Soon Mining Limited

ABN 45 603 637 083

Annual Report - 31 December 2020

Soon Mining Limited
Corporate directory
31 December 2020

Directors	Ching-Tiem Huang Frederic Ferges Kay Ban Gan (appointed on 19 October 2020) Ching-Ling Chi (resigned on 31 October 2020) Tsai Yan Huang (appointed on 16 April 2021)
Company secretary	Kay Ban Gan
Notice of annual general meeting	The details of the annual general meeting of Soon Mining Limited are: Date: To be advised but will be held before 31 July 2021 Venue: To be advised
Registered office	Level 1 Suite 1a 33 Queen Street Brisbane QLD 4000 Phone: (07) 3905 9430
Principal place of business	Level 1 Suite 1a 33 Queen Street Brisbane QLD 4000 Phone: (07) 3905 9430
Share register	Boardroom Pty Limited Grosvenor Place Level 12, 225 George Street Sydney NSW 2000 Phone: 1300 737 760
Solicitors	Jones Day Level 31, 124 Eagle Street Brisbane QLD 4000
Bankers	Westpac Banking Corporation 400 Queen Street Brisbane QLD 4000
Stock exchange listing	Soon Mining Limited shares are listed on the Australian Securities Exchange (ASX code: SMG)
Website	http://www.soonmining.com
Corporate Governance Statement	The Company directors and management are committed to conducting the group's business in an ethical manner. The Company has prepared a corporate governance statement which states the corporate government practices that were in operation throughout the financial year for the Company. The Company's corporate governance statement and policies can be found on its website: http://www.soonmining.com/download/CGS.pdf

Soon Mining Limited
Chairman's report
31 December 2020

Soon Mining Limited ("the Company” or “SMG") is pleased to present the Company’s Annual Report for the financial year ended 31st December 2020.

As we all know, 2020 was a year of severe pandemic situation that has spread across the world. In Ghana, in which the Company has a major operation - has had to manage the increased costs associated with managing the spread of the Coronavirus infection, while continuing to make significant progress of its Environmental Protection Agency ("EPA") permit during the difficult environment.

On 5 February 2020, the public hearing was held successfully. The Company submitted the Environmental Impact Statement (“EIS”) report to the EPA in June 2020, while continuing to keep close and good communication with the EPA, the village chiefs, community representatives and local youth leaders. On 10 November 2020, the Company received the letter from the EPA requesting re-submission of the EIS report. Accordingly, the Company has revised the EIS report and resubmitted it to the EPA while paying the processing fee and permit fee as required by the EPA. In addition, the Company prepared its Mining Operating Plan and Emergency Response Plan in advance, which were submitted to the Minerals Commission.

On 17 February 2021, the Company was awarded its EPA permit for its wholly-owned Kwahu Praso Project in addition to obtaining the Mining Operating Permits from the Minerals Commission, Kwahu South District Assembly and Ashanti Akim South Municipal Assembly. These permits allow the Company to commence with the construction and operation of the proposed mining activities.

At this stage, the Company has started its necessary following preparation for its mining activities:

- purchasing land for the building of mineral processing plant;
- recruiting new employees;
- management personnel; and
- negotiating contracts with the equipment companies to lease excavators and payloaders.

Going forward, we are expectant that the Company can begin its mining activities and gold production in the second half of 2021.

On a side note - to the potential oil activities, the Company is looking forward to teaming up with its potential partners. We are confident that 2021 will be a good year for the Company, as gold mining (and potential oil activities) can start generating revenue for our valued shareholders, who have supported the Company during the early stages of its mining exploration funding.

On behalf of the Board, I would like to thank all staff and express our gratitude to our shareholders for their continuing financial support of SMG.

Ching-Tiem Huang
Chairman

The directors present their report on the consolidated entity (referred to hereafter as the Group), consisting of Soon Mining Limited ("the Company') and the entities it controlled at the end of, or during, the year ended 31 December 2020.

Directors
The following persons were directors of Soon Mining Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Ching-Tiem Huang
Frederic Ferges
Kay Ban Gan (appointed on 19 October 2020)
Ching-Ling Chi (resigned on 31 October 2020)
Tsai Yan Huang (appointed on 16 April 2021)

Particulars of each Director's experience and qualifications are set out later in this report.

Principal activities
During the financial year, the principal continuing activities of the Group consisted of mining and related activities, including exploration and preparation of mine site.

Review of operations
The loss of the Group after providing for income tax amounted to $782,350 (2019: $930,609).

The net liabilities of the Group as at 31 December 2020 amount to ($453,539) (2019: net assets of $433,004). These net (liabilities)/assets are predominately made up of cash and cash equivalents, deposits, fixed assets and capitalised exploration costs.

Dividends
There were no dividends paid, recommended or declared during the current financial year.

Options
No options over issued shares or interest in the Company were granted during or since the end of the financial year and there were no options outstanding at the date of this report.

Indemnity and insurance of Auditor
The Company has not, during or since the year end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on Behalf of the Company
No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

The Company was not a party to any such proceedings during the year.

Non audit services
Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in Note 23 to the financial statements.

Officers of the Company who are former partners of RSM Australia Partners
There are no officers of the Company who are former partners of RSM Australia Partners.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 12.

Significant changes in the state of affairs
On 5 February 2020, the public hearing held in Kwahu Praso had successfully concluded. The public hearing was attended by dozens of chiefs from Kwaku and Asanti, whom were headed by Kwahu Obohene, along with community representatives from 13 major villages in the mining concession and over 1,000 local residents. The EPA promoted the government's policies and position and SMG explained its mining policies and future social responsibility plans for the villages and communities in the mining concession area.

On 8 June 2020, SMG submitted the EIS report to the EPA and a 21-day announcement was launched in Ghana newspapers and relevant government departments.

On 30 October 2020, the securities of SMG were suspended from quotation under Listing Rule 17.3, due to insufficient JORC Code and Chapter 5 of the ASX Listing Rules Chapter 5 disclosure.

On 10 November 2020, SMG received the letter from the EPA regarding the review results of the EIS report and invoices for the Processing Fee and Permit Fee.

On 17 February 2021, SMG was awarded its EPA permit for its wholly-owned Kwahu Praso Project. This permit allows SMG to commence with the construction and operation of the proposed mining area.

Matters subsequent to the end of the financial year
In January 2021, the EIS report was revised and re-submitted to the EPA, according to the results of the technical review. In addition, SMG paid the fees required by the EPA.

On 17 February 2021, SMG was awarded its EPA permit for its wholly-owned Kwahu Praso Project. This permit allows SMG to commence with the construction and operation of the proposed mining area.

On 24 February 2021, SMG obtained the Mining Operating Permit from the Minerals Commission. Together with the Operating Permit of Kwahu South District Assembly and Ashanti Akim South Municipal Assembly, SMG has so far obtained all necessary permits for mining activities.

At this stage, SMG has started its necessary construction for the preparation of its mining activities.

No other matter or circumstance has arisen since 31 December 2020 that has significantly affected, or may significantly affect the Group’s operations, the results of those operations, or the Group’s state of affairs in future financial years.

Other matters – Impact of Covid-19
The Group is aware of the impact that COVID-19 (Coronavirus) is having on the Australian and World economy.

The Directors have considered the impact of the Coronavirus on the Group’s recorded asset values and the Directors are of the view that there has been no material impact on the Group’s recorded asset values as at or subsequent to the reporting date.

As at the date of these financial statements, the Group is not aware of any impact that has occurred in relation to any of its staff, contractors or key suppliers.

Given the negative impact that has occurred and is continuing to occur on world financial markets as a result of the Coronavirus, the Directors are of the view that there is the potential that the Coronavirus will have a significant negative impact on the Group’s ability to secure the required debt and equity financing for its proposed current and future projects, including but not limited to, the Group’s proposed Kwahu Praso Gold Project. At the date of Annual Report, this impact is not able to be fully assessed or measured.

Likely developments and expected results of operations
The Group will continue to pursue its gold mining project in Ghana, West Africa.

Environmental regulation
The Group is subject to significant environmental regulation with respect to its exploration and mining activities in Ghana, West Africa.

The Group is not aware of any breach of environmental regulations during or since the end of the financial year.

Information on directors

Name:	Ching-Tiem Huang
Title:	Chairman and Managing Director
Qualifications:	Bachelor of Arts
Experience and expertise:	Ching-Tiem Huang is the Founder and Managing Director of Soon Mining Ghana. He has significant experience in placer gold mining operations in Ghana, having previously held the position of Managing Director between 2006-2011. During this time, he was responsible for managing placer's gold mining operations in various regions of Ghana including Kibi, Ashanti, Bibiani and Tarkwa.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	62,676,865 ordinary shares in the Company as at 31 December 2020.
Interests in options:	None
Contractual rights to shares:	None

Name:	Frederic Ferges
Title:	Non-executive Director
Qualifications:	BSc Hons Economics, Accounting & Finance, Member of CPA Australia
Experience and expertise:	Frederic is an independent consultant and provides accounting, advisory, outsourced CFO and restructuring services. He has over 15 years of experience in professional services, finance and fund management.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	None
Interests in options:	None
Contractual rights to shares:	None

Name:	Kay Ban Gan
Title:	Non-executive Director and Company Secretary
Qualifications:	Bachelor of Business (Accounting), Member of Institute of Public Accountants, Associate of Institute of Financial Accountants, Accredited SMSF Auditors, Registered Tax Agent and Commissioner of Declaration
Experience and expertise:	Kay Ban Gan is an independent consultant and provides accounting, advisory and tax services. He has over 20 years' experience in professional services, tax and audit management in Asia Pacific region.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	None
Interests in options:	None
Contractual rights to shares:	None

Name:	Tsai Yan Huang
Title:	Non-executive Director
Qualifications:	None
Experience and expertise:	Tsai Yan Huang is a professional with long-term international trading experience, as well as expertise in public relationship and corporate management. In her key manager position for more than 30 years, she has demonstrated outstanding execution and superior business capabilities. She was elected as the president of the Youth Chamber of Commerce, the president of Taichung Kiwanis International and the consultant of the Association of Small and Medium Enterprises. She is currently the head of an international trading company in Taiwan.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	5,404,341 ordinary shares in the Company as at 31 December 2020.
Interests in options:	None
Contractual rights to shares:	None

Name:	Ching- Ling Chi (resigned on 31 October 2020)
Title:	Executive Director and Chief Financial Officer
Qualifications:	Master of Business Administration
Experience and expertise:	Ching-Ling has over 20 years’ experience in finance and corporate management. She has been the Chief Financial Officer for Soon Mining Ghana since 2012. Prior to this, she worked in a senior finance role for 15 years with Pan Overseas Investments Co. Ltd which controls a number of subsidiaries including Pan Overseas Electronic Co. Ltd (previously listed on Taiwan Stock Exchange) and Universal Incorporation (TWSE:UK).
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	None
Interests in shares:	5,000,000 ordinary shares in the Company as at 31 December 2020.
Interests in options:	None
Contractual rights to shares:	None

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Soon Mining Limited
Directors' report
31 December 2020

Company secretary

The following person held the position of Company Secretary at the end of the financial year:

Kay Ban Gan has held the role of Company secretary since 19 October 2020. Frederic Ferges previously held this role since 1 October 2019 and resigned on 19 October 2020.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the year ended 31 December 2020, and the number of meetings attended by each director were:

	Directors' meetings	
	Attended	Held
Ching-Tiem Huang	11	11
Frederic Ferges	10	11
Kay Ban Gan (appointed on 19 October 2020)	2	3
Ching-Ling Chi (resigned on 31 October 2020)	8	9

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

Auditor

RSM Australia Partners continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

Ching-Tiem Huang
Director
Date: 30 April 2021

Remuneration report

The Directors are pleased to present the Soon Mining Limited Remuneration Report which sets out remuneration information for the Group's Non-Executive Directors, Executive Directors and other Key Management Personnel ("KMP").

The report contains the following sections:

a) Remuneration policy
b) Use of remuneration consultants
c) Executive pay and benefits
d) Relationship between remuneration and Group performance
e) Employment Details of Members of Key Management Personnel
f) Remuneration Expense Details for the Year Ended 31 December 2020
g) Non-Executive Director Remuneration policy
h) Securities received that are not performance-related
i) Service agreements
j) Options and Rights granted as remuneration
k) KMP Shareholdings
l) Other Equity-related KMP Transactions
m) Loans from key management personnel
n) Other transactions with KMP and/or their related parties

a) Remuneration Policy

The Board's policy for determining the nature and amount of remuneration for KMP of the entity is designed to:

- Attract and retain senior executives and Directors;
- Avoid paying excessive remuneration;
- Remunerate fairly having regard to market conditions and individual contribution; and
- Align the interests of employees and Directors with that of the Group.

All remuneration paid to KMP is valued at the cost to the Group and expensed.

The Board's policy is to remunerate Non-Executive Directors at market rates for time, commitment and responsibilities. The Board determines payments to the Non-Executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders at the annual general meeting. Non-executive Directors do not receive performance-based pay. There are no retirement allowances for Non-Executive Directors.

b) Use of remuneration consultants

The group has not engaged the services of any remuneration consultants during the current or prior financial years.

c) Executive pay and benefits

Executive payments currently consist of consultancy payments to the Directors only. Executive Directors do not receive performance-based pay.

Throughout the year, all remuneration for key management personnel was fixed and not linked to performance.

There were no cash bonus, performance-related bonus, non-monetary benefits or share-based elements of remuneration in the year ended 31 December 2020.

d) Relationship between remuneration and Group performance

The link between remuneration, Company performance and shareholder wealth generation is tenuous, particularly in the exploration and development stage of a mining company.

Share prices are subject to the influence of international economic factors and market sentiment toward the sector; increases and decreases may occur quite independent of executive performance or remuneration.

In consultation with external remuneration consultants (refer to the section 'Use of remuneration consultants' below), the Nomination and Remuneration Committee has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the Group.

e) Employment Details of Members of Key Management Personnel

The following table provides employment details of persons who were, during the financial year, members of KMP of the Company. The table also illustrates the proportion of remuneration that was performance and non-performance based.

	Position Held as at 31 December 2020 and any change during the year	Proportions of elements of remuneration related to performance (other than options issued)		Proportions of elements of remuneration not related to performance
		Non-salary cash-based incentives	Shares/Units	Fixed Salary/Fee
Key Management Personnel		%	%	%
Ching-Tiem Huang	Chairman and Managing Director	-	-	100
Frederic Ferges	Non-executive Director and was also company secretary for part of year	-	-	100
Kay Ban Gan	Non-executive Director and Company Sectary	-	-	100
Ching-Ling Chi	Executive Director and Chief Financial Officer	-	-	100

f) Remuneration Expense Details for the Year Ended 31 December 2020

The following table of benefits and payments represents the components of the current year remuneration expenses for each member of KMP of the Company. Such amounts have been calculated in accordance with Australian Accounting Standards:

	Short term benefits		Post-employment benefits		
2020	**Salary & Fees**	**Other**	**Pension and Superannuation**	**Other**	**Total**
Key Management Personnel	**$**	**$**	**$**	**$**	**$**
Executive Directors					
Ching-Tiem Huang	156,000	-	-	-	156,000
Ching-Ling Chi	124,000	-	-	-	124,000
Non-Executive Directors					
Frederic Ferges	29,700	-	-	-	29,700
Kay Ban Gan	-	-	-	-	-
Total	**309,700**	**-**	**-**	**-**	**309,700**

	Short term benefits		Post-employment benefits		
2019	**Salary & Fees**	**Other**	**Pension and Superannuation**	**Other**	**Total**
Key Management Personnel	**$**	**$**	**$**	**$**	**$**
Executive Directors					
Ching-Tiem Huang	165,715	-	-	-	165,715
Ching-Ling Chi	149,200	-	-	-	149,200
Non-Executive Directors					
Jiahui Jeremiah Thum	29,700	-	-	-	29,700
Frederic Ferges	7,300	-	-	-	7,300
Total	**351,915**	**-**	**-**	**-**	**351,915**

g) Non-Executive Director Remuneration Policy

On appointment to the board, all non-executive Directors enter into an appointment agreement with the Company. The agreement sets out remuneration, terms of appointment and binds the Director to the Board policies and code of conduct.

Non-executive Directors receive a board fee which includes remuneration for chairing or participating on Board committees.

Non- executive Directors do not receive performance-based pay. The Chair does not receive additional fees for participating in or chairing committees.

h) Securities received that are not performance related

No members of KMP are entitled to receive securities that are not performance-based as part of their remuneration package.

i) Service agreements

Remuneration and other terms of employment for the Managing Director, Chief Executives Officer, Chief Financial Officer and Executive Officers are formalised in agreements. Contracts with Executives may be terminated by either party with up to one months' notice.

Ching-Tiem Huang, Chairman and Managing Director
Term of agreement - ongoing, commenced 12/1/2015, with a one-month notice period. Base salary, exclusive of superannuation, of $156,000 per annum, to be reviewed annually by the Board. Agreement is signed with Titanoboa Group Limited, in which Ching-Tiem Huang holds the position of CEO.

Ching-Ling Chi, Executive Director and Chief Financial Officer
Term of agreement - ongoing, commenced 12/1/2015, with a one-month notice period. Base salary, exclusive of superannuation, of $124,000 per annum, to be reviewed annually by the Board. Agreement is signed with Kirin International Limited, in which Ching-Ling Chi holds the position of Managing Director.

j) Options and Rights granted as remuneration

During the year ended 31 December 2020, no options or rights were granted as remuneration.

k) KMP Shareholdings

The number of ordinary shares in Soon Mining Limited held by each KMP of the Group during the financial year is as follows:

	Balance at start of the year	Grants and remuneration during the year	Issue on Exercise of Options during the year	Additions during the year	Balance at end of year
Ching-Tiem Huang	62,676,865	-	-	-	62,676,865
Ching-Ling Chi	5,000,000	-	-	-	5,000,000
Total	**67,676,865**	**-**	**-**	**-**	**67,676,865**

l) Other Equity-related KMP Transactions

There have been no other transactions involving equity instruments other than those described in the tables above relating to options, rights and shareholdings.

m) Loans from key management personnel

During the year, the Directors have provided unsecured loans to the Company as detailed below.

Interest fee loan	$
Ching-Tiem Huang	119,170
Ching-Ling Chi	55,950
Balance at end of year	175,120

The loans are unsecured and without a set maturity date. Please refer to Note 24 for the movement during the year.

n) Other transactions with KMP and/or their related parties

There were no transactions conducted between the Company and KMP or their related parties, other than those disclosed above and in Note 24 relating to equity, compensation and loans, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm’s length dealings with unrelated persons.

This concludes the remuneration report, which has been audited.

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Soon Mining Limited for the year ended 31 December 2020, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

RSM

RSM AUSTRALIA PARTNERS

Brisbane, QLD
Dated: 30 April 2021

Albert Loots
Partner – Assurance & Advisory

General information

The financial statements cover Soon Mining Limited as a consolidated entity consisting of Soon Mining Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Soon Mining Limited's functional and presentation currency.

Soon Mining Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office	Principal place of business
Level 1 Suite 1a 33 Queen Street Brisbane QLD 4000	Level 1 Suite 1a 33 Queen Street Brisbane QLD 4000

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 30 April 2021. The directors have the power to amend and reissue the financial statements.

Soon Mining Limited
Statement of profit or loss and other comprehensive income
For the year ended 31 December 2020

	Note	Consolidated 2020 $	2019 $
Other income	2	-	46
Consulting fees		(427,727)	(469,234)
Professional fees		(133,728)	(194,239)
Travelling expenses		(13,026)	(30,464)
Administration expenses		(47,291)	(53,964)
Directors fees		(62,700)	(77,000)
Bad debt expense		(5,948)	(2,103)
Unrealised foreign exchange gain/(loss)		2,850	(9,803)
Depreciation expenses		(94,780)	(93,849)
Loss before income tax expense	3	(782,350)	(930,609)
Income tax expense	4	-	-
Loss after income tax expense for the year		(782,350)	(930,609)
Other comprehensive income			
Exchange (loss)/gain on translation of foreign operations		(104,193)	11,015
Other comprehensive (loss)/income for the year		(104,193)	11,015
Total comprehensive loss for the year attributable to the owners of Soon Mining Limited		(886,543)	(919,594)
		Cents	**Cents**
Earnings per share for loss from continuing operations attributable to the owners of Soon Mining Limited			
Basic earnings per share		(0.01)	(0.01)
Diluted earnings per share		(0.01)	(0.01)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Soon Mining Limited
Statement of financial position
As at 31 December 2020

	Note	Consolidated 2020 $	Consolidated 2019 $
Assets			
Current assets			
Cash and cash equivalents	14	267,809	86,334
Trade and other receivables	7	1,555	499
Other	8	32,158	37,100
Total current assets		301,522	123,933
Non-current assets			
Property, plant and equipment	9	241,569	353,838
Exploration and evaluation	10	899,198	951,627
Total non-current assets		1,140,767	1,305,465
Total assets		1,422,289	1,429,398
Liabilities			
Current liabilities			
Trade and other payables	12	1,174,626	639,675
Financial liabilities	15	721,202	356,719
Total current liabilities		1,895,828	996,394
Total liabilities		1,895,828	996,394
Net (liabilities)/assets		(453,539)	433,004
Equity			
Issued capital	16	6,364,323	6,364,323
Reserves	17	(61,986)	42,207
Accumulated losses		(6,755,876)	(5,973,526)
Total equity		(453,539)	433,004

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

Soon Mining Limited
Statement of changes in equity
For the year ended 31 December 2020

Consolidated	Note	Issued capital $	Reserves $	Accumulated losses $	Total equity
Balance at 1 January 2019		6,364,323	31,192	(5,042,917)	1,352,598
Loss for the year		-	-	(930,609)	(930,609)
Other comprehensive income for the year	17	-	11,015	-	11,015
Total comprehensive loss for the year		-	11,015	(930,609)	(919,594)
Balance at 31 December 2019		6,364,323	42,207	(5,973,526)	433,004

Consolidated		Issued capital $	Reserves $	Accumulated losses $	Total equity $
Balance at 1 January 2020		6,364,323	42,207	(5,973,526)	433,004
Loss for the year		-	-	(782,350)	(782,350)
Other comprehensive loss for the year	17	-	(104,193)	-	(104,193)
Total comprehensive loss for the year		-	(104,193)	(782,350)	(886,543)
Balance at 31 December 2020		6,364,323	(61,986)	(6,755,876)	(453,539)

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

Soon Mining Limited
Statement of cash flows
For the year ended 31 December 2020

	Note	Consolidated 2020 $	2019 $
Cash flows from operating activities			
Payments to suppliers and employees		(148,226)	(208,077)
Interest received		-	46
Interest paid		-	(2,915)
Net cash used in operating activities	(a)	(148,226)	(210,946)
Cash flows from investing activities			
Payments for property, plant and equipment		(4,943)	(1,805)
Payments for exploration and evaluation		(33,566)	(88,803)
Net cash used in investing activities		(38,509)	(90,608)
Cash flows from financing activities			
Proceeds from borrowings		361,535	221,512
Net cash from financing activities		361,535	221,512
Net increase/(decrease) in cash and cash equivalents		174,800	(80,042)
Cash and cash equivalents at the beginning of the financial year	14	86,334	175,187
Effects of exchange rate changes		6,675	(8,811)
Cash and cash equivalents at the end of the financial year	14	267,809	86,334

(a) Reconciliation of Cash Flows from Operating Activities with Loss after Income Tax

	2020	2019
Loss after income tax expense for the year	(782,350)	(930,609)
Adjustments for:		
Depreciation expenses	94,780	93,849
Unrealised foreign exchange loss	507	9,804
Change in assets and liabilities		
(Increase)/decrease in trade and other receivables	(1,056)	1,399
Decrease in other current assets	4,942	42,758
Increase in trade and other payables	534,951	571,853
Net cash used in operating activities	(148,226)	(210,946)

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

A. Basic Information

Note 1. General Information

The financial report covers Soon Mining Limited (the "Company") and its controlled entities (together referred to as the "Group"). Soon Mining Limited is a listed public company, incorporated and domiciled in Australia. The Group is a for-profit entity for the purpose of preparing the financial report.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

a) Basis of preparation

These general-purpose financial statements have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of this consolidated financial report are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the consolidated financial report has been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The financial report was authorised for issue, in accordance with a resolution of directors, on the 30 April 2021. The directors have the power to amend and reissue the financial report.

b) Going concern

The financial report has been prepared on a going concern basis. This basis presumes that funds will be available to finance future operations and that the realisation of assets and liabilities will occur in the normal course of business.

As disclosed in the financial report, the group recorded a loss of $782,350 and cash outflows from operations of $148,226 for the year ended 31 December 2020 (2019: loss of $930,609, cash outflow from operations of $210,946). The group expects further losses due to the ongoing exploration costs until alluvial gold mining operations are fully established.

The Group’s ability to adopt the going concern assumption will depend on the Group being able to manage its liquidity requirement.

The Group is in the process of taking the following actions:

Raising additional capital: The Group is currently in discussions with various parties to provide additional capital or loans. The Group has been successful in reaching agreements with related parties to convert $1,126,396 of their loans to Share Capital post balance sheet date. In addition, the group has also received $721,202 of subordination agreements from existing loan holders to subordinate their debt for a period of 12 months from the date of signing this financial report.

The Group is currently assessing how best to develop and exploit its tenements:
The Group has obtained the EPA permit and related operating permits to start its mining activities. Whether it is self-mining or cooperating with other parties, it will be generating revenue from alluvial gold mining.

Reducing working capital expenditure: The Group is actively managing its working capital expenditure and also working with its creditors to extend repayment terms.

In the event that the group is unable to secure future funding requirements, either through equity raising, shareholders' loans or revenue generated from mining of alluvial gold, there exists a material uncertainty that may cast significant doubt on the group's ability to continue as a going concern and therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Nevertheless, after taking into account the current financial position of the Group, and its ability to raise further capital, the Group has a reasonable expectation that it will have adequate resources to fund its future operational requirements and for these reasons it continues to adopt the going concern basis in preparing the financial report.

The economic impacts of the COVID-19 coronavirus outbreak, which occurred during the year, remain uncertain. It is possible that there will be subdued economic wide activity during the year ended 31 December 2021. To date, COVID-19 has had minimal impact on the business, however, in this environment the directors acknowledge it does have the potential to affect parts of the business, particularly its ability to raise capital and its ability to start proposed current and future projects, including but not limited to, the Group’s proposed Kwahu Praso Gold Project.

c) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Note 2. Other Income

Interest income is recognised using the effective interest method.

Good and Services Tax

Revenue, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO included with other receivables or payables in the statement of financial position.

Cash flows are presented on gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

	Consolidated	
	2020	**2019**
	$	**$**
Other income		
Interest income	-	46
	-	46

Note 3. Loss for the year

Foreign Currency Translation and Balances

	2020 $	2019 $
Loss before income tax includes the following specific expenses:		
Legal fees	-	3,353

Functional and presentation currency

The functional currency of the Group is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial report is presented in Australian dollars, which is the Group's functional currency.

Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is recognised in other comprehensive income, otherwise the exchange difference is recognised in the profit or loss.

Group companies

The financial results and position of foreign operations whose functional currency is different from the entity's presentation currency are translated as follows:

- Assets and liabilities are translated at exchange rates prevailing at the end of reporting period;
- Income and expenses are translated at average rates for the period; and
- Retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. The cumulative amount of these differences is reclassified into profit or loss in the period in which the operation is disposed of.

Note 4. Income Tax

	Consolidated 2020 $	Consolidated 2019 $
(a) The components of tax expense comprise:		
Current tax	-	-
Deferred tax	-	-
Aggregate income tax	-	-

	Consolidated 2020 $	Consolidated 2019 $
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
Loss before tax	(782,350)	(930,609)
- Prima facie tax benefit on loss from ordinary activities before income tax at 30%	(234,705)	(279,183)
Increase/(decrease) in income tax expense due to:		
- Net tax losses not recognised	234,705	279,183
Income tax expense attributable to entity	-	-

The income tax expense for the year comprises current income tax expense and deferred tax expense.

Current income tax expense charged to profit or loss is the tax payable on taxable income. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss. A deferred tax liability shall be recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from:

- The initial recognition of goodwill; or
- The initial recognition of an asset or liability in a transaction which is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit/(loss).

The Group is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax audit issues based on the Group's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Note 5. Earnings per Share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of the Group, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

	Consolidated	
	2020	**2019**
	$	**$**
Loss attributable to the ordinary equity holders of the Group used in calculating basic earnings per share	(782,350)	(930,609)
Loss attributable to the ordinary equity holders of the Group used in calculating diluted earnings per share	(782,350)	(930,609)
Basic earnings per share	(0.01)	(0.01)
Diluted earnings per share	(0.01)	(0.01)
Weighted average number of ordinary shares	**Number**	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	158,222,821	158,222,821
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	-	-
Convertible notes	-	-
Weighted average number of ordinary shares used in calculating diluted earnings per share	158,222,821	158,222,821

Note 6. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker has been identified as the Board which makes strategic decisions.

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of Directors (chief operating decision makers) in assessing performance and in determining the allocation of resources. Accordingly, management currently identifies the Group as having only one reportable segment, as at 31 December 2020.There have been no changes in the operating segment during the year. All significant operating decisions are based upon analysis of the Group as one segment. The financial results from this segment are equivalent to the consolidated financial report of the entity as a whole.

Note 7. Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Impairment of financial assets at amortised cost

The Group recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Group's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since Initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12 month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

	Consolidated	
	2020	2019
	$	$
GST receivable	1,555	499
	1,555	499

a) Credit risk

Since the Group is still in the exploration stage there are no trade receivables as of the year end which are exposed to credit risk.

Note 8. Other current assets

	Consolidated 2020 $	Consolidated 2019 $
Deposits	323,576	320,823
Less: Provision for Doubtful Deposits	(291,418)	(285,470)
Prepayments	-	1,747
	32,158	37,100

Note 9. Property, plant and equipment

Plant and equipment
Plant and equipment are measured on the cost basis and therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset. A formal assessment of recoverable amount is made when impairment indicators are present.

The carrying amount of plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The cost of fixed assets constructed within the Group includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

Depreciation
The depreciable amount of all fixed assets including capitalised leased assets is depreciated on a straight-line basis over the asset's useful life to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	**Depreciation Rate**
Motor vehicles	20%
Plant and equipment	20%-33%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are recognised in profit or loss in the period in which they arise. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to retained earnings.

	Consolidated	
	2020	**2019**
	$	**$**
Plant and equipment:		
At cost	544,622	596,834
Less: Accumulated depreciation	(306,022)	(242,996)
	238,600	353,838
Motor vehicles:		
At cost	26,836	29,502
Less: Accumulated depreciation	(26,836)	(29,502)
	-	-
Land:		
At cost	2,969	-
Total property, plant and equipment	241,569	353,838

Movements in Carrying Amounts
Movements in carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

Consolidated	Plant and equipment $	Motor vehicles $	Land $	Total $
Balance at 1 January 2019	442,546	51	-	442,597
Additions	1,805	-	-	1,805
Disposals	-	-	-	-
Depreciation expense	(93,797)	(51)	-	(93,848)
Foreign exchange on conversion	3,284	-	-	3,284
Balance at 31 December 2019	353,838	-	-	353,838
Balance at 1 January 2020	353,838	-	-	353,838
Additions	1,812	-	3,131	4,943
Disposals	-	-	-	-
Depreciation expense	(94,780)	-	-	(94,780)
Foreign exchange on conversion	(22,270)	-	(162)	(22,432)
Balance at 31 December 2020	238,600	-	2,969	241,569

Note 10. Exploration and Evaluation

a) Exploration, evaluation and development expenditure

Exploration, evaluation and development expenditure incurred is capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit or loss in the year in which the decision to abandon the area is made. When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area.

b) Key judgements

Exploration, evaluation and development expenditure

The Group has capitalised exploration expenditure of $899,198 (2019: $951,627). This amount includes costs directly associated with exploration. These costs are capitalised until assessment and/or drilling of the permit is complete and the results have been evaluated. These costs include employee remuneration, materials, rig costs, delay rentals and payments to contractors. The expenditure is carried forward until such a time as the area of interest moves into the development phase, is abandoned, sold or sub-blocks relinquished.

Given exploration activities have not yet reached a stage which permits a reasonable assessment of the existence or expenditure, there is uncertainty as to the carrying value of exploration expenditure. The ultimate recovery of the carrying value of exploration expenditure is dependent upon the successful development and commercial exploitation or, alternatively, sale of interest in the tenements. There are no factors or circumstances which suggest that the carrying amount of remaining exploration and evaluation of assets may exceed recoverable amounts.

	Consolidated	
	2020 $	2019 $
Exploration phase costs – at cost	899,198	951,627

The capitalised exploration assets carried forward above has been determined as follows:

	2020 $	2019 $
Balance at the beginning of the year	951,627	856,467
Expenditure incurred during the year - additions	33,566	88,803
Foreign exchange on conversion	(85,995)	6,357
Balance at the end of the year	899,198	951,627

Note 11. Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. With respect to non-depreciable items of property, plant and equipment measured at fair value and items of investment property measured at fair value, the related deferred tax liability or deferred tax asset is measured on the basis that the carrying amount of the asset will be recovered entirely through sale.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (i) a legally enforceable right of set-off exists; and (ii) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Deferred tax asset of $1,369,309 (2019: $1,194,495) in respect of tax losses and temporary differences have not been brought to account as at balance date. These will be brought to account only if the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit to be realised. The Group continues to comply with deductibility conditions imposed by tax legislation and no changes in tax legislation adversely affects the Group in realising the benefit.

	Consolidated	
	2020	**2019**
	$	**$**
Deferred tax asset		
The balances comprises temporary difference attributable to:		
Tax losses in Australia	1,362,189	1,172,491
Prepaid ASX fees	-	5,182
Foreign exchange gain	1,517	519
Unamortised black hole expenditure	5,603	16,304
Total deferred tax assets	1,369,309	1,194,495
Deferred tax liability	-	-
Net deferred tax asset	1,369,309	1,194,495
Deferred tax not recognised in the books	(1,369,309)	(1,194,495)
Deferred tax recognised in the books	-	-

Note 12. Trade and other payables

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period.

	Consolidated	
	2020	**2019**
	$	**$**
Unsecured liabilities:		
Trade payables	1,174,626	639,675
	1,174,626	639,675

Financial liabilities at amortised cost classified as trade and other payables

	Consolidated	
	2020	**2019**
	$	**$**
Trade and other payables:		
- Total current	1,174,626	639,675
- Total non-current	-	-
	1,174,626	639,675

Included in the total amount of trade payables due at year end, $1,126,396 is due to related parties. Subsequent to December 2020, the Group was successful in reaching an agreement with the related parties to convert the total $1,126,396 to share capital.

Note 13. Financial instruments

Initial recognition and measurement
Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions to the instrument. For financial assets, this is the date that the Group commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments (except for trade receivables) are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Trade receivables are initially measured at the transaction price if the trade receivables do not contain a significant financing component or if the practical expedient was applied as specified in AASB 15.

Classification and subsequent measurement

Financial liabilities
Financial instruments are subsequently measured at:
- Amortised cost; or
- Fair value through profit or loss

A financial liability is measured at fair value through profit and loss if the financial liability is:
- A contingent consideration of an acquirer in a business combination to which AASB 3: Business Combinations applies;
- Held for trading; or
- Initially designated as at fair value through profit or loss.

All other financial liabilities are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest expense in profit or loss over the relevant period. The effective interest rate is the internal rate of return of the financial asset or liability. That is, it is the rate that exactly discounts the estimated future cash flows through the expected life of the instrument to the net carrying amount at initial recognition.

Financial assets

Financial assets are subsequently measured at:
- Amortised cost;
- Fair value through other comprehensive income; or
- Fair value through profit or loss.

Measurement is on the basis of two primary criteria:
- The contractual cash flow characteristics of the financial asset; and
- The business model for managing the financial assets.

A financial asset that meets the the following conditions is subsequently measured at amortised cost:
- The following conditions is subsequently measured at amortised cost:
- The contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

A financial asset that meets the following conditions is subsequently measured at fair value through other comprehensive income:
- The contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates;
- The business model for managing the financial assets comprises both contractual cash flows collection and the selling of the financial asset.

By default, all other financial assets that do not meet the measurement conditions of amortised cost and fair value through other comprehensive income are subsequently measured at fair value through profit or loss.

The initial designation of the financial instruments to measure at fair value through profit or loss is a one-time option on initial classification and is irrevocable until the financial asset is derecognised.

Derecognition

Derecognition refers to the removal of a previously recognised financial asset or financial liability from the statement of financial position.

Derecognition of financial liabilities

A liability is derecognised when it is extinguished (i.e. when the obligation in the contract is discharged, cancelled or expires). An exchange of an existing financial liability for a new one with substantially modified terms, or a substantial modification to the terms of a financial liability is treated as an extinguishment of the existing liability and recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Derecognition of financial assets

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for the derecognition of financial asset:
- The right to receive cash flows from the asset has expired or been transferred;
- All risk and rewards of ownership of the asset have been substantially transferred; and
- The Group no longer controls the asset (i.e. the Group has no practical ability to make a unilateral decision to sell the asset to a third party).

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Impairment

The Group recognises a loss allowance for expected credit losses on:
- financial assets that are measured at amortised cost.

Expected credit losses are the probability-weighted estimate of credit losses over the expected life of a financial instrument. A credit loss is the difference between all contractual cash flows that are due and all cash flows expected to be received, all discounted at the original effective interest rate of the financial instrument

The Group uses the following approaches to impairment, as applicable under AASB 9: *Financial Instruments:*
- The simplified approach.

Simplified approach

The simplified approach does not require tracking of changes in credit risk at every reporting period, but instead requires the recognition of lifetime expected credit loss at all times. This approach is applicable to:
- trade receivables or contract assets that result from transactions within the scope of AASB 15: Revenue from Contracts with Customers and contain a significant financing component; and
- lease receivables.

In measuring the expected credit loss, a provision matrix for trade receivables was used taking into consideration various data to get to an expected credit loss (i.e. diversity of customer base, appropriate groupings of historical loss experience, etc).

	Note	2020 $	2019 $
Financial Assets			
Cash and cash equivalents	14	267,809	86,334
Total Financial Assets		267,809	86,834

	Note	2020 $	2019 $
Financial Liabilities			
Financial liabilities at amortised cost:			
Trade and other payables	12	1,174,626	639,675
Loan from directors	15	175,120	111,901
Loan from related entities	15	259,673	-
Loan from shareholders	15	286,409	244,818
Total Financial Liabilities		1,895,828	996,394

General Objectives, Policies and Processes
Risk management has focused on limiting debt to a level which could be extinguished by sale of assets or issue of securities if necessary.

The Group's activities expose it to a variety of financial risks; market risk (including interest rate risk and foreign exchange risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

a) Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the entity.

Credit risk is managed through the maintenance of procedures (such as the utilisation of systems for the approval, granting and renewal of credit limits, regular monitoring of exposures against such limits and monitoring of the financial stability of significant customers and counterparties), ensuring to the extent possible that customers and counterparties to transactions are of sound credit worthiness. Such monitoring is used in assessing receivables for impairment.

Risk is also minimised through investing surplus funds in financial institutions that maintain a high credit rating or in entities that the Board has otherwise assessed as being financially sound. Where the Group is unable to ascertain a satisfactory credit risk profile in relation to a customer or counterparty, the risk may be further managed through title retention clauses over goods or obtaining security by way of personal or commercial guarantees over assets of sufficient value which can be claimed against in the event of any default.

b) Liquidity risk

Liquidity risk arises from the possibility that the entity might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The entity manages this risk through the following mechanisms:

- Preparing forward-looking cash flow analyses in relation to its operating, investing and financing activities
- Obtaining funding from a variety of sources
- Maintaining a reputable credit profile
- Managing credit risk related to financial assets
- Only investing surplus cash with major financial institutions
- Comparing the maturity profile of financial liabilities with the realisation profile of financial assets

The table below reflect an undiscounted contractual maturity analysis for financial liabilities.

Cash flows realised from financial assets reflect management's expectation as to the timing of realisation. Actual timing may therefore defer from that disclosed. The timing of cash flows presented in the table to settle financial liabilities reflect the earliest contractual settlement dates.

2020	Within 1 year $	1-5 years $	Over 5 years $
Financial liabilities due for payment			
Trade and other payables	1,174,626	-	-
Amounts payable to related parties	721,202	-	-
Total contractual	1,895,828	-	-
Less: Bank overdrafts	-	-	-
Total expected outflows	1,895,828	-	-
Financial assets – cash flows realisable			
Cash and cash equivalents	267,809	-	-
Total anticipated inflows	267,809	-	-
Net outflow on financial statements	(1,628,019)	-	-

2019	Within 1 year $	1-5 years $	Over 5 years $
Financial liabilities due for payment			
Trade and other payables	639,675	-	-
Amounts payable to related parties	356,719	-	-
Total contractual	996,394	-	-
Less: Bank overdrafts	-	-	-
Total expected outflows	996,394	-	-
Financial assets – cash flows realisable			
Cash and cash equivalents	86,334	-	-
Total anticipated inflows	86,834	-	-
Net outflow on financial statements	(910,060)	-	-

c) Market risk

i) Interest rate risk

Exposure to interest rate risk arises on financial assets and financial liabilities recognised at reporting date whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments. The entity is also exposed to earnings volatility on floating rate instruments. The financial instruments which primarily expose the Group to interest rate risk are borrowings and cash and cash equivalents.

ii) Foreign exchange risk
Exposure to foreign exchange risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the entity holds financial instruments which are other than the AUD functional currency of the entity.

Due to instruments held by overseas operations, fluctuation in US Dollar may impact on the entity's financial results unless those exposures are appropriately hedged.

No foreign currency hedge is currently in place as at the date of this financial report. The Board is constantly reviewing the fluctuation in the relevant foreign currency rates and is prepared to put in place a foreign currency hedge should the need arise.

Note 14. Cash and cash equivalents

Cash and cash equivalents include cash on hand and deposits available on demand with banks.

	Consolidated	
	2020 $	2019 $
Cash at bank and on hand	267,809	86,334
Reconciliation of cash		
Cash at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:		
Cash and cash equivalents	267,809	86,334
	267,809	86,334

Note 15. Financial liabilities

		Consolidated	
	Note	2020 $	2019 $
Loans from directors	24	175,120	111,901
Loans from related entity	24	259,673	-
Loans from shareholders	24	286,409	244,818
Ordinary shares - fully paid		721,202	356,719

The group has received $721,202 of subordination agreements from existing loan holders to subordinate their debt for a period of 12 months from the date of signing of this financial report.

Note 16. Issued Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of shares or options are shown in equity as a deduction, net of tax, from the proceeds.

	Consolidated	
	2020	**2019**
	$	**$**
158,222,821 (2019:158,222,821) fully paid ordinary shares	6,787,741	6,787,741
Share Issue costs	(423,418)	(423,418)
	6,364,323	6,364,323

Movements in ordinary share capital

Movements in ordinary share capital	**2020**	
	No.	**$**
Balance at the beginning of the year	158,222,822	6,364,323
Issue of shares to the market	-	-
Share Issue costs	-	-
	158,222,822	6,364,323

Movements in ordinary share capital	**2019**	
	No.	**$**
Balance at the beginning of the year	158,222,822	6,364,323
Issue of shares to the market	-	-
Share Issue costs	-	-
	158,222,822	6,364,323

Capital Management
Management controls the capital of the Group in order to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group’s debt and capital includes ordinary share capital and financial liabilities, supported by financial assets.

The Group is not subject to any externally imposed capital requirements.

Management effectively manages the Group’s capital by assessing the Group’s financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

Note 17. Reserves

Foreign Currency Translation Reserve
The foreign currency translation reserve records exchange differences arising on translation of a foreign controlled subsidiary.

	Consolidated	
	2020	**2019**
	$	**$**
Foreign currency translation reserve		
Balance at the beginning of the year	42,207	31,192
Exchange differences on translation of foreign operations	(104,193)	11,015
Closing balance at the end of the year	(61,986)	42,207

Note 18. Parent Entity Disclosures

As at, and throughout the financial year ended 31 December 2020, the parent entity of the Group was Soon Mining Limited.

	2020	**2019**
	$	**$**
Result of parent entity		
Profit/(loss) for the year after tax	(615,514)	(759,610)
Total comprehensive profit/(loss) for the year	**(615,514)**	**(759,610)**

Financial position of parent entity at year end

	2020	**2019**
Current assets	3,062,344	3,085,489
Total non-current assets	25,000,000	25,000,000
Total assets	28,062,344	28,085,489
Current liabilities	1,530,160	937,791
Total liabilities	1,530,160	937,791
Net Assets	**26,532,184**	**27,147,698**
Total Equity of parent entity comprising of:		
Issued capital	31,298,799	31,298,799)
Accumulated losses	(4,766,615)	(4,151,101)
Total Equity	**26,532,184**	**27,147,698**

Contingent liabilities

The parent entity has no contingent liabilities as at 31 December 2020.

Note 19. Interest in Subsidiaries

Name of entity	County of incorporation	Class of shares	2020	2019
Ocean Blue International Limited	British Virgin Islands	Ordinary	100%	100%
Soon Mining Co Ltd	Republic of Ghana	Ordinary	100%	100%

Note 20. Events after the Reporting Period

In January 2021, the EIS report was revised and re-submitted to the EPA, according to the results of the technical review. In addition, SMG paid the fees required by the EPA.

On 17 February 2021, SMG was awarded its EPA permit for its wholly-owned Kwahu Praso Project. This permit allows SMG to commence with the construction and operation of the proposed mining area.

On 24 February 2021, SMG obtained the Mining Operating Permit from the Minerals Commission. Together with the Operating Permit of Kwahu South District Assembly and Ashanti Akim South Municipal Assembly, SMG has so far obtained all necessary permits for mining activities.

At this stage, SMG has started its necessary construction for the preparation of its mining activities.

No other matter or circumstance has arisen since 31 December 2020 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Other matter – Impact of Covid-19
The Group is aware of the impact that COVID-19 (Coronavirus) is having on the Australian and World economy.

The Directors have considered the impact of the Coronavirus on the Group's recorded asset values and the Directors are of the view that there has been no material impact on the Group's recorded asset values as at or subsequent to the reporting date.

As at the date of these financial statements, the Group is not aware of any impact that has occurred in relation to any of its staff, contractors or key suppliers.

Given the negative impact that has occurred and is continuing to occur on world financial markets as a result of the Coronavirus, the Directors are of the view that there is the potential that the Coronavirus will have a significant negative impact on the Group's ability to secure the required debt and equity financing for its proposed current and future projects, including but not limited to, the Group's proposed Kwahu Praso Gold Project. At the date of Annual Report, this impact is not able to be fully assessed or measured.

Note 21. Contingencies and Commitments

There are no material contingent liabilities as of the end of the reporting period (2019: Nil).

Note 22. Key Management Personnel

Refer to Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 31 December 2020.

The totals of remuneration paid to KMP of the Group during the year are as follows:

	Consolidated 2020 $	Consolidated 2019 $
Short-term employee benefits	309,700	351,915
Post-employment benefits	-	-
Total KMP compensation	309,700	315,915

Short-term employee benefits
These amounts include fees and benefits paid to non-executive Directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to executive Directors and other KMP.

Further information in relation to KMP remuneration can be found in the Remuneration Report.

Note 23. Auditor's Remuneration

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners, the auditor of the company, its network firms and unrelated firms:

	Consolidated 2020 $	Consolidated 2019 $
Audit services – RSM Australia Partners		
Audit or review of the financial statements	29,500	35,300
Fees for Audit or review of the financial statements	29,500	35,300
Other services – RSM Australia Partners		
Fees for investigating Accountant's Report	-	-
Fees for investigating Accountant's Report	-	-
Total fees	29,500	35,300

Note 24. Related party transactions

a) The Group's related parties are as follows:

(i) Parent entity
The parent entity of the Group is Soon Mining Limited which is incorporated in Australia.

(ii) Subsidiaries
Interests in subsidiaries are set out in note 19.

(iii) Key management personnel

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director (whether executive or otherwise) of that entity is considered key management personnel.

For details of disclosures relating to key management personnel, refer to Remuneration Report.

(iv) Other Related Parties

Other related parties include entities controlled by the ultimate parent entity and entities over which key management personnel have joint control.

b)Transactions with related parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

The following transactions occurred with related parties, other than those transactions disclosed in Note 22:

The following transactions occurred with related parties:

	Consolidated	
	2020	**2019**
	$	**$**
Payment for consulting fees to Brainpower Investment Management Limited:		
Company owned by Ching-Chen Chi	30,000	30,000
Payment for consulting fees to Kirin International Limited:		
Company owned by Ching-Ling Chi	91,000	109,200
Payment for consulting fees to Titanoboa Group Limited:		
Company owned by Ching-Tiem Huang	156,000	156,000
Payment for consulting fees to Sunlake International Management Consulting Co. Ltd:		
Company owned by Huang Ching Yang	141,600	164,000
	418,600	459,200

	Consolidated	
	2020	**2019**
	$	**$**
Payment for director fees to Fergus Trust:		
Trust owned by Frederic Ferges	29,700	7,300
Payment for director fees to Kirin International Limited:		
Company owned by Ching-Ling Chi	33,000	40,000
Payment for director fees to Independent Audit Services Pty Ltd:		
Company owned by Jeremiah Thum	-	29,700
	62,700	77,000

c) Amounts payable to related parties

Trade and other payables

The loans to related parties are subordinated and will not be due and payable until Soon Mining Ltd can afford to do so from its operating cash flows.

The following balances are outstanding at the reporting date:

i) Trade payables with related parties:

	Consolidated	
	2020	**2019**
	$	**$**
Trade payables to Kirin International Limited (Company owned by Ching-Ling Chi)	310,338	181,954
Trade payables to Titanoboa Group Limited (Company owned by Ching-Tiem Huang)	329,035	168,906
Trade payables to Brainpower Investment Management Limited (Company Owned by Ching-Chen Chi)	60,000	30,000
Trade payables to the Ferges Trust (Frederic Ferges)	37,000	7,300
Trade payables to Sunlake International Management Consulting Co. Ltd (Huang Ching Yang)	363,019	197,419
Trade payables to Independent Audit Services Pty Ltd (Company owned by Jeremiah Thum)	32,738	30,758
	1,132,130	616,337

ii) Loans from Key Management Personnel

	Consolidated	
	2020	**2019**
	$	**$**
Balance at the beginning of the year	111,901	135,246
Loans advanced	68,097	87,282
Loan repayment received	(711)	(110,665)
Unrealised exchange (loss)/gain	(4167)	38
Balance at the end of the year	175,120	111,901

iii) Loans from Shareholders

	Consolidated	
	2020	**2019**
	$	**$**
Balance at the beginning of the year	244,818	-
Loans advance	41,591	244,818
Loan repayment received	-	-
Balance at the end of the year	286,409	244,818

iv) Loans from Related Entity

	Consolidated 2020 $	Consolidated 2019 $
Balance at the beginning of the year	-	-
Loans advanced	289,603	-
Loan repayment received	-	-
Unrealised exchange (loss)	(29,930)	-
Balance at the end of the year	259,673	-

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 25. Critical Accounting Estimates and Judgements

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

The preparation of the financial report requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial report. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Note 26. New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 31 December 2020. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 27. Company Details

The registered office of the Company is:
Level 1 Suite 1a, 33 Queen Street, Brisbane Qld 4000

The principal place of business is:
Level 1 Suite 1a, 33 Queen Street, Brisbane Qld 4000

Soon Mining Limited
Directors' declaration
31 December 2020

In the directors' opinion:

- the attached financial report and notes comply with the *Corporations Act 2001*, the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;

- the attached financial report and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial report;

- the attached financial report and notes give a true and fair view of the Group's financial position as at 31 December 2020 and of its performance for the financial year ended on that date; and

- there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

Ching-Tiem Huang
Director
Date: 30 April 2021

RSM Australia Partners

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
SOON MINING LIMITED

Opinion

We have audited the financial report of Soon Mining Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the Group's financial position as at 31 December 2020 and of its financial performance for the year then ended; and
(ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. 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 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* (the Code) that are relevant to our audit of the 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 report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that the Group incurred a loss after providing for income tax of $782,350 and had cash outflows for operating and investing activities of $148,226 and $38,509 respectively for the year ended 31 December 2020. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed this matter
Carrying Value of Capitalised Exploration Expenditure **Refer to Note 10 in the financial statements**	
The Group has capitalised exploration expenditure with a carrying value of $899,198 as at the reporting date. We determined this to be a key audit matter due to the significant management judgement involved in assessing the carrying value in accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources,* including: • Determination of whether expenditure can be associated with finding specific mineral resources, and the basis on which that expenditure is allocated to an area of interest; • Assessing whether any indicators of impairment are present; and • Determination of whether exploration activities have progressed to the stage at which the existence of an economically recoverable mineral reserve may be determined.	Our audit procedures in relation to the carrying value of capitalised exploration costs included: • Ensuring that the right to tenure of the areas of interest was current through confirmation with the relevant government departments; • Critically assessing and evaluating management's assessment that no indicators of impairment existed; • Agreeing a sample of the additions to capitalised exploration expenditure during the year to supporting documentation, and ensuring that the amounts were capitalised correctly; and • Through discussions with the Directors, and review of the Company's ASX announcements and other relevant documentation, assessing management's determination that exploration activities have not yet progressed to the stage where the existence or otherwise of an economically recoverable mineral resource may be determined.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 2020, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

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

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and 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 this 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/ar2_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 8 to 11 of the directors' report for the year ended 31 December 2020.

In our opinion, the Remuneration Report of Soon Mining Limited, for the year ended 31 December 2020, complies with section 300A of the *Corporations Act 2001*.

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

RSM

RSM AUSTRALIA PARTNERS

Brisbane, QLD
Dated: 30 April 2021

Albert Loots
Partner – Assurance & Advisory

Soon Mining Limited
Additional Information for Listed Public Companies
31 December 2020

The following information is current as at 31 December 2020.

1. Shareholding

Category (size of holding)	Holders	Number of shares	% of Issued Capital
1 – 1,000	2	201	0.00%
1,001 – 5,000	9	23,167	0.02%
5,001 – 10,000	238	2,348,195	1.48%
10,001 – 100,000	36	1,387,359	0.88%
100,001 – and over	45	154,463,899	97.62%
	330	158,222,821	100.00%

b. There are 31 unmarketable shareholders with a total shareholding of 103,513.

c. The names of the substantial shareholders listed in the holding Company's register are:

Shareholder	Ordinary	%
Titanoboa Group Limited	62,676,865	39.61
Brainpower Investment Management Limited	11,250,000	7.11

d. Voting Rights

The voting rights attached to each class of equity are as follows:

Ordinary shares
Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

Soon Mining Limited
Additional Information for Listed Public Companies
31 December 2020

e. 20 Largest Shareholders – Ordinary Shares

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

		Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1.	Titanoboa Group Limited	62,676,865	39.61%
2.	Brainpower Investment Management Limited	11,250,000	7.11%
3.	Citicorp Nominees Pty Limited	9,413,941	5.95%
4.	Tsai Yan Huang	5,404,341	3.42%
5.	Kirin International Limited	5,000,000	3.16%
6.	Ching Yang Huang	4,754,875	3.01%
7.	Kuei Tsung Huang	4,375,000	2.77%
8.	Tsao Chi Chen	3,750,000	2.37%
9.	Chang Ti Huang	3,750,000	2.37%
10.	Chien Huang	3,750,000	2.37%
11.	Pi Sui Huang Lai	3,750,000	2.37%
12.	Hui Chin Lee	3,499,875	2.21%
13.	Pen Li Lin	3,465,125	2.19%
14.	Ms Ching-Lu Chi	3,100,000	1.96%
15.	Mr Chiang-Chih Kuo	2,699,300	1.71%
16.	Chien Ying Chi	2,107,750	1.33%
17.	Chien Lin Huang	2,000,375	1.26%
18.	Pantastico Gladwin	2,000,000	1.26%
19.	Ms Hui-Chin Lee	1,916,490	1.21%
20.	Ching Lu Chi	1,666,250	1.05%
		140,330,187	88.69%

f. Tenements

The project is located near Praso South District in Eastern Region of Ghana, It is about 130 km northwest of Accra, the capital of Ghana.

2. The name of the Company Secretary is Kay Ban, Gan.

3. The address of the principal registered office in Australia is Level 1 Suite 1, 33 Queen Street, Brisbane Qld 4000. Telephone: (07) 3905 9430.

4. Registers of securities are held at the following addresses
Level 12, 225 George Street, Sydney NSW 2000

5. Stock Exchange Listing
Quotation has been granted for all the ordinary shares of the Company on all Member Exchanges of the Australian Securities Exchange Limited.

6. On-Market Buy-Back
There is no current on-market buy-back.

7. Other information
In accordance with ASX listing rule 4.10.19; the Company advises that it has used the cash, and assets in a form readily converted into cash, that it had at the time of admission, in a way consistent with its business objectives.