence.

Directors' Report

Research and Development

A joint venture partnership with Andromeda Metals in Natural Nanotech Pty Ltd (NNT) is the R&D interface with the University of Newcastle. Research has been expanded into new applications of natural halloysite nanotubes to include carbon capture and conversion to low carbon fuels and chemicals.

A project to assess IOCG potential across the Peake and Denison Ranges of South Australia utilised on-ground geophysics to refine basement architecture. Data did not reveal basement anomalism that could be associated with base metal characteristics – the project has been downgraded.

Investments

During the period Minotaur divested all of its share holdings in companies listed on the ASX. Total consideration for the sale of these listed securities amounted to \$1,855,536.

The Group still maintains a minor holding in Chilean Metals Inc, a Canadian company listed of the TSXV. The fair value of this holding as at 31 December 2020 was \$8,350.

Information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Dr A. P. Belperio who is a non-executive director of the Company and is a part-time consultant to the Company. Dr Belperio is a Fellow of the Australasian Institute of Mining and Metallurgy and has a minimum of 5 years experience 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". Dr Belperio consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Directors' Report

Auditor's Independence Declaration

The auditor's independence declaration under s 307C of the *Corporations Act 2001* is set out on page 7 for the half-year ended 31 December 2020.

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

A handwritten signature in black ink, appearing to read 'Andrew Woskett', with a stylized, cursive script.

Andrew Woskett
Managing Director

Dated this 16th day of February 2021

Auditor's Independence Declaration

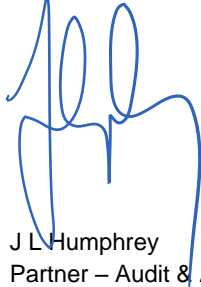
To the Directors of Minotaur Exploration Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of Minotaur Exploration Limited for the half-year ended 31 December 2020, I declare that, to the best of my knowledge and belief, there have been:

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



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



J L Humphrey
Partner – Audit & Assurance

Adelaide, 16 February 2021

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Consolidated Statement of Profit or Loss and Other Comprehensive Income for the half year ended 31 December 2020

		Consolidated Group	
	Note	31 Dec 2020	31 Dec 2019
		\$	\$
Revenue		41,831	74,633
Other income	7	226,380	1,255,722
Impairment of exploration and evaluation assets	5/11	(9,546)	(740,548)
Project generation costs	5	(310,484)	(123,437)
Employee benefits expense		(366,869)	(412,839)
Depreciation expense		(135,020)	(116,366)
Finance costs		(15,746)	(19,228)
Other expenses		(314,832)	(521,247)
Loss before income tax expense		(884,286)	(603,310)
Income tax benefit		212,506	414,672
Loss for the period		(671,780)	(188,638)
Other comprehensive income			
<i>Items that will not be subsequently reclassified to profit or loss</i>			
Gain/(Loss) on equity instruments designated at fair value through other comprehensive income	10	851,981	(377,430)
Total Comprehensive Income for the period		180,201	(566,068)
Earnings per share			
Basic earnings per share (cents)		(0.16)	(0.06)
Diluted earnings per share (cents)		(0.16)	(0.06)

**Consolidated Statement of Financial Position
as at 31 December 2020**

		Consolidated Group	
	Note	31 Dec 2020	30 June 2020
		\$	\$
CURRENT ASSETS			
Cash and cash equivalents	8	7,676,544	2,420,189
Trade and other receivables		215,610	434,485
Other current assets		39,861	137,875
		7,932,015	2,992,549
Held-for-sale assets	9	40,527	-
TOTAL CURRENT ASSETS		7,972,542	2,992,549
NON-CURRENT ASSETS			
Financial assets	10	8,350	901,655
Right-of-use assets		754,114	861,845
Property, plant and equipment		511,570	490,754
Exploration and evaluation assets	11	7,295,963	6,257,579
TOTAL NON-CURRENT ASSETS		8,569,997	8,511,833
TOTAL ASSETS		16,542,539	11,504,382
CURRENT LIABILITIES			
Trade and other payables	12	886,078	1,840,938
Lease liabilities		207,024	229,214
Borrowings		23,502	23,504
Short-term provisions		385,487	368,830
TOTAL CURRENT LAIBILITIES		1,502,091	2,462,486
NON-CURRENT LIABILITIES			
Lease liabilities		586,481	662,841
Borrowings		1,248,198	1,246,797
Long-term provisions		-	24,663
TOTAL NON-CURRENT LIABILITIES		1,834,679	1,934,301
TOTAL LIABILITIES		3,336,770	4,396,787
NET ASSETS		13,205,769	7,107,595
EQUITY			
Issued capital	13	55,699,714	49,684,911
Reserves	14	554,958	(200,193)
Accumulated losses		(43,048,903)	(42,377,123)
TOTAL EQUITY		13,205,769	7,107,595

**Consolidated Statement of Changes in Equity
for the half year ended 31 December 2020**

Consolidated Group					
	Issued Capital	Share Option Reserve	Other Components of Equity (Note 14)	Accumulated Losses	Total Equity
Note	\$	\$	\$	\$	\$
Balance at 1 July 2020	49,684,911	559,521	(759,714)	(42,377,123)	7,107,595
<i>Comprehensive income</i>					
Total loss for the period	-	-	-	(671,780)	(671,780)
Other comprehensive income for the period	-	-	851,981	-	851,981
Total comprehensive income for the year	-	-	851,981	(671,780)	180,201
<i>Transactions with owners, in their capacity as owners, and other transfers</i>					
Issue of shares through Share Placement and Share Purchase Plan	13	6,165,683	-	-	6,165,683
Exercise of options		180,830	(96,830)	-	84,000
Transaction costs on shares issued	13	(331,710)	-	-	(331,710)
		6,014,803	(96,830)	-	5,917,973
Balance at 31 December 2020	55,699,714	462,691	92,267	(43,048,903)	13,205,769

Consolidated Statement of Changes in Equity (Continued)
for the half year ended 31 December 2020

Consolidated Group					
Note	Issued Capital \$	Share Option Reserve \$	Other Components of Equity \$	Accumulated Losses \$	Total Equity \$
Balance at 1 July 2019	48,166,080	1,147,705	(185,495)	(40,063,007)	9,065,283
<i>Comprehensive income</i>					
Total loss for the period	-	-	-	(188,638)	(188,638)
Other comprehensive income for the period	-	-	(377,430)	-	(377,430)
Total comprehensive income for the year	-	-	(377,430)	(188,638)	(566,068)
<i>Transactions with owners, in their capacity as owners, and other transfers</i>					
Issue of shares through Share Placement	1,500,000	-	-	-	1,500,000
Transaction costs on shares issued	(128,972)	-	-	-	(128,972)
Issue of options to directors of the Company	-	123,865	-	-	123,865
Transfer from share option reserve upon lapse of options	-	(929,234)	-	929,234	-
	1,371,028	(805,369)	-	929,234	1,494,893
Balance at 31 December 2019	49,537,108	342,336	(562,925)	(39,322,411)	9,994,108

Consolidated Statement of Cash Flows for the half year ended 31 December 2020

		Consolidated Group	
	Note	31 Dec 2020 \$	31 Dec 2019 \$
Cash flows from operating activities			
Payments to suppliers and employees		(837,290)	(878,889)
Interest received		1,861	2,167
Finance costs		(395)	(395)
R&D tax incentive received		432,103	354,158
Net cash used in operating activities		(403,721)	(522,959)
Cash flows from investing activities			
Payments for property, plant and equipment		(15,771)	(1,831)
Proceeds from sale of tenements		25,000	225,000
Payments for acquisition of tenements		(135,000)	-
Payments for quoted equity instruments at FVOCI		(110,250)	-
Proceeds from sale of quoted equity instruments at FVOCI		1,870,940	-
Joint operation contributions received		139,983	687,509
Payments for exploration activities		(2,045,283)	(3,508,883)
Net cash used in investing activities		(270,381)	(2,598,205)
Cash flows from financing activities			
Proceeds from the issue of shares		6,249,683	1,500,000
Payment of transaction costs for issue of shares		(307,475)	(128,972)
Repayment of borrowings		(11,751)	(13,323)
Net cash provided by financing activities		5,930,457	1,357,705
Net increase/(decrease) in cash and cash equivalents		5,256,367	(1,763,459)
Cash at the beginning of period		2,420,189	3,985,806
Cash at the end of the period	8	7,676,544	2,222,347

Notes to the Consolidated Financial Statements

Note 1: Nature of operations

The Group's principal activities are to carry out exploration of mineral tenements, to continue to seek extensions of areas held and to seek out new areas with mineral potential and to evaluate results achieved through surface sampling, geophysical surveys and drilling activities.

Note 2: General information and basis of preparation

The interim condensed consolidated financial statements (the interim financial statements) of the Group are for the six months ended 31 December 2020 and are presented in Australian dollars (\$), which is the functional currency of the parent company. These general purpose interim financial statements have been prepared in accordance with the requirements of the *Corporations Act 2001* and AASB 134 *Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with Australian Accounting Standards, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 30 June 2020 and any public announcements made by the Group during the half-year in accordance with continuous disclosure requirements arising under the Australian Securities Exchange Listing Rules and the *Corporations Act 2001*. Minotaur is a for profit entity for the purposes of preparing these financial statements.

The interim financial statements have been approved and authorised for issue by the board of directors on 16 February 2021.

Note 3: Significant accounting policies

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 30 June 2020, except for the adoption of new standards effective as of 1 July 2020. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. No amendments and interpretations that are applicable to the Group for the first time in the period beginning 1 July 2020 have been noted to have an impact on the interim condensed consolidated financial statements of the Group.

The accounting policies have been applied consistently throughout the Group for the purposes of preparation of these interim financial statements.

New standards, interpretations and amendments adopted by the Group

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

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Note 4: Estimates

When preparing the interim financial statements, management undertakes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management, and will seldom equal the estimated results. The judgments, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 30 June 2020.

Notes to the Consolidated Financial Statements

Note 5: Significant events and transactions

During the period, the Group ceased exploring on and reviewed the carrying value of several exploration tenements and, as a result, these tenements held as exploration and evaluation assets were written-off. The total amount of these write-downs for the period were \$9,546.

Project generation costs incurred during the period totaling \$310,484 that do not meet the definition of exploration costs have been immediately expensed.

On 15 December 2020 the Group publicly announced it had entered into a binding Term Sheet to sell its Highlands project in Queensland to private company Larvotto Resources Ltd ("Larvotto"). The purchaser intends to include the Highlands project in an initial public offer on ASX in early 2021. Minotaur has granted Larvotto exclusivity through to end of June 2021 for a non-refundable payment of \$25,000. Subject to the IPO proceeding by that date Larvotto will pay Minotaur \$100,000 cash and issue new IPO shares to the value of \$500,000, such shares being escrowed as ASX requires. A 1% NSR will attach to the tenements on transfer to Larvotto.

Note 6: Operating segments

The Board has considered the requirements of AASB 8 *Operating Segments* and the internal reports that are reviewed by the chief operating decision maker (the Managing Director) in allocating resources and have concluded, due to the Group being solely focused on exploration activity, at this time that there are no separately identifiable segments.

	Consolidated Group	
	31 December 2020	31 December 2019
Note 7: Other income	\$	\$
Gain on disposal of subsidiaries	-	1,034,624
Gain on sale of tenements	25,000	206,084
Government grants received	199,500	-
Other income	1,880	15,064
	226,380	1,255,772

The consolidated group qualified for the Government's Jobkeeper subsidy for certain qualifying employees.

Notes to the Consolidated Financial Statements

	Consolidated Group	
	31 December 2020 \$	31 December 2019 \$
Note 8: Cash and cash equivalents		
Cash at bank and on hand	7,676,544	2,420,189
	7,676,544	2,420,189

Restricted cash

The cash and cash equivalents disclosed above and in the statement of cash flows include \$335,691 that have been received in advance for joint operation related exploration expenditure and are therefore not available for general use by the Group.

In addition, included in short-term deposits is \$238,100 relating to deposits to secure tenements and rental tenancy and as such is restricted for this use.

	Consolidated Group	
	31 December 2020 \$	30 June 2020 \$
Note 9: Held-for-sale assets		
Opening balance	-	635,222
Transfers from exploration assets (i)	40,527	-
Less: Disposal of subsidiaries (see note 17)	-	(616,306)
Less: Sale of tenements (ii)	-	(18,916)
	40,527	-

- (i) On 15 December 2020 the Group publicly announced it had entered into a binding Term Sheet to sell its Highlands project in Queensland to private company Larvotto Resources Ltd ("Larvotto"). The purchaser intends to include the Highlands project in an initial public offer on ASX in early 2021. Minotaur has granted Larvotto exclusivity through to end of June 2021 for a non-refundable payment of \$25,000. Subject to the IPO proceeding by that date Larvotto will pay Minotaur \$100,000 cash and issue new IPO shares to the value of \$500,000, such shares being escrowed as ASX requires. A 1% NSR will attach to the tenements on transfer to Larvotto.

Proceeds from the sale of the Highlands project are in excess of the carrying value. No impairment expense was recognised upon reclassification of the assets to held-for-sale.

- (ii) On 16 September 2019, the Group successfully completed the sale of E37/909.

Notes to the Consolidated Financial Statements

	Consolidated Group	
	31 December 2020 \$	30 June 2020 \$
Note 10: Financial assets		
<i>Equity instruments at fair value through OCI – shares in listed companies</i>		
Opening balance	901,655	332,672
Equity consideration for the sale of Altia Resources Pty Ltd and Minotaur Gold Solutions Pty Ltd	-	1,650,000
Revaluations to fair value	851,981	(697,828)
Disposal of shares in listed companies	(1,855,536)	(383,189)
Acquisition of shares in listed companies	110,250	-
	8,350	901,655
Note 11: Exploration and evaluation assets		
Exploration, evaluation and development costs carried forward in respect of mining areas of interest:		
Exploration and evaluation phases – Joint Operations	5,826,527	5,482,615
Exploration and evaluation phases – Other	1,469,436	774,964
	7,295,963	6,257,579

Capitalised tenement expenditure movement reconciliation – Consolidated Group:

	Exploration Joint Operations \$	Exploration Other \$	Total \$
Balance at beginning of financial year	5,482,615	774,964	6,257,579
Additions through expenditure capitalised	1,514,063	618,611	2,132,674
Additions through acquisitions	-	125,000	125,000
Reductions through joint operation contributions	(1,169,217)	-	(1,169,217)
Impairment expense	(934)	(8,612)	(9,546)
Transfer to Held-for-sale assets	-	(40,527)	(40,527)
Balance at the end of the period	5,826,527	1,469,436	7,295,963

Notes to the Consolidated Financial Statements

	Consolidated Group	
Note 12: Trade and other payables	31 December 2020	30 June 2020
	\$	\$
Trade payables	261,899	115,055
Joint operation income received in advance	335,691	1,500,530
Accrued expenses	18,500	66,894
Other payables	269,988	158,459
	886,078	1,840,938
Note 13: Issued capital		
498,516,226 (June 2020: 370,085,045) fully paid ordinary shares	55,699,714	49,684,911
	55,699,714	49,684,911

The following is an analysis of Minotaur's fully paid ordinary shares for the half year ended 31 December 2020:

	Number of Shares	\$
Balance at beginning of financial year	370,085,045	49,684,911
Issue of shares through share placement	81,000,000	4,050,000
Issue of shares through share purchase plan	42,313,650	2,115,683
Exercise of options	5,117,531	180,830
Share issue costs	N/A	(331,710)
Closing balance at end of period	498,516,226	55,699,714

	Consolidated Group	
Note 14: Other components of equity	31 December 2020	30 June 2020
	\$	\$
Share option reserve (a)	462,691	559,521
FVOCI reserve (b)	92,267	(759,714)
	554,958	(200,193)

Notes to the Consolidated Financial Statements

Note 14: Other components of equity (continued)	Consolidated Group	
	31 December 2020 \$	30 June 2020 \$
(a) Share option reserve		
Balance at beginning of financial year	559,521	1,147,705
Issue of options to employees and officers under employee share option plan	-	45,250
Issue of options to directors of the Company	-	295,800
Transfer to share capital on exercise of options	(96,830)	-
Transfer to retained earnings upon lapse of options	-	(929,234)
	462,691	559,521
(b) FVOCI reserve		
Balance at beginning of financial year	(759,714)	(185,495)
Transfer to accumulated losses upon disposal of listed shares	-	123,609
Net revaluation increment/(decrement)	851,981	(697,828)
	92,267	(759,714)

Note 15: Fair value measurement of financial instruments

Fair value hierarchy

AASB 13 requires disclosure of fair value measurements by level of the fair value hierarchy, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within 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).

The Group's financial assets and financial liabilities measured and recognised at fair value at 31 December 2020 and 30 June 2020 on a recurring basis are as follows:

	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
31 December 2020				
Financial assets at fair value				
<i>Equity instruments designated at FVOCI</i>				
Listed securities	8,350	-	-	8,350
Net fair value	8,350	-	-	8,350

Notes to the Consolidated Financial Statements

Note 15: Fair value measurement of financial instruments (continued)

30 June 2020	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets at fair value				
<i>Equity instruments designated at FVOCI</i>				
Listed securities	901,655	-	-	901,655
Net fair value	901,655	-	-	901,655

Measurement of fair value of financial instruments

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

Listed securities

Fair values have been determined by reference to their quoted bid prices at the reporting date.

Fair value of other financial assets and financial liabilities

The carrying amounts of other current and non-current receivables and payables are considered to be a reasonable approximation of their fair value.

Note 16: Contingent assets and liabilities

At the date of signing this report, the Group is not aware of any Contingent Asset or Liability that should be disclosed in accordance with AASB 137. It is however noted that the Group has established various bank guarantees in place with a number of State Governments in Australia, totaling \$218,500 at 31 December 2020 (June 2020: \$218,500). These guarantees are designed to act as collateral over the tenements which Minotaur explores on and can be used by the relevant Government authorities in the event that Minotaur does not sufficiently rehabilitate the disturbance for which it is responsible. It is noted that the bank guarantees have, as at the date of signing this report, never been utilised by any State Government.

Note 17: Disposal of subsidiaries

As referred to in Note 9 to the financial statements, on 29 August 2019 the Group successfully completed the sale of 100% of its shares in Minotaur Gold Solutions Pty Ltd and Altia Resources Pty Ltd.

Notes to the Consolidated Financial Statements

Note 17: Disposal of subsidiaries (continued)

Details of the disposal are as follows:

Carrying amounts of net assets over which control was lost	Minotaur Gold Solutions Pty Ltd \$	Altia Resources Pty Ltd \$	Total \$
Assets			
Held-for-sale assets	549,531	65,845	615,376
	549,531	65,845	615,376
Liabilities	-	-	-
Net assets derecognised	549,531	65,845	615,376
Consideration received:			
Fair value of equity received in Auroch Minerals Ltd	1,473,450	176,550	1,650,000

Note 18: Controlled entities

Name of entity	Country of incorporation	Ownership interest	
		31 December 2020 %	30 June 2020 %
<i>Parent entity</i>			
Minotaur Exploration Limited	Australia		
<i>Subsidiaries</i>			
Minotaur Operations Pty Ltd	Australia	100	100
Minotaur Resources Investments Pty Ltd	Australia	100	100
Minotaur Industrial Minerals Pty Ltd	Australia	100	100
Great Southern Kaolin Pty Ltd	Australia	100	100
Breakaway Resources Pty Ltd	Australia	100	100
Levuka Resources Pty Ltd	Australia	100	100
BMV Properties Pty Ltd	Australia	100	100
Natural Nanotech Pty Ltd	Australia	100	100
Minotaur Gold Mines Pty Ltd (i)	Australia	100	-

- (i) On 12 November 2020, Minotaur Gold Mines Pty Ltd, a new fully owned subsidiary of Minotaur Exploration Ltd, was incorporated and registered as a proprietary company limited by shares.

Notes to the Consolidated Financial Statements

Note 19: Post-reporting date events

No matter or circumstance has arisen since 31 December 2020 that has significantly affected the Group's operations, results or state of affairs, or may do so in the future.

Directors' Declaration

1. In the opinion of the directors of Minotaur Exploration Ltd:

- a) the consolidated financial statements and notes of Minotaur Exploration Ltd are in accordance with the *Corporations Act 2001*, including
 - i) giving a true and fair view of its financial position as at 31 December 2020 and of its performance for the half-year ended on that date; and
 - ii) complying with Accounting Standards AASB 134 *Interim Financial Reporting*, 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.

Signed in accordance with a resolution of the directors:



Andrew Woskett
Managing Director

Dated this 16th day of February 2021

Independent Auditor's Report

To the Members of Minotaur Exploration Limited

Report on the review of the half year financial report

Conclusion

We have reviewed the accompanying half year financial report of Minotaur Exploration Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2020, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half year ended on that date, a description of accounting policies, other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half year financial report of the Minotaur Exploration Limited does not give a true and fair view of the financial position of the Company as at 31 December 2020, and of its financial performance and its cash flows for the half year ended on that date, in accordance with the *Corporations Act 2001*, including complying with Accounting Standard AASB 134 *Interim Financial Reporting*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of Financial Report Performance by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code. We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Directors' responsibility for the half year financial report

The Directors of the Company are responsible for the preparation of the half year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the Directors determine is necessary to enable the preparation of the half year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2020 and its performance for the half year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Minotaur Exploration Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

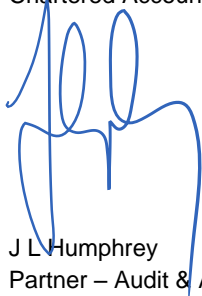
A review of a half year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards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

Independence

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



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



J L Humphrey
Partner – Audit & Assurance

Adelaide, 16 February 2021