



Twenty Seven Co. Limited

ABN 48 119 978 013

Annual Report

30 June 2021

Contents

2	Corporate Directory
3	Operating and Financial Review
6	Exploration Projects
16	Directors' Report
31	Auditor's Independence Declaration
32	Financial Information
60	Directors' Declaration
61	Independent Auditor's Report
65	Additional Information

Corporate Directory

Directors

Rohan Dalziell
Non-Executive Chairman

Mark Burchnell
Non-Executive Director

Timothy Armstrong
Non-Executive Director

Chief Executive Officer

Simon Phillips

Company Secretary

Dale Hanna

Chief Financial Officer

Amy Fink

Registered Office & Administrative Office

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Nedlands, Perth
Western Australia 6009
Telephone +61 (08) 9385 6911
enquiries@twentysevenco.com.au

Share Registry

Computershare Investor Services Pty Ltd
Level 5, 115 Grenfell Street
Adelaide SA 5000
GPO Box 1903
Adelaide SA 5001
Investor Enquiries (within Australia): 1300 556 161
Facsimile +61 8 8236 2305

Auditor

Grant Thornton Audit Pty Ltd
Level 43, 152 – 158 St Georges Terrace
Perth WA 6000

Banker

National Australia Bank
Level 14, 100 St Georges Terrace
Perth WA 6000

Australian Securities Exchange

The Company is listed on the Australian Securities Exchange.
ASX code: TSC

Website

www.twentysevenco.com.au

Operating and Financial Review

Strategy

Twenty Seven Co. Limited (ASX: TSC) is an ASX-listed explorer. TSC's Australian assets comprise two tenure groupings detailed briefly as follows:

WA Archaean Gold assets:

- **Mt Dimer Gold and Silver Project:** is made up of mining lease M77/515 and exploration license E77/2383. The project is highly prospective for Archaean gold. The recent soil geochemical sampling undertaken over the exploration license to the west of the MDML shows the potential for further mineralisation to be defined within the greater project area.
- **Yarbu Gold Project:** This project is located on the Marda Greenstone belt ~ 80km to the northwest of the Mt Dimer Project. Yarbu consists of three exploration licenses (E77/2442, E77/2540 and E77/2539) which cover approximately 223sq km and are highly prospective for Archaean gold deposits.
- **Rover Gold Project:** TSC's 100% owned Rover project is located near Sandstone in a base metals and gold mineral rich area associated with Archaean greenstone belts. Rover Project is a large 460sqkm tenure package covering two linear Archaean greenstones, with a combined length of around 160km. Historically the area is underexplored and is currently undergoing a resurgence in exploration.

NSW Iron Oxide-Copper-Gold and Lithium assets:

- **Midas Project:** is prospective for iron oxide copper gold (IOCG) and is located 40km NE of Broken Hill.
- **Perseus Project:** is prospective for iron oxide copper gold (IOCG) and historically has been underexplored and is located ~50km west of Broken Hill.
- **Trident Project:** is prospective for iron oxide copper gold (IOCG) and tin and lithium pegmatites and is located ~35km north-east of Broken Hill.

The COVID-19 pandemic continues to provide operating challenges for businesses globally, as companies and employees adapt to new working environments and regulatory conditions. This was no different for TSC during FY2021, however, the Company has been able to successfully navigate these challenges and continue operating with the health and safety of its people remaining the main priority.

During and subsequent to the reporting period, there has been no significant impact on the financial statements attributable to events or conditions associated with COVID-19, however this will continue to be monitored and mitigation measures put in place as required and as appropriate.

Summary of financial performance

The net loss of the Group for the year was \$3,387,463 (2020: \$1,055,176) and includes mineral exploration impaired and written off \$2,395,984 (2021: \$311,452).

During the year ended 30 June 2021 the Group's net cash position increased by \$2,012,516 from \$1,078,630 (1 July 2020) to \$3,091,146 (30 June 2021) and no debt. During the year, the Group received inflows of \$5,313,352 (net of costs) associated with share placements during the year which were largely offset by outflows associated with exploration expenditure (\$1,702,050) and wages, corporate & administration expenditure (\$938,811).

Changes in share capital

Shares

The number of shares on issue increased from 1,486,320,878 (1 July 2020) to 2,660,689,561 (30 June 2021) during the year as a result of the following events:

- 100,000,000 shares were issued in respect of a share placement to professional sophisticated investors, raising \$300,000 (before costs).
- 433,333,335 shares were issued as part of a two-tranche share placement to professional sophisticated investors, raising \$2,600,000 (before costs).
- 100,000,000 shares were issued as consideration for the Company's acquisition of Oz Gold.

Operating and Financial Review

- 6,666,667 shares were issued as consideration for tenements E77/2540 and E77/2539.
- 532,137,912 shares were issued in respect of a rights issue, raising \$2,660,689 before costs.
- 2,230,769 shares were issued to a third-party as consideration for providing investor relations services to the Company.

Unlisted Options (Options)

The number of unlisted share options on issue increased from 151,000,000 (1 July 2020) to 323,500,000 (30 June 2021) during the year as a result of the following events:

- 50,000,000 unlisted options were granted as part of a share placement to professional sophisticated investors. Placement subscribers were granted one (1) free attaching option for every two (2) shares subscribed for under the placement. The options are exercisable at \$0.015 (1.5 cents) each on or before 31 December 2022.
- 7,500,000 unlisted options (in aggregate) were granted to the Company's CEO, Ian Warland under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.01 (1.0 cent) each on or before 30 June 2022. 2,500,000 options vest immediately and 5,000,000 vest subject to satisfaction of vesting conditions relating to an announcement by the Company of various JORC resource targets related to gold discovery. The 5,000,000 Options subject to vesting conditions were forfeited following the resignation of Ian Warland as the Company's CEO, effective 31 January 2021.
- 40,000,000 unlisted options were issued to Company's CEO, Simon Phillips under the Company's Performance Rights and Share Option Plan. 13,300,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 13,300,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 13,400,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.
- 20,000,000 unlisted options each were granted to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue. The Options were issued on 17 July 2021.

Listed Options (Options)

The number of listed share options on issue increased from nil (1 July 2020) to 292,675,856 (30 June 2021) during the year as a result of the following events:

- During the reporting period 266,068,956 listed options (in aggregate) were granted to participants in the Company's rights issue. Participants were granted one (1) free attaching option for every 2 shares taken up or placed under the rights issued. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.
- A further 26,606,900 listed options (in aggregate) were granted to the Company's broker in relation to the rights issue. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.

Operating and Financial Review

Overview

The principal activity of the Group during the year was minerals exploration across licenses in Western Australia and New South Wales.

In November 2020, TSC elected to exercise an option to acquire Oz Gold Pty Ltd which added further exploration depth to TSC's project portfolio. Projects acquired as part of the transaction included the advanced Mt Dimer Gold and Silver Project, comprising a mining lease (M 77/515) and adjacent exploration license E 77/2383, and the Yarbu Gold Project (E 77/2442) and the Trident Project (EL8736) respectively.

On-ground exploration activities focussed on advancing the Company's suite of exploration projects in Western Australia with key work programs completed across the Mt Dimer Gold and Silver Project, Yarbu Gold Project and Rover Gold Project respectively.

A key outcome for the reporting period was the delivery of the Maiden JORC 2012 Compliant Inferred Mineral Resource Estimate at the Mt Dimer Gold and Silver Project. This Maiden Resource solidifies TSC's position in the highly prospective Southern Cross Goldfields District in WA and provides strong base for future growth.

Important exploration progress was also achieved at the Yarbu and Rover Gold Projects, with follow-up work programs planned to follow-up several encouraging targets.

TSC's IOCG and Base Metals Portfolio in NSW will become a core focus for the Company over the next 12 months. Plans to recommence across priority, drill-ready targets have been temporarily postponed due to access issues stemming from the COVID-19 situation in NSW, however TSC expects to be in a position to recommence exploration over the coming months.

Likely developments and expected results of operations

During the next financial year, the Company will pursue its strategy set out in the Review of Operations detailed earlier.

Exploration Projects

Mt Dimer Gold and Silver Project – Western Australia

The Mt Dimer Gold and Silver Project (“Mt Dimer”) is located 120km NE from Southern Cross and comprises a mining lease (M77/515) and exploration license (E77/2383). Within the mining lease, historical open-cut mining to a depth of ~50m in the 1990s produced circa 8,500 Oz Au (see ASX release ‘Strong gold potential at Mt Dimer’ dated 30 September 2020).

Previous exploration work at Mt Dimer was extremely limited, with only four drill-holes completed in the last 25 years, however historical records indicate mineralisation is open at depth and along strike from the current open pit.

Initial Exploration Following Acquisition

Following the acquisition of Mt Dimer in November 2020, TSC completed a site visit to the mining lease and sampled the historical tailings storage facility (TSF) and heap leach pads (HLP) – to investigate both as potential sources of gold and possibly early cash flow.

A detailed aerial drone survey was completed over the mining lease by Aravista Pty Ltd. This data was incorporated into TSC’s 3D model of the open cut, along with drill-hole data and geology. During the period, regulatory approval was received for initial RC drill testing at Mt Dimer, with a focus on confirming and extending mineralisation at depth.

Maiden Drilling Campaign Returns Encouraging High-Grade Results

In February, TSC commenced a strategic RC drilling program at the Mt Dimer Mining Lease (“MDML”) comprising 26 drill holes for approximately 3,367m to test below and along strike of the existing open pit.

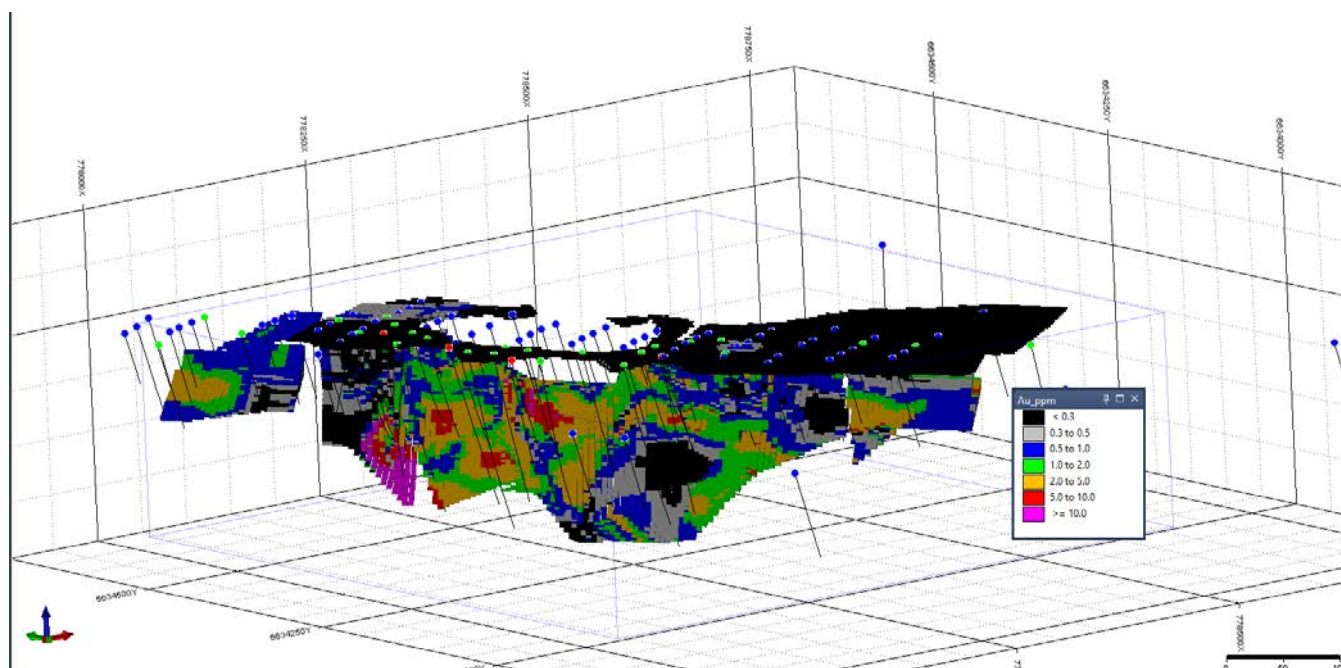
A key focus for the program was to confirm high-grade historical drill intercepts and to extend the mineralisation at depth. Data generated from this program was also combined with historical data, to assist with modelling of the maiden JORC 2012 compliant Mineral Resource Estimate.

The Mt Dimer drilling campaign was completed in February four days early and within budget.

In late March and early April (see ASX releases dated 31 March and 8 April), TSC reported several encouraging assay results from the Mt Dimer drilling campaign, which largely achieved the Company’s main aim of extending gold-silver mineralisation along strike and down dip within the MDML.

Key high-level takeaways from the campaign summarised below:

- Gold-silver mineralisation was extended along strike and down dip
- The geology team now have a comprehensive understanding of the deposit’s geochemical signature, while the underlying structural setting is starting to become more apparent;



Exploration Projects

Maiden JORC 2012 Compliant Resource Delivered at Mt Dimer

A key milestone was achieved in May 2021 with the reporting of the Maiden JORC 2012 Compliant Inferred Mineral Resource Estimate.

The Total Maiden JORC 2012 Compliant Inferred Mineral Resource Estimate for Mt Dimer includes 722kt @ 2.10 g/t Au for 48,545 Ounces of Gold and 3.84 g/t Ag for 89,011 Ounces of Silver.

This maiden classification highlights the potential for further gold and silver resources to be identified along the mineralised corridor within Mt Dimer and the surrounding tenement.

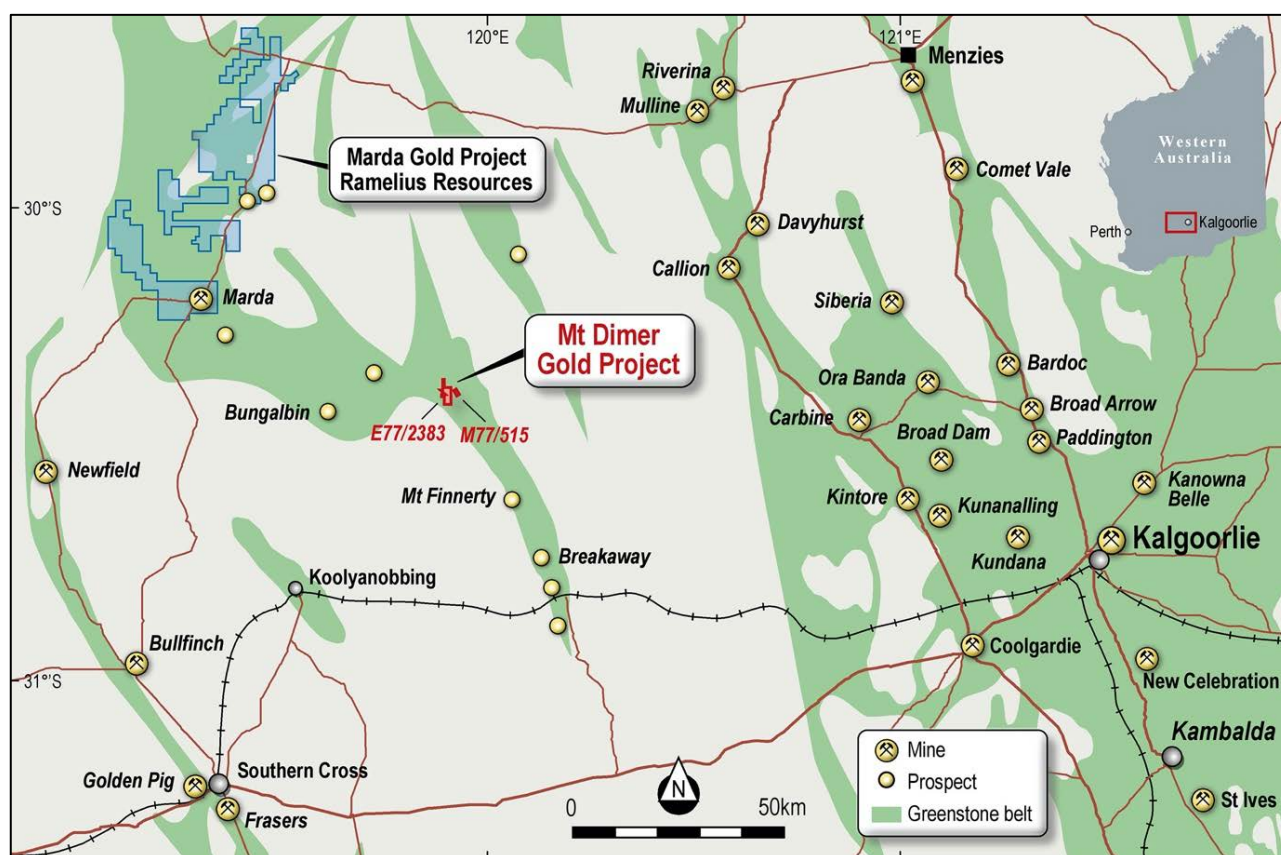
Deposit	Cut-off (g/t) Au	Tonnes t	Grade (g/t) Au	Au Oz	Grade (g/t) Ag	Ag Oz
Laterite	0.5g/t Au	7,700	0.59	145	0.04	11
Vein system above 380mRL	0.5g/t Au	665,000	2.00	42,700	3.64	77,800
Vein system below 380mRL	1.0g/t Au	50,000	3.59	5,700	6.98	11,200
Total Vein Resource		715,000	2.11	48,400	3.87	89,000
Total Resource		722,000	2.10	48,545	3.84	89,011

Inferred Resource Classification using a 0.5g/t and 1g/t Au cut-off grades

As displayed in the above table, most of the Mineral Resource is contained within the vein system and not the laterite portion. A cut off 1.0g/t Au was applied to the Resource below the 380mRL. In doing this, the CP recognised that mining costs increase with depth and as such the cut-off grade has been increased, which takes in to account the Reasonable Prospects of Eventual Economic Evaluation ("RPEEE") criteria under the JORC code.

Soil geochemical sampling was also undertaken over the exploration licenses to the west of the MDML. This work demonstrated the potential for further mineralisation to be defined within the greater project area. At the time of writing, an assessment of potential follow-up work programs was being completed.

A full summary and technical breakdown of the Mt Dimer JORC Resource can be reviewed in ASX release dated 31 May 2021.



Mt Dimer Location Map

Exploration Projects

Yarbu Gold Project – Western Australia

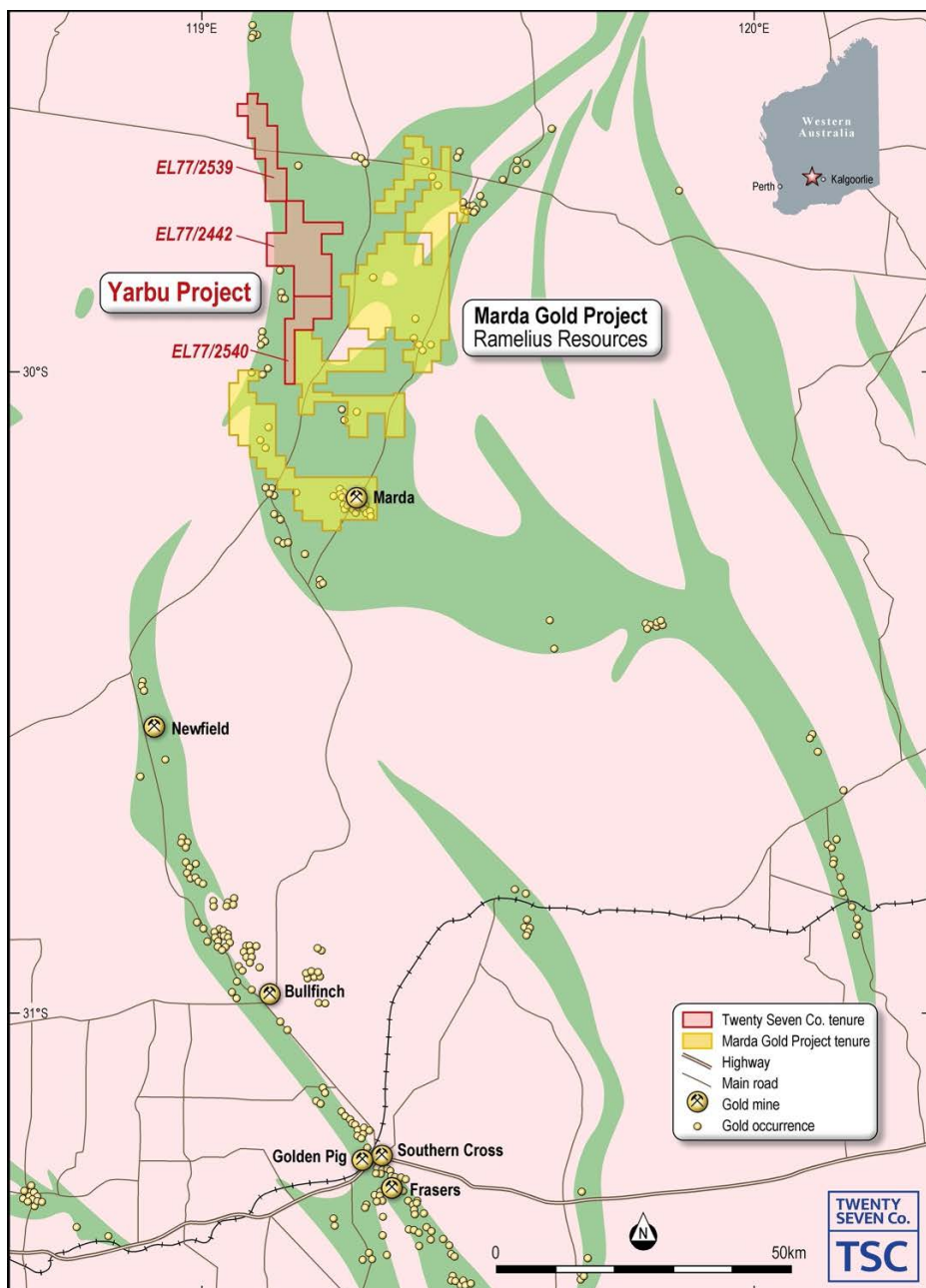
The Yarbu Gold Project (“Yarbu”) is circa 80km north-west of TSC’s Mt Dimer Mining Lease and proximal to Ramelius Resources’ (ASX: RMS) Marda Gold Project which contains a JORC 2012 compliant resource of 280,000oz Au in nine separate deposits (ASX:RMS: 28 September 2020 Resources and Reserve Statement 2020).

Yarbu Project Area Expanded

The Yarbu Gold Project acquisition, including exploration license E77/2442, was finalised in November 2020.

In December 2020, TSC reported that it had expanded the Yarbu Gold Project footprint with the acquisition of two additional tenements E77/2540 and E77/2539 from Revolution Mining Pty Ltd.

The acquisition of E77/2539 and E77/2540 almost doubles the size of the Yarbu Gold Project to ~223km². Significantly, the new tenements extend the strike length coverage of the prospective Clampton Fault from circa 5km to 22km. Notably, the Clampton Fault is prospective for Archean shear-hosted gold and several prospects associated with the structure have been delineated in the broader area.



Yarbu Location Map

Exploration Projects

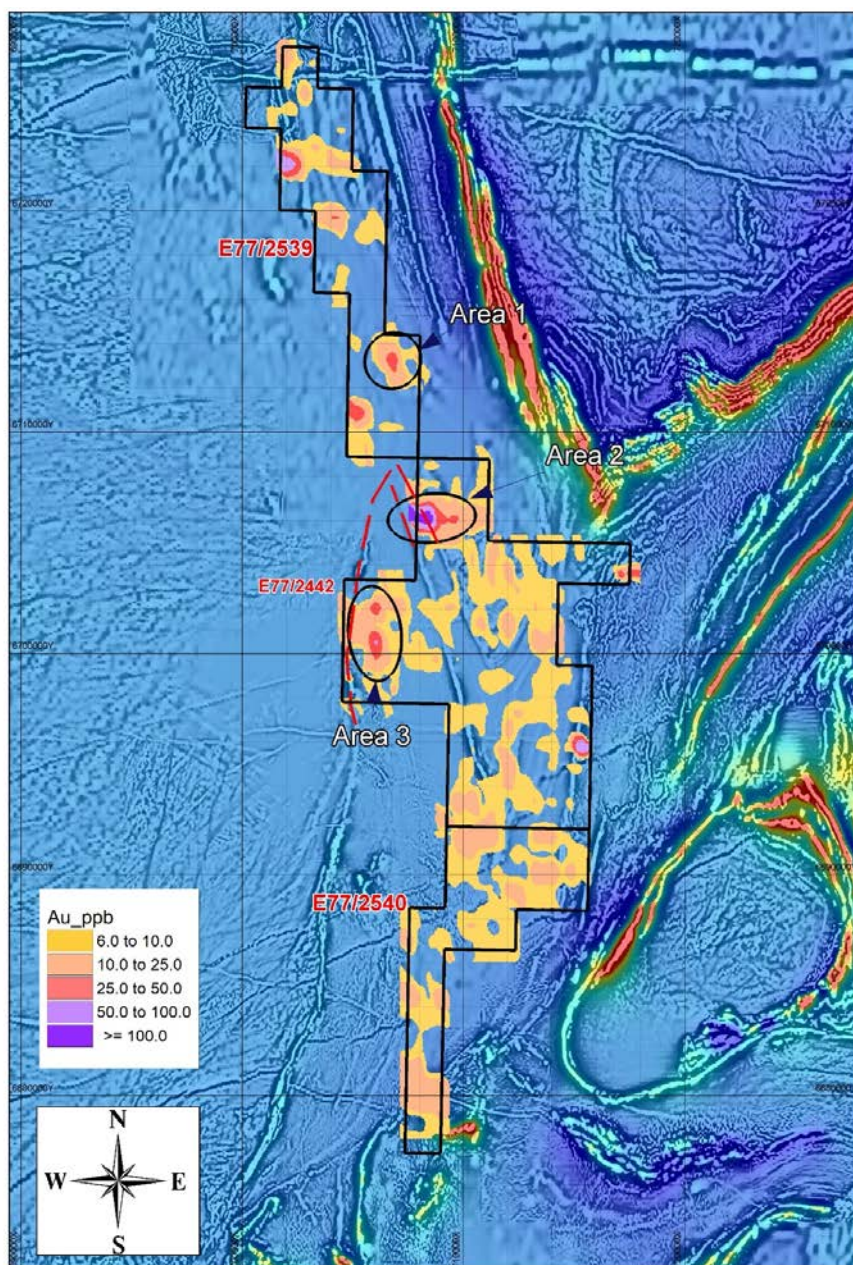
Review of Historical Soil Data Identifies Gold in Soil Anomalies

In April 2021, TSC confirmed the presence of favourable structural settings at Yarbu, with strong gold identified through soil geochemical anomalies. These anomalies overlie known mineralised structures and favourable host lithologies.

This led to TSC's geological team spending several weeks digitising historical geochemical sampling and drilling results completed by previous exploration companies across the Yarbu tenement package and surrounding areas. Historical data was obtained in this regard through the Western Australian Department of Mines, Industry Regulation and Safety (DMIRS) WAMEX Mineral Exploration Reporting website.

Importantly, compiling all of the historical soil data into a single database provided TSC's geological team with an unparalleled insight into the geochemical signature of known mineralisation around the Company's Yarbu tenements. Significant regional historical gold in soil geochemistry as well as associated Arsenic, and Lead corresponds to gold mineralisation identified in historical drilling, suggesting Yarbu may contain multiple structural gold targets that have never been tested by modern geochemical techniques.

A large majority of the tenure surrounding Yarbu has undergone surface geochemical sampling; in particular by Beacon Minerals, Polaris Metals and Savage Australian Exploration who completed several large-scale regional soil grids over much of the Western Marda-Diemals Greenstone Belt. The geochemical sampling has been completed at various grid spacings and is dominated by auger sampling, with selected areas using sieved soils.



*Geochem Image from
June 2021 Quarterly*

Exploration Projects

Successful Auger Drilling Campaign Completed

During the June quarter, TSC completed an Auger drilling campaign at Yarbu comprising **662 drill holes for a total of 987m drilled**. All samples were assayed for gold plus 48 other elements, making this first pass program the most comprehensive geochemical sampling undertaken to date within the Yarbu Project area.

Results of up to 164 ppb gold were received from the program amongst a background level of 10-15 ppb gold. Results from sampling have confirmed several anomalous zones >20 ppb gold with up to 60 ppb gold in addition to the 164 ppb gold anomaly.

All samples were assayed at Lab West in Perth using their low-level UltraFine fraction technique which delivers highly sensitive analysis of gold and multi-elements in the ultrafine (<2µm) fraction of soil samples.

The Auger campaign successfully generated several wide spaced anomalies across the Yarbu Project area, which can be subdivided into three broad areas:

- **Area 1** appears to show a gold in soil response that is ~2,000 x 1,000m in dimension and appears to have associated zinc and molybdenum;
- **Areas 2 and 3** are adjacent to the Clampton North Prospect which was identified by Polaris Metals ("Polaris") in the early 2000's. Polaris identified Clampton North by defining a ~1,000 x 200m Auger anomaly containing a >100ppb gold core over an area of ~200m x 100m in size, to the west of E77/2442. The central portion of this anomaly appears to be associated with both limbs (east and west limbs) and a hinge zone of at least two major folds. The limbs of this fold can be clearly seen in the recently reprocessed magnetics as well as historical geochemical sampling undertaken by Polaris.

Importantly, this round of Auger drilling confirmed that the eastern limb extends into TSC's 100% owned tenement E77/2442. This gold in soil anomalism (with associated elements) now extends for a strike of ~1,900m by 1,400m.

Within Area 2, two geochemical samples returned 121ppb and 164ppb gold. These two results are on the same sample line and are proximal to each other and are several times above the typical average crustal abundance for gold and demonstrates that the area has undergone many rounds of enrichment (with respect to average crustal abundance).

Exploration Projects

Rover Gold Project – Western Australia

TSC's 100% owned Rover Project is a large strategic tenement holding in the Central Yilgarn, prospective for Archean gold and volcanic hosted massive sulphide deposits.

The Rover Project is the third of the 100% TSC owned, WA projects. It is located near Sandstone in a base metals and gold mineral rich area associated with Archean greenstone belts. This project is a large 460km² tenure package covering two linear Archean greenstones, with a combined length of around 160km. Historically the area is underexplored and is currently undergoing a resurgence in exploration.

Given the current COVID restrictions in place in NSW, TSC has made the decision to refocus efforts back to Western Australia for the early stages of FY 2022.

This has expedited the next round of drilling planned at the Rover Gold Project which is now scheduled to commence in Q3 2021.

TSC is excited to be targeting gold mineralisation at Rover over numerous prospects including Harmonic, Creasy, and Blue Hills. Each of these prospects appear to be geologically similar, however each area appears to have its own unique geochemical fingerprint that has been identified from first pass geochemical analysis.



Rover Project Location Map

RC Drilling Program Summary

In October 2020, TSC reported that it had completed an RC drilling program comprising 33 drill holes for a total of 2,043m. The RC drilling campaign was designed to follow up on previous significant results. Notably, the focus is to test new anomalous gold results at the Rover Project, following on from TSC's previous auger drilling and soil geochemical programs.

The four areas tested in this program included:

- **Harmonic** – where the prospective target area has been tripled to ~650m by the discovery of a 1.77g/t Au rock chip (RVR123) that is ~400m to the north-west of the nearest RC drill-holes;
- **Creasy 1** – where previous drilling intersected 15m @ 3.8g/t Au from 49m including 1m @ 54g/t Au;

- **Red Bush** – a very strong 600m long gold in soil anomaly, supported by rock chips up to 0.6g/t Au, and just north of drill-hole 20RVRC045 which intersected 1m @ 0.97g/t Au, 13.4g/t Ag and anomalous Pb 0.1%, Zn 0.27% and As 0.12 % from 126m; and
- **Maynard Intrusion** – a gold in soil anomaly coincident with a favourable trap site, interpreted as a zone of potential high fluid flow at the southern end of the intrusion.

Notably, the drilling program intersected broad zones of gold mineralisation from surface at Harmonic Prospect. A summary of the key assay results from the program is outlined below:

Harmonic Gold Prospect

At Harmonic, 13 RC holes for 1,139m of drilling were completed. Broad intercepts of gold mineralisation commencing from surface or at very shallow depths were achieved in three drill-holes, including:

- **15m @ 1.0g/t Au from 6m (20RVRC057) including 3m @ 4.4g/t Au**
- **17m @ 1.0g/t Au from surface (20RVRC054) including 1m @ 3.7g/t Au**
- **4m @ 1.1g/t Au from surface (20RVRC062) including 1m @ 3.1g/t Au**

Previous drilling completed by TSC at Harmonic also delivered broad gold intercepts continuing at depth, including:

- **10m @ 1.8g/t Au from 44m (20RVRC020) including 1m @ 9.2g/t Au from 46m;**
- **13m @ 1.2g/t Au from 58m (20RVRC020) including 1m @ 11.8g/t Au from 59m;**
- **8m @ 1.0g/t Au from 0m (20RVRC018) including 1m @ 3.5g/t Au from 2m;**
- **10m @ 1.0g/t Au from 71m (20RVRC023) including 4m @ 1.5 g/t Au from 75m;**
- **10m @ 0.5g/t Au from 27m (20RVRC022) including 2m @ 1.2g/t Au from 27m;**
- **9m @ 1.4g/t Au from 58m (19RVRC007) including 1m @ 7.25g/t; and**
- **14m @ 1.0g/t Au from 19m (19RVRC008) including 2m @ 3.3g/t Au & 21.2g/t Ag from 26m.**

An updated long section of the Harmonic mineralisation indicates gold commencing from surface in the north-west and plunging shallowly to the south-east. Wide spaced drill holes completed as part of this program to the south failed to effectively test the target. The best intercept recorded on the southern section is **3m @ 0.27g/t Au in hole 20RVRC064**, with mineralisation remaining open closer to surface requiring further drill testing to define the extent of gold mineralisation. Mineralisation remains open to the north where drill hole 20RVRC061 intercepted 3m @ 0.36g/t Au from 32m, around 180m to the north of 20RVRC057 which intersected **18m @ 1g/t Au from 5m**.

Creasy 1 Gold Prospect

A small program of four RC drill holes for 404m was completed at Creasy 1, primarily to test along strike

of 19RVRC001, which intersected **15m @ 3.8g/t Au from 49m including 1m @ 54g/t Au**. Drilling confirmed the continuation of gold mineralisation along strike from 19RVRC001, including:

- **12m @ 0.44g/t Au from 14m in hole 20RVRC065**
- **3m @ 0.91g/t Au from 20m in hole 20RVRC066**
- **6m @ 0.34g/t Au from 65m in hole 20RVRC083**
- **9m @ 0.43g/t Au from 74m, including 3m @ 1.01g/t Au in hole 20RVRC084**

Broad spaced drilling at Creasy 1 has defined a mineralised section of the Illaara shear zone (> 0.1 g/t Au), circa 1500m long, that so far has delivered several higher-grade drill intercepts.

Soil Sampling Program - E57/1134

In November 2020, TSC completed a detailed soil sampling program towards the southern end of E57/1134, with sampling focused on outcropping and shallowly covered lithologies of the Maynard Hills Greenstone Belt. The survey area covered a 9km long x 1km wide corridor over the greenstones, with the survey boundaries selected with reference to wide spaced historical soil sampling completed by a previous explorer.

Applying the regional anomaly threshold of 3ppb gold, three main anomalies were highlighted within the survey data, with each coincident with greenstones of the Maynard Hills Greenstone Belt.

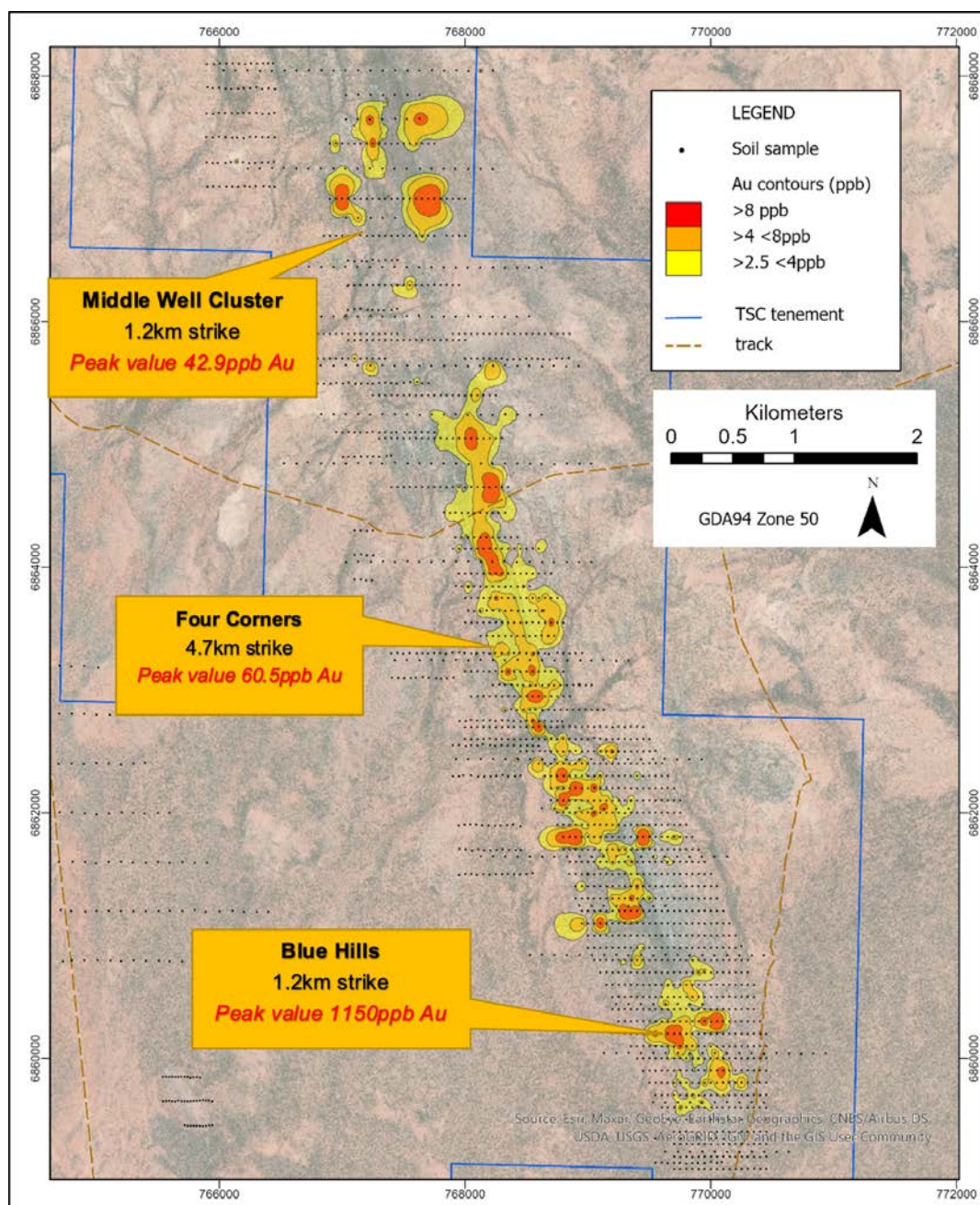
From south to north, the three new targets include:

Exploration Projects

- **Blue Hills** – a coherent 1.2km long gold anomaly supported by associated As and Cu pathfinder metals. Blue Hills includes one sample which assayed a remarkable 1150ppb Au (1.15g/t Au) with peak pathfinder metal values of 122ppm As and 85ppm Cu.
- **Four Corners** – a very extensive and unbroken 4.7km long anomaly peaking at 60.5 ppb Au and with numerous samples assaying over 10ppb Au. Associated pathfinder metals include As to 182ppm and Cu to 105ppm.
- **Middle Well** – a cluster of four anomalies extending over 1.2km of strike with the individual features having peak values of 42.9ppb Au, 32ppb Au, 11ppb Au and 11ppb Au respectively.

These new anomalies have never been drill tested, and provide outstanding exploration upside to complement TSC's existing gold discoveries at Creasy 1 and Harmonic. These new targets will form a key component of TSC's planned exploration program for Rover schedule to commence in Q3 2021.

Full details and analysis from the soil sampling program completed at E57/1134 and the auger soil sampling program completed at the Harmonic Prospect (E57/1120) can be viewed in the ASX release dated 12 January 2021.



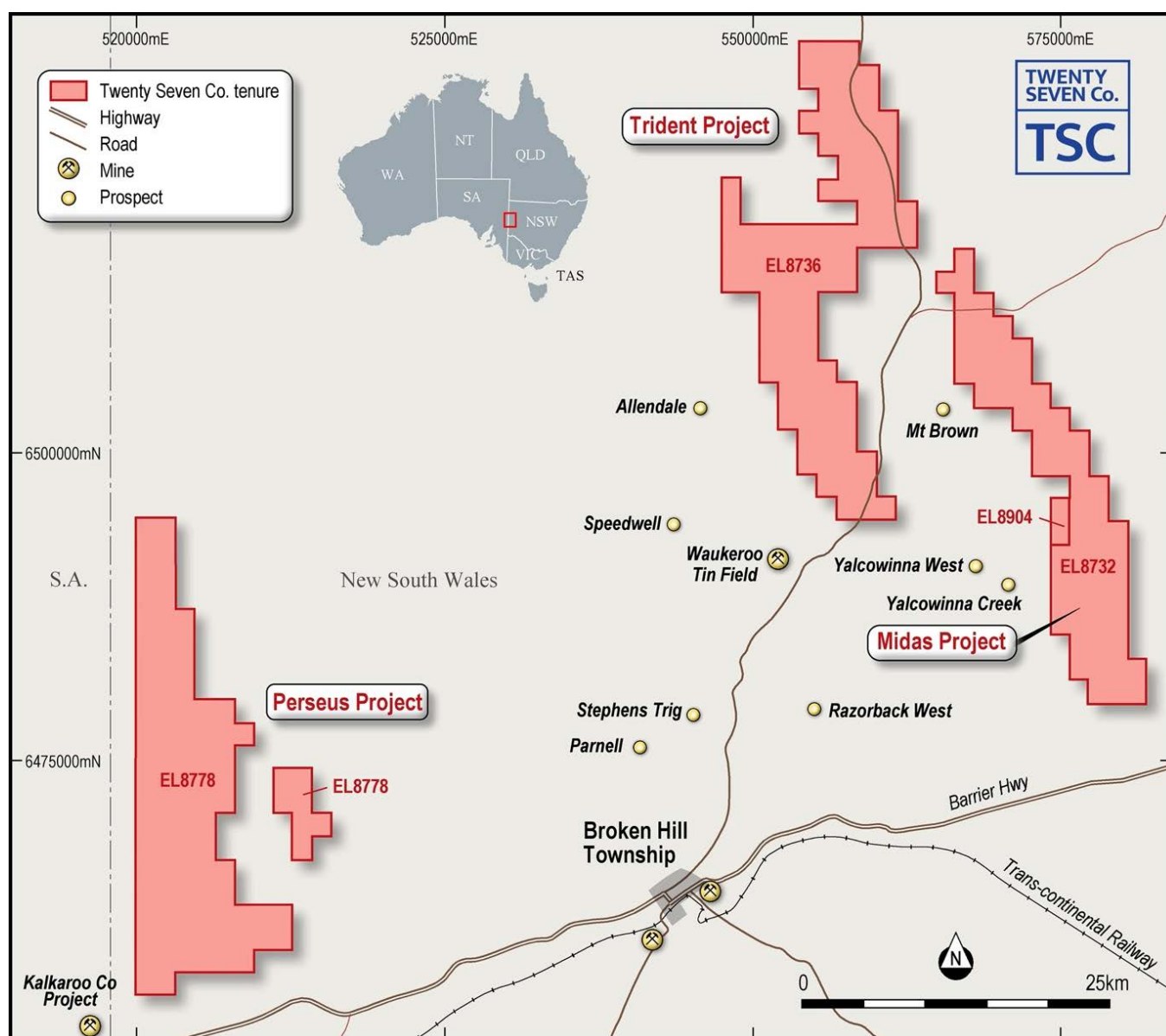
Rover Soil Results

Exploration Projects

IOCG and Base Metals Portfolio – New South Wales

TSC's NSW portfolio covers a combined 753km² and represents one of the largest license holdings in the northern Broken Hill area, an area which is fast becoming premier exploration territory. All TSC tenements are located within ~50km of Broken Hill, which is a well-established mining province, with good infrastructure and a stable mining jurisdiction. The Curnamona Province is considered part of the Iron Oxide Copper Gold ("IOCG") super-province that extends from the Gawler Craton to the Eastern Succession of the Mount Isa terrane (Conor and Preiss 2008).

TSC has identified compelling IOCG drill targets within the portfolio and plans are in place to commence exploration across several key targets within this portfolio as soon as possible.



NSW Project Location Map

Exploration Projects

Drilling Postponed Due to COVID-19

As reported by the Company in July 2021, TSC has temporarily postponed drilling in NSW due to COVID restrictions. The NSW assets exhibit significant exploration prospectivity for both IOCG and base metals over numerous targets within the lease package.

For the following reasons, TSC's NSW tenements have the potential to represent an outstanding opportunity for the company's shareholders:

- Geochemical signature similar to the world class, Tier 1 Olympic Dam deposit in South Australia
- Numerous and extensive historical workings
- Known copper mineralisation identified in rock chip samples
- Interesting resistivity anomalies coincidental with anomalous copper in rock samples
- Interesting chargeable zones are coincident with resistive areas (suggesting they are not due to conductive shales or clay rich cover)
- Close to the well-established mining district of Broken Hill
- Close to major Highways for ease of access

TSC continues to closely monitor the evolving COVID-19 situation in NSW and at the time of writing plans were well advanced to commence exploration work as soon as restrictions are eased in this region.

Qualifying Statements

Competent Person's Statement

The information in this report relates to historical mineral exploration results and is based on work reviewed and compiled by Mr. Stephen F Pearson, a Competent Person and Member of the Australasian Institute of Mining and Metallurgy and the Australian Institute of Geoscientists.

Mr Pearson is a beneficiary of a trust which is a shareholder of TSC. Mr. Pearson is a Senior Geologist for GEKO-Co Pty Ltd and contracted to the Company as Exploration Manager and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Pearson consents to the inclusion in this report of the information in the form and context in which it appears. The Australian Securities Exchange has not reviewed and does not accept responsibility for the accuracy or adequacy of this release.

Directors' Report

Your Directors present this report on Twenty Seven Co. Limited and its consolidated entities (Group) for the financial year ended 30 June 2021.

The Operating and Financial Review (which includes the Chairman's Review) of this Annual Report is incorporated by reference in, and forms part of, this Directors' Report.

Directors

The following directors were in office during the financial year and as at the date of this report:

- Rohan Dalziell – (Non-Executive Chairman) – appointed 9 September 2021
- Robert Scott – (Non-Executive Chairman) – resigned 9 September 2021
- Mark Burchnall – (Non-Executive Director)
- Timothy Armstrong – (Non-Executive Director)

Chief Executive Officer

The following person held the position of Chief Executive Officer during the financial year and as at the date of this report:

- Simon Phillips (appointed 1 February 2021)
- Ian Warland (resigned 31 January 2021)

Company Secretary

The following person held the position of Company Secretary during the financial year and as at the date of this report:

- Dale Hanna (appointed 1 March 2021)
- Damien Connor (resigned 1 March 2021)

Principal Activities

The principal activity of the Group during the year was minerals exploration across licenses in Western Australia and New South Wales.

Likely developments and expected results of operations

During the next financial year, the Company will pursue its strategy set out in the Review of Operations detailed earlier.

Directors' Report

Meetings of Directors

The number of meetings of the Company's Board of Directors and each Board committee held during the year ended 30 June 2021, and the numbers of meetings attended by each Director were as follows:

Director	Board of Directors		Director	Audit and Risk Committee	
	A	B		A	B
R Scott	9	9	R Scott	2	2
M Burchnall	9	9	M Burchnall	2	2
T Armstrong	9	9	T Armstrong	2	2

Column A is the number of meetings the Director was entitled to attend

Column B is the number of meetings the Director attended

Directors have also had additional informal discussions on a regular basis throughout the year.

As at the date of this report, the Group has not formed separate Remuneration or Governance Committees, as these matters are handled by the Board as a whole.

Directors' Report

Information on continuing Directors and Management

Directors

<p>Rohan Dalziel B Econ, CPA, Dip Stockbroking</p> <p>Non-Executive Chairman</p>	<p>Experience: Mr Dalziel is a Wealth Advisor and Representative of Canaccord Genuity in Perth. Prior to joining Canaccord in 2017, Mr Dalziel spent 24 years in Hong Kong working for global investment banks as an investment analyst, Head of Research and in various senior management positions. Mr Dalziel completed a Bachelor of Economics at the University of Western Australia, is an Australian Certified Practising Accountant and has a Professional Diploma in Stockbroking.</p> <p>Interest in Shares and Options: None</p> <p>Special Responsibilities: Non-Executive Chairman. Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: None</p>
<p>Robert Scott FCA, GAICD, TIA</p> <p>Non-Executive Chairman</p>	<p>Experience: Robert has been on Sandfire Resources' Board since 2010 and has overseen the development and commercialisation of the world-class, high-grade Degussa Copper-Gold Mine in Western Australia as well as its ongoing exploration commitment. Mr Scott has current Board experience in the mining and energy sectors includes RTG Mining Inc which has advanced copper & gold exploration interests in the Philippines and Bougainville. Previously, Mr Scott served on the Boards of CGA Mining Ltd (a major gold producer in the Philippines) and NASDAQ-listed, Lonestar Resources US Inc which is a Texas-based producer of shale oil. A notable feature of Mr Scott's career is that he has been involved with most of these Groups for many years, facilitating enhanced strategic insight and experience at a global level as the businesses have grown. Mr Scott is a Chartered Accountant with >35 years' experience as a corporate advisor at major accounting firms. He retired as an international partner from Arthur Anderson to pursue Non-Executive Director roles. Mr Scott is a fellow of the Institute of Chartered Accountants, member of the Taxation Institute of Australia and of the Australian Institute of Company Directors.</p> <p>Interest in Shares and Options: 7,500,000 ordinary shares, 15,000,000 unlisted options and 750,000 listed options.</p> <p>Special Responsibilities: Non-Executive Chairman. Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: Sandfire Resources NL (ASX: SFR) (from 2010 to Dec 2020), Castillo Copper Limited (ASX: CCZ) (from Dec 2018 to current), RTG Mining Inc (ASX: RTG) (from 2013 to current) and Resimac Group Limited (ASX: RMC) (from Nov 2020 to Nov 2018).</p>
<p>Mark Burchall LLB, BA</p> <p>Non-Executive Director</p>	<p>Experience: Mark is a corporate lawyer with over 20 years' experience in the mining and natural resources industry. He is currently a Director of Perth boutique law firm Murcia Pestell Hillard and previously worked for a number of top-tier Australian law firms including Allens and Clayton Utz. Mark's experience also includes having worked for several years in executive roles with publicly listed exploration and mining companies, both in Australia and the UK, including having held either senior managerial or Board-level roles (variously as a Non-executive, Executive and Managing Director) for companies including Sylvania Platinum (AIM), Nyota Minerals (ASX/AIM), Washington Resources (ASX), Carlton Resources (AIM) and Bezant Resources (AIM).</p> <p>Interest in Shares and Options: 7,500,000 ordinary shares and 15,000,000 unlisted options and 750,000 listed options, held via Storm Enterprises Pty Ltd. Storm is an investment vehicle for the equity Directors of the law firm Murcia Pestell Hillard (MPH), of which Mr Burchall is one, and it is a condition of MPH's equity Directors consenting to Mr Burchall holding his position as a Director of the Company that any remuneration to which he becomes entitled, whether in cash or securities, is divided amongst MPH's equity Directors in accordance with their relevant partnership interests in that firm. Mr Burchall has no capacity to determine the outcome of Storm's financial and operating policies, does not have a relevant interest in securities held by Storm and is not otherwise able to influence the basis on which Storm makes investment decisions.</p> <p>Special Responsibilities: Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: None.</p>

Timothy Armstrong <i>Non-Executive Director</i>	<p>Experience:</p> <p>Tim has spent the past 6 years in finance sector building networks in the equity markets in Australia and abroad, Tim was instrumental in building Stocks Digitals financial public relations business in the UK, building relationships with London corporates, brokers and key advisors. A former professional cricketer that has played in many successful teams including NSW, WA and Australia.</p> <p>Interest in Shares and Options:</p> <p>6,000,000 ordinary shares and 15,000,000 unlisted options</p> <p>Special Responsibilities:</p> <p>Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years:</p> <p>None.</p>
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Management

Simon Phillips <i>Dip Financial Markets & Advising, FINSIA</i> Chief Executive Officer	<p>Simon Phillips was appointed as the Company's Chief Executive Officer on 1 February 2021.</p> <p>Mr Phillips has worked in the financial services sector for 25 years, including roles with Prudential, APWA and Aurum Planning. During this time, Mr Phillips has provided clients with strategic advice on specific investments and optimal portfolio allocation, with a strong focus on the gold sector.</p> <p>In addition, during his 10-year tenure with Aurum Planning, Mr Phillips was Chairman of the Investment Committee and took the lead on overseeing significant fund allocations to emerging gold explorers and producers. Many of these groups subsequently grew into sizeable operations and created significant value for clients. As a follow-on protocol after an initial allocation, Mr Phillips had significant operational interaction with a variety of stakeholders, including geologists, drilling contractors and mining engineers, providing him with an excellent grounding in the key dynamics that drive a successful resources project from exploration through to production.</p>
Ian Warland <i>BSc (Hons), GradDipAppFin, AssDipEnvCont, MAusIMM</i> Chief Executive Officer	<p>Ian Warland was appointed as the Company's Chief Executive Officer on 26 July 2018, and resigned on 31 January 2021.</p> <p>Mr Warland is a highly experienced and successful geologist with 25 years' experience in Australia and overseas. He completed a Bachelor of Applied Science Geology with First Class Honours from the University of Technology Sydney. Mr Warland was joint recipient for Explorer of the Year in 2006 for the discovery of the Jacinth and Ambrosia zircon-rich mineral sand deposits for Iluka Resources Ltd, and subsequently led the team at Iluka which discovered over 20 million tonnes of heavy mineral sands within the Eucla Basin in South Australia. In addition, Mr Warland has worked in open pit & underground mining, explored domestically & internationally for cobalt, copper, gold, uranium, base metals, lithium and industrial minerals.</p>
Dale Hanna <i>BCom, CA, AGIA</i> Company Secretary	<p>Dale has over 20 years' experience working in CFO, Company Secretary, corporate advisory and governance roles. Dale commenced his career with Ernst & Young, Perth. Subsequently, he has worked with many listed-ASX groups primarily involved in the mining and natural resources sectors, ranging from exploration, development and production phases.</p> <p>Dale is a Chartered Accountant and Secretary, with current memberships at the Institute of Chartered Accountants in Australia and Governance Institute of Australia respectively. In addition, Dale has a Bachelor of Commerce degree from Curtin University.</p> <p>Dale was appointed as Company Secretary on 1 March 2021.</p> <p>Interest in Shares and Options:</p> <p>2,000,000 ordinary shares, 20,000,000 unlisted options and 1,000,000 listed options.</p>
Damien Connor <i>BCom, CA, GAICD, AGIA</i> Company Secretary/CFO	<p>Damien has been a member of the Institute of Chartered Accountants of Australia since 2002 and has over 20 years finance and accounting experience including 15 years in the mining industry. Damien is a Graduate of the Australian Institute of Company Directors, and has a Graduate Diploma of Applied Corporate Governance with the Governance Institute of Australia. Damien also provides Company Secretary and Chief Financial Officer services to a number of other ASX Listed and unlisted entities.</p> <p>Damien resigned as Company Secretary on 1 March 2021.</p>

Significant changes in the state of affairs

The Directors are not aware of any further significant changes in the state of affairs of the Group occurring during the financial year, other than as disclosed in this Annual Report.

Directors' Report

Events since the end of the Financial Year

- On 14 July 2021, 111,844 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.
- On 15 July 2021, 20,000,000 unlisted options each were issued to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue.

On 30 July 2021, 12,500 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.
- On 9 September 2021, Mr Rohan Dalziell was appointed Non-Executive Chairman. Mr Rob Scott resigned from the role on the same day.

The Directors are not aware of any other matter or circumstance that has arisen since 30 June 2021 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.

Directors' Report

Remuneration Report (audited)

The Directors of Twenty Seven Co. Limited present the Remuneration Report in accordance with the Corporations Act 2001 and the Corporations Regulations 2001.

The Remuneration Report is set out under the following main headings:

- A. Principles used to determine the nature and amounts of remuneration
- B. Details of remuneration
- C. Employment Contracts of Directors and other Key Management Personnel
- D. Share based compensation
- E. Other information

A. Principles used to determine the nature and amounts of remuneration

The Board acts as the remuneration committee as a consequence of the size of the Board and the Group. The Board believes that individual salary negotiation is more appropriate than formal remuneration policies and external advice and market comparisons are sought where necessary. The Board recognises that the attraction of high calibre executives is critical to generating shareholder value. The key management personnel of the Company are the Board of Directors and Executive officers.

Note 4 to the financial statements lists the respective names and roles of the Company's key management personnel.

The Board's Policy for determining the nature and amount of remuneration for the Company's key management personnel is as follows:

- All key management personnel are remunerated based on services provided by each person. Key management personnel paid via payroll receive a superannuation guarantee contribution required by the government of 9.50%, and no key management personnel receive any other retirement benefits. The Board annually reviews the packages of Executive Directors and other key management personnel by reference to the Groups performance, individual performance and comparable information from industry sectors and other listed companies on similar industries.
- The Board may exercise discretion in relation to approving increases, incentives, bonuses and options. The policy is designed to attract the highest calibre of key management personnel and reward them for performance that results in long-term growth in shareholder wealth.
- The Company has a Performance Rights and Share Option Plan, which Directors and other key management personnel are eligible and entitled to participate.
- The Board policy is to remunerate non-executive Directors at market rates for comparable companies 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 (currently \$500,000). Fees for non-executive Directors are not linked to the performance of the Company.

However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares in the Company and are able to participate in employee option plans, which may exist from time to time.

Each member of the executive team has signed a formal contract at the time of their appointment covering a range of matters including duties, rights, responsibilities and any entitlements on termination. The standard contract sets out the specific formal job description.

Use of remuneration consultants

The Company has not engaged the services of a remuneration consultant during the year.

Directors' Report

Performance based remuneration

Performance based remuneration is tailored to increase goal congruence between shareholders, Directors and other key management personnel. This is facilitated through the issue of options to encourage the alignment of personal and shareholder interests.

During the reporting period 7,500,000 unlisted options have been issued as performance-based remuneration to the Company's Chief Executive Officer, Ian Warland, of which 5,000,000 unlisted options were forfeited upon his resignation on 31 January 2021.

A further 40,000,000 unlisted options were issued to the Company's Chief Executive Officer, Simon Phillips, upon his appointment on 1 February 2021. Mr Phillips options vested on issue.

During the reporting period 266,068,956 listed options (in aggregate) were granted to participants in the Company's rights issue. Participants were granted one (1) free attaching option for every 2 shares taken up or placed under the rights issued. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.

A further 26,606,900 listed options (in aggregate) were granted to the Company's broker in relation to the rights issue. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.

20,000,000 unlisted options were issued to the Company Secretary, Dale Hanna under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue.

During the reporting period and as at the date of this report no performance-based options have been exercised or expired.

Voting and comments made at the Company's 2020 Annual General Meeting

The Company received more than 99.82% of 'yes' votes on its remuneration report for the 2020 financial year. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration report.

Consequences of performance on shareholder wealth

In considering the Group's performance and benefits for shareholder wealth, the Board has regard to the following in respect of the current financial year and the previous four (4) financial years:

Item	30 June 2021	30 June 2020	30 June 2019	30 June 2018	30 June 2017
Share Price (\$)	\$0.004	\$0.005	\$0.003	\$0.008	\$0.007

Directors' Report

B. Details of Remuneration

Details of the nature and amount of each element of the remuneration of each key management personnel (KMP) of the Company are shown in the table below:

Director and other Key Management Personnel

		Short-Term Benefits		Post employment Benefits	Share Based Payments	Performance Based Remuneration	
		Salary and Fees	Superannuation	Termination Benefits	Unlisted Options ¹	Total	%
Year		\$	\$	\$	\$	\$	%
Non-Executive Directors							
Robert Scott <i>Independent</i>	2021	53,333	-	-	-	53,333	-
	2020	48,000	-	-	24,000	72,000	33.3%
Mark Burchnall ² <i>Independent</i>	2021	53,333	-	-	-	53,333	-
	2020	48,000	-	-	24,000	72,000	33.3%
Tim Armstrong <i>Independent</i>	2021	53,333	-	-	-	53,333	-
	2020	64,000 ³	-	-	24,000	88,000	27.3%
Other Key Management Personnel							
Simon Phillips ³ <i>Chief Executive Officer</i>	2021	79,998	-	-	97,902	177,900	55.0%
	2020	-	-	-	-	-	-
Ian Warland ⁴ <i>Chief Executive Officer</i>	2021	122,376	10,688	-	11,628	144,692	8.0%
	2020	180,000 ⁶	17,100	-	28,844	225,944	12.7%
Dale Hanna ⁵ <i>Company Secretary</i>	2021	26,000	-	-	30,228	56,228	53.8%
	2020	-	-	-	-	-	-
Damien Connor ⁶ <i>Company Secretary/CFO</i>	2021	113,325	-	-	-	113,325	-
	2020	112,988	-	-	-	112,988	-
2021 Total	2021	501,699	10,688	-	139,758	652,145	
2020 Total	2020	452,988	17,100	-	100,844	570,932	

¹ In accordance with Accounting Standards, remuneration includes a portion of the notional value of the unlisted options granted during the year. The notional value of options are determined as at the issue date and is progressively allocated over the vesting period. The amount included as remuneration is not indicative of the benefit (if any) that the employee may ultimately realise should the options vest. The notional value of the options as at the issue date has been determined in accordance with the accounting policy detailed at Note 20 to the financial statements.

² In the case of Mr Burchnall, the fees were paid to Storm Enterprises Pty Ltd ('Storm'). Mr Burchnall does not control Storm. In addition, MPH Lawyers were paid \$83,700 (excl. GST) during the year for legal services rendered to the Company (2020: \$11,902). Mr Burchnall is a Director of MPH Lawyers. The legal fees were at normal commercial rates.

³ Mr Phillips was appointed Chief Executive Officer on 1 February 2021. 40,000,000 unlisted options were issued to Mr Phillips under the Company's Performance Rights and Share Option Plan. 13,300,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 13,300,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 13,400,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.

⁴ Mr Warland resigned as Chief Executive Officer on 31 January 2021. 7,500,000 unlisted options (in aggregate) were granted to Mr Warland under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.01 (1.0 cent) each on or before 30 June 2022. 2,500,000 options vest immediately and 5,000,000 vest subject to satisfaction of vesting conditions relating to an announcement by the Company of various JORC resource targets related to gold discovery. The 5,000,000 Options subject to vesting conditions were forfeited following the resignation of Mr Warland, effective 31 January 2021.

⁵ Mr Hanna was appointed Company Secretary on 1 March 2021. 20,000,000 unlisted options were granted to Mr Hanna under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vest on issue.

⁶ Mr Connor resigned as Company Secretary on 1 March 2021.

Directors' Report

C. Employment Contracts of Directors and Other Key Management Personnel

Remuneration and other terms of employment for the Directors and other Key Management Personnel are formalised in either contracts of employment or service agreements. The main provisions of the agreements relating to remuneration are set out below:

Name	Base Salary	Terms of Agreement	Notice Period
Simon Phillips <i>Chief Executive Officer</i> <i>Appointed 1 February 2021</i>	\$160,000 p.a	<p>Contract term: Consultancy agreement commenced 1 February 2021.</p> <p>Short-term incentive bonus: Short-term incentive bonus as determined by the Board from time to time. No short-term incentive bonus offered for the year ended 30 June 2021.</p> <p>Long-term incentive bonus: Eligible to participate in any incentive or bonus plans, as may be introduced by the Company from time to time.</p> <p>During the year ended 30 June 2021, Simon was granted 40,000,000 unlisted options pursuant to the Company's Performance Rights and Share Option Plan. Further details regarding the unlisted options issued to Simon are detailed at Note 20 to the financial statements.</p>	Either party may terminate by providing 3 months' notice
Ian Warland <i>Chief Executive Officer</i> <i>Resigned 31 January 2021</i>	\$197,100 p.a (inclusive of 9.50% Superannuation)	<p>Contract term: Commenced employment on 26 July 2018 on a 12-month contract term, extendable by the Company for a maximum of a further 4 years.</p> <p>Short-term incentive bonus: Short-term incentive bonus as determined by the Board from time to time. No short-term incentive bonus offered for the year ended 30 June 2020.</p> <p>Long-term incentive bonus: Eligible to participate in any incentive or bonus plans, as may be introduced by the Company from time to time.</p> <p>During the year ended 30 June 2021, Ian was granted 7,500,000 unlisted options pursuant to the Company's Performance Rights and Share Option Plan. Further details regarding the unlisted options issued to Ian are detailed at Note 20 to the financial statements.</p> <p>During the year ended 30 June 2020, Ian was granted 10,000,000 unlisted options pursuant to the Company's Performance Rights and Share Option Plan. Further details regarding the unlisted options issued to Ian are detailed at Note 20 to the financial statements.</p>	Either party may terminate by providing 2 months' notice
Dale Hanna <i>Company Secretary</i> <i>Appointed 1 March 2021</i>	\$4,000 per month, plus variable for additional services performed	Consultancy agreement commenced 1 March 2021. During the year ended 30 June 2021, Dale was granted 20,000,000 unlisted options pursuant to the Company's Performance Rights and Share Option Plan. Further details regarding the unlisted options issued to Ian are detailed at Note 20 to the financial statements.	Either party may terminate by providing 3 months' notice
Damien Connor <i>Company Secretary and Chief Financial Officer</i> <i>Resigned 1 March 2021</i>	Variable	Hourly rate contract.	Either party may terminate by providing 3 months' notice

D. Share Based Compensation

Unlisted Options

All Options refer to unlisted options (Options) over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreements. The Group has established an Incentive Option Plan for the benefit of Directors, officers, senior executives and consultants. Under the Incentive Option Plan, the Company, through the Board, may offer Options to eligible persons on such terms that the Board considers appropriate, including any performance or other vesting hurdles that may apply.

During the reporting period and as at the date of this report, there were no ordinary shares issued on the exercise of Options held by key management personnel and no Options expired. 5,000,000 options issued to Mr Warland were forfeited on 31 January 2021, upon his resignation as the Company's Chief Executive Officer.

The following Options were issued to key management personnel as Remuneration during the reporting period. The fair value of the options is recognised over the vesting period.

Issued to	Grant date	Issue date	Number granted	Exercise Price	Expiry date	Fair value per option	Total fair value	Number vested
Mr Warland	6 Nov 2020	6 Nov 2020	2,500,000	\$0.010	30 June 2022	\$0.0060	\$14,991	2,500,000
Mr Warland	6 Nov 2020	6 Nov 2020	2,500,000	\$0.010	30 June 2022	\$0.0034	\$8,472	-
Mr Warland	6 Nov 2020	6 Nov 2020	2,500,000	\$0.010	30 June 2022	\$0.0019	\$4,685	-
Mr Phillips	20 Jan 2021	22 Jan 2021	13,300,000	\$0.007	15 Jan 2024	\$0.0035	\$46,218	13,300,000
Mr Phillips	20 Jan 2021	22 Jan 2021	13,300,000	\$0.015	15 Jan 2024	\$0.0022	\$28,709	13,300,000
Mr Phillips	20 Jan 2021	22 Jan 2021	13,400,000	\$0.020	15 Jan 2024	\$0.0017	\$22,975	13,400,000
Mr Hanna	15 Jun 2021	15 Jul 2021	20,000,000	\$0.009	31 Oct 2023	\$0.0015	\$30,228	20,000,000
			67,500,000				\$156,278	62,500,000

Refer to Note 20 the financial statements for further details regarding Options issued during the reporting period

Directors' Report

E. Other Information

Number of Unlisted Options held by Directors and Key Management Personnel as at 30 June

The number of Options to acquire shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below

2021							
Key Management Personnel	Balance 1 Jul 2020	Granted as Remuneration	Net Other Changes	Forfeited	Balance 30 Jun 2021	Vested	Unvested
Mr Scott	15,000,000	-	-	-	15,000,000	15,000,000	-
Mr Burchnall	15,000,000 ⁴	-	-	-	15,000,000	15,000,000	-
Mr Armstrong	15,000,000	-	-	-	15,000,000	15,000,000	-
Mr Phillips ¹	-	40,000,000	-	-	40,000,000	40,000,000	-
Mr Warland ²	17,500,000	7,500,000	(20,000,000) ⁵	(5,000,000)	-	-	-
Mr Hanna ³	-	20,000,000	-	-	20,000,000	20,000,000	-
Mr Connor	-	-	-	-	-	-	-
Total	62,500,000	67,500,000	(20,000,000)	(5,000,000)	105,000,000	105,000,000	-

¹ 40,000,000 unlisted options were issued to Company's CEO, Simon Phillips under the Company's Performance Rights and Share Option Plan. 13,300,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 13,300,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 13,400,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.

² 7,500,000 unlisted options (in aggregate) were granted to the Company's CEO, Ian Warland under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.01 (1.0 cent) each on or before 30 June 2022. 2,500,000 options vest immediately and 5,000,000 vest subject to satisfaction of vesting conditions relating to an announcement by the Company of various JORC resource targets related to gold discovery. The 5,000,000 Options subject to vesting conditions were forfeited following the resignation of Ian Warland as the Company's CEO, effective 31 January 2021.

³ On 15 June 2021 20,000,000 unlisted options each were granted to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue. The Options were issued on 17 July 2021.

⁴ In the case of Mr Burchnall, the Options were issued to Storm Enterprises Pty Ltd. Mr Burchnall does not control Storm and is not able to influence any decision by Storm to trade shares held by it.

⁵ Refer to Note 2 of the Financial Statements for further details.

Number of Listed Options held by Directors and Key Management Personnel as at 30 June 2021

The number of Options to acquire shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below

2021							
Key Management Personnel	Balance 1 Jul 2020	Net other changes	Exercised	Lapsed/ Cancelled	Balance 30 Jun 2021	Vested	Unvested
Mr Scott	-	750,000	-	-	750,000	750,000	-
Mr Burchnall	-	750,000 ¹	-	-	750,000	750,000	-
Mr Armstrong	-	-	-	-	-	-	-
Mr Phillips	-	-	-	-	-	-	-
Mr Warland	-	-	-	-	-	-	-
Mr Hanna	-	-	-	-	-	-	-
Mr Connor	-	-	-	-	-	-	-
Total	-	1,500,000	-	-	1,500,000	1,500,000	-

¹ In the case of Mr Burchnall, the Options were issued to Storm Enterprises Pty Ltd. Mr Burchnall does not control Storm and is not able to influence any decision by Storm to trade shares held by it.

Directors' Report

Number of Shares held by Directors and Key Management Personnel as at 30 June 2021

The number of shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below

2021				
Key Management Personnel	Balance 1 July 2020	Fees settled in shares	Net other changes	Balance 30 June 2021
Mr Scott	6,000,000	-	1,500,000	7,500,000
Mr Burchnall ¹	6,000,000	-	1,500,000	7,500,000
Mr Armstrong	6,000,000	-	-	6,000,000
Mr Warland ²	13,348,394	-	(13,348,394)	-
Mr Hanna	-	-	2,000,000	2,000,000
Mr Connor	-	-	-	-
Total	31,348,394	-	(8,348,394)	23,000,000

¹ In the case of Mr Burchnall, the Shares were issued to Storm Enterprises Pty Ltd. Mr Burchnall does not control Storm and is not able to influence any decision by Storm to trade shares held by it.

² Ian Warland resigned as CEO on 31 January 2021.

Transactions with Key Management Personnel

- The fees as disclosed above
- MPH Lawyers were paid \$83,700 (excl. gst) during the year for legal services rendered to the Company (2020: \$11,902). Mr Burchnall is a Director of MPH Lawyers. The legal fees were at normal commercial rates.

END OF AUDITED REMUNERATION REPORT

Directors' Report

Unissued Shares Under Option

The following table details unissued ordinary shares in the Company under Option at the date of this report:

Issue date	Number of Shares Under Option	Exercise Price	Expiry date	Number vested and exercisable
20 Nov 2018	2,500,000	\$0.010	31 Dec 2023	2,500,000
20 Nov 2018	2,500,000	\$0.015	31 Dec 2023	2,500,000
20 Nov 2018	2,500,000	\$0.020	31 Dec 2023	2,500,000
28 May 2019	44,500,000	\$0.007	30 Jun 2022	44,500,000
2 Aug 2019	15,000,000	\$0.007	30 Jun 2022	15,000,000
2 Aug 2019	15,000,000	\$0.007	30 Jun 2022	15,000,000
2 Aug 2019	15,000,000	\$0.007	30 Jun 2022	15,000,000
30 Aug 2019	54,000,000	\$0.007	30 Jun 2022	54,000,000
26 Sept 2019	10,000,000	\$0.007	30 Jun 2022	5,000,000
8 Oct 2019	15,000,000	\$0.007	30 Jun 2022	15,000,000
11 Feb 2020	15,000,000	\$0.015	31 Dec 2022	15,000,000
6 Nov 2020	2,500,000	\$0.010	30 Jun 2022	2,500,000
15 Sep 2020	50,000,000	\$0.015	31 Dec 2022	15,000,000
22 Jan 2021	13,300,000	\$0.007	22 Jan 2024	13,300,000
22 Jan 2021	13,300,000	\$0.015	22 Jan 2024	13,300,000
22 Jan 2021	13,400,000	\$0.020	22 Jan 2024	13,400,000
15 July 2021	40,000,000	\$0.009	31 Oct 2023	40,000,000
	270,100,000			283,500,000

All Options are unlisted and exercisable into fully paid ordinary shares in the Company on a one for one basis.

Options Issued

During the reporting period the following unlisted options were issued:

- 50,000,000 unlisted options were granted as part of a share placement to professional sophisticated investors. Placement subscribers were granted one (1) free attaching option for every two (2) shares subscribed for under the placement. The options are exercisable at \$0.015 (1.5 cents) each on or before 31 December 2022.
- 7,500,000 unlisted options (in aggregate) were granted to the Company's CEO, Ian Warland under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.01 (1.0 cent) each on or before 30 June 2022. 2,500,000 options vest immediately and 5,000,000 vest subject to satisfaction of vesting conditions relating to an announcement by the Company of various JORC resource targets related to gold discovery. The 5,000,000 Options subject to vesting conditions were forfeited following the resignation of Ian Warland as the Company's CEO, effective 31 January 2021.
- 40,000,000 unlisted options were issued to Company's CEO, Simon Phillips under the Company's Performance Rights and Share Option Plan. 13,300,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 13,300,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 13,400,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.
- 20,000,000 unlisted options each were granted to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue. The Options were issued on 17 July 2021.

Directors' Report

During the reporting period the following listed options were issued:

- 266,068,956 listed options (in aggregate) were granted to participants in the Company's rights issue. Participants were granted one (1) free attaching option for every 2 shares taken up or placed under the rights issued. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.
- 26,606,900 listed options (in aggregate) were granted to the Company's broker in relation to a rights issue. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.

Options Exercised

No options were exercised during the reporting period.

124,344 Options, with an expiry date of 31 October 2023 and an exercise price of \$0.009 per option, were exercised subsequent to the end of the financial year and as at the date of this report.

Options Forfeited

On 31 January 2021, 5,000,000 Options were forfeited on the Company's Chief Executive Officer, Ian Warland's, resignation.

No further Options were expired or lapsed subsequent to the end of the financial year and as at the date of this report.

Refer to Note 14 to the financial statements for further details regarding movement in Options during the reporting period.

Performance Rights (Rights)

The following table details Rights that remain outstanding as at the date of this report:

Grant date	Type	Granted	Exercise Price	Expiry date	Number of shares subject to remaining Rights
13 Aug 2018	Unlisted	140,000,000	Nil	13 Aug 2021	140,000,000
13 Aug 2018	Unlisted	140,000,000	Nil	13 Aug 2023	140,000,000
		280,000,000	-		280,000,000

All Rights are unlisted and convertible into fully paid ordinary shares in the Company on a one for one basis.

Refer to Note 14 for further details regarding movement in Rights during the reporting period

Dividends

No dividends were declared or paid during the financial year. No recommendation for payment of dividends has been made to the date of this report.

Environmental Regulation

The Group's operations are subject to significant environmental regulations under the laws of the Commonwealth and/or State. No notice of any breach has been received and to the best of the Directors' knowledge no breach of any environmental regulations has occurred during the financial year or up to the date of this Annual Report.

Corporate Governance

The Board recognises the ASX Corporate Governance Council's "Corporate Governance Principles and Recommendations – 3rd Edition" (ASX Recommendations). The Board monitors and reviews its existing and required policies, charters and procedures with a view to attaining compliance with the ASX Recommendations to the extent deemed appropriate for the size of the Company and the status of its projects and activities.

The Company's Corporate Governance Statement provides a summary of the Company's ongoing corporate governance. It is supported by a number of policies and procedures, code of conduct and formal charters, all of

Directors' Report

which are located in the Corporate Governance section of the Company's website:

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

Non-Audit Services

The Board of Directors is satisfied that the provision of the non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The Directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- All non-audit services are reviewed and approved prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor, and
- nature of the services provided do not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board

Details of amounts paid to the auditors of the Company and its related practices for audit and non-audit services provided during the reporting period are set out in Note 5 to the financial statements.

A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 31 of this Financial Report and forms part of this Directors' report.

Indemnifying Officers or Auditor

During the reporting period, the Company has paid premiums to insure all Officers of the Group.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of the information to gain advantage for themselves or someone else to cause detriment to the Group.

Proceedings on Behalf of the Group

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

Signed in accordance with a resolution of the Board of Directors.



Rohan Dalziell
Chairman
Perth

Dated this 24th day of September 2021

Auditor's Independence Declaration



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Auditor's Independence Declaration

To the Directors of Twenty Seven Co. Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of Twenty Seven Co. Limited for the year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been:

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

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

B P Steedman
Partner – Audit & Assurance

24 September 2021

Grant Thornton Audit Pty Ltd ACN 130 913 594
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Financial Information

Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2021

	Notes	Consolidated Group	
		2021 \$	2020 \$
Income	2	17,423	88,086
Depreciation and amortisation expense		(8,066)	(6,681)
Employee benefits expense		(376,467)	(269,752)
Share based payment expense - employees		(169,986)	(100,843)
Share based payment expense – third party service providers		-	(50,481)
Occupancy expense		(25,383)	(39,788)
ASX listing and registry expense		(125,367)	(93,506)
Corporate consultants / public relations expense		(182,322)	(109,116)
Impairment of exploration assets	11	(2,395,984)	(311,452)
Exploration expenditure expensed		(6,023)	(32,540)
Other corporate expenses from ordinary activities		(115,288)	(129,103)
Loss before income tax		(3,387,463)	(1,055,176)
Income tax benefit	3	-	-
Loss for year		(3,387,463)	(1,055,176)
Loss attributable to members of the parent entity		(3,387,463)	(1,055,176)
Other comprehensive income		-	-
Total comprehensive income contributable to the members of the parent entity		(3,387,463)	(1,055,176)
Earnings per Share		<i>Cents</i>	<i>Cents</i>
Basic and diluted loss per share	6	(0.17)	(0.08)

The accompanying notes form part of the financial statements

Financial Information

Statement of Financial Position as at 30 June 2021

		Consolidated Group	
	Notes	2021 \$	2020 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	3,091,146	1,078,630
Trade and other receivables	8	111,071	102,320
Other current assets	9	15,054	12,445
TOTAL CURRENT ASSETS		3,217,271	1,193,395
NON-CURRENT ASSETS			
Property, plant and equipment		33,340	50,470
Exploration and evaluation assets	11	5,135,581	4,428,706
TOTAL NON-CURRENT ASSETS		5,168,921	4,479,176
TOTAL ASSETS		8,386,192	5,672,571
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	110,193	235,751
Employee entitlements	13	-	9,001
TOTAL CURRENT LIABILITIES		110,193	244,752
NON-CURRENT LIABILITIES			
Employee entitlements	13	-	2,195
TOTAL NON-CURRENT LIABILITIES		-	2,195
TOTAL LIABILITIES		110,193	246,947
NET ASSETS		8,275,999	5,425,624
EQUITY			
Issued capital	14	25,214,428	19,233,786
Reserves	15	1,107,290	850,094
Retained losses		(18,045,719)	(14,658,256)
TOTAL EQUITY		8,275,999	5,425,624

The accompanying notes form part of the financial statements.

Financial Information

Statement of Change in Equity for the year ended 30 June 2021

	Issued Capital \$	Share Based Payments Reserve \$	Retained Losses \$	Total \$
Consolidated Group				
Balance at 30 June 2019	16,740,774	636,750	(13,603,080)	3,774,444
Transactions with owners				
Shares issued during the year (net of costs)	2,493,012	-	-	2,493,012
Fair value of unlisted options issued during the year	-	213,344	-	213,344
Transactions with owners	19,233,786	850,094	(13,603,080)	6,480,800
Total loss for year	-	-	(1,055,176)	(1,055,176)
Total other comprehensive income	-	-	-	-
Balance at 30 June 2020	19,233,786	850,094	(14,658,256)	5,425,624
Transactions with owners				
Shares issued during the year (net of costs)	5,980,642	-	-	5,980,642
Fair value of unlisted options issued during the year	-	257,196	-	257,196
Transactions with owners	5,980,642	257,196	-	6,237,838
Total loss for year	-	-	(3,387,463)	(3,387,463)
Total other comprehensive income	-	-	-	-
Balance at 30 June 2021	25,214,428	1,107,290	(18,045,719)	8,275,999

The accompanying notes form part of the financial statements

Financial Information

Statement of Cash Flows for the year ended 30 June 2021

		Consolidated Group	
	Notes	2021 \$	2020 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts received from serviced office space		3,050	23,777
Receipts from Commonwealth Government COVID stimulus		36,552	27,710
Payments to suppliers and employees		(938,811)	(666,470)
Interest received		423	4,093
NET CASH USED IN OPERATING ACTIVITIES	19	(898,786)	(610,890)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for exploration expenditure		(1,702,050)	(1,088,527)
Payments relating to acquisition of Oz Gold Group Pty Ltd	23	(700,000)	-
Payments for property, plant and equipment		-	(45,441)
NET CASH USED IN INVESTING ACTIVITIES		(2,402,050)	(1,133,968)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from the issue of shares		5,760,689	2,604,500
Payments for the costs of raising capital		(447,337)	(99,735)
NET CASH PROVIDED BY FINANCING ACTIVITIES		5,313,352	2,504,765
Net increase in cash held		2,012,516	759,907
Cash at the beginning of the financial year		1,078,630	318,723
Cash at the end of the financial year	7	3,091,146	1,078,630

The accompanying notes form part of the financial statements

Note 1 - Statement of Significant Accounting Policies

The financial report includes the consolidated financial statements and notes of Twenty Seven Co. Limited and controlled entities ('Consolidated Group' or 'Group').

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the Corporations Act 2001.

Twenty Seven Co. Limited is a for profit entity for the purposes of preparing the financial statements. The financial report has been presented in Australian dollars.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

a) Principles of Consolidation

The parent entity controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

A list of controlled entities is contained in Note 10 to the financial statements.

As at reporting date, the assets and liabilities of all controlled entities have been incorporated into the consolidated financial statements as well as their results for the year then ended. Where controlled entities have entered/(left) the Consolidated Group during the year, their operating results have been included/(excluded) from the date control was obtained/(ceased).

All inter-Group balances and transactions between entities in the Consolidated Group, including any recognised profits or losses, have been eliminated on consolidation.

Accounting policies of subsidiaries have been changed, where necessary, to ensure consistency with those adopted by the parent entity.

b) Income Tax

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

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities/(assets) are therefore 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/(income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset recognised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

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.

Note 1 - Statement of Significant Accounting Policies continued

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 a legally enforceable right of set-off exists, 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.

Tax Consolidation

Twenty Seven Co. Limited and its wholly-owned Australian subsidiaries have formed an income tax Consolidated Group under tax consolidation legislation. The Group notified the Australian Tax Office that it had formed an income tax Consolidated Group to apply from 1 July 2006. The tax Consolidated Group has entered a tax funding arrangement whereby each company in the Group contributed to the income tax payable by the Group in proportion to their contribution to the Group's taxable income. Differences between the amounts of net tax assets and liabilities recognised and the net amounts recognised pursuant to the funding arrangement are recognised as either a contribution by, or distribution to the head entity.

c) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped 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 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 carry forward costs in relation to that area of interest

Costs of site restoration are provided over the life of the facility from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

d) Financial Instruments - initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit

Note 1 - Statement of Significant Accounting Policies continued

or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under AASB 15.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Note 1 - Statement of Significant Accounting Policies continued

ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

e) Impairment of Non-financial Assets

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the Profit or Loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

f) Interests in Joint Arrangements

The Consolidated Group's share of assets, liabilities, revenue and expenses of joint operations are included in the appropriate items of the consolidated financial statements.

g) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled wholly within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for these benefits. Those cashflows are discounted using market yields on high quality corporate bonds with terms to maturity that match the expected timing of cashflows.

Note 1 - Statement of Significant Accounting Policies continued

h) Share-based payments

The Group has an Employee Share Option Plan. The bonus element over the exercise price of the employee's services rendered in exchange for the grant of shares and options is recognised as an expense in the Statement of Profit or Loss and Comprehensive Income. The total amount to be expensed over the vesting period is determined by reference to the fair value of the shares or the option granted.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model, further details of which are given in Note 20.

With the exception of the cost associated with the acquisition of Oz Gold Pty Ltd during the period whereby the value of the shares issued as consideration was capitalised to the exploration assets that were acquired (refer Note 24), the cost is ordinarily recognised in employee benefits expense, together with a corresponding increase in equity (other capital reserves), over the period in which the service and, where applicable, the performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date, reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period. Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions. No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

i) Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

j) Cash and Cash Equivalent

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the Statement of Financial Position.

k) Income

The Group generates income from services fees charged for the rental of office space. This income is recognised over time as the services are provided. Rental income from operating leases is recognised on a straight-line basis over the lease term. Interest income is reported on an accruals basis using the effective interest method. All income is stated net of the amount of goods and services tax (GST).

Note 1 - Statement of Significant Accounting Policies continued

l) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in income in the year in which they are incurred.

m) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the Statement of Financial Position are shown inclusive of GST.

Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

n) Business Combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

o) Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions.

p) Comparative Figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation of the current financial year.

q) Critical Accounting Estimates and Judgments

The Directors evaluate estimates and judgments 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.

Key estimates

Impairment

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Impairment was recognised in respect of exploration and evaluation assets for the year ended 30 June 2021. Impairment recognised for the year ended 30 June 2021 and prior year ended 30 June 2020 related to relinquishment of the tenement(s) to which expenditure had been previously capitalised.

Exploration and evaluation

The Group's policy for exploration and evaluation is discussed at Note 1(c).

Share Based Payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or performance right, volatility and dividend yield and making assumptions about them. The Group initially measures the cost of cash-settled transactions using either a Black Scholes model (for share options) or a binomial and/or Monte-Carlo simulation model (for performance rights) to determine the fair value of the liability incurred.

For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in profit or loss. This requires a reassessment of the estimates used at the end of each reporting period. For the measurement of the fair value of equity-settled transactions at the grant date, the Group uses a Black Scholes model for share options, and a binomial and/or Monte-Carlo simulation model for performance rights. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 20.

Note 1 - Statement of Significant Accounting Policies continued

r) New and Revised Accounting Standards and Interpretations

The Group has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to their operations and effective for the current annual reporting period. IFRIC has published two agenda decisions clarifying how arrangements in respect of a specific part of cloud technology, Software-as-a-Service (SaaS), should be accounted for. The Company has taken the guidance for cloud computing into account for the year ended 30 June 2021 with no significant impact on the current or prior periods. The adoption of all the new and revised Standards and Interpretations has not resulted in any changes to the Group's accounting policies and has no effect on the amounts reported for the current or prior years.

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2021 reporting periods and have not been early adopted by the group. The group's assessment of the impact of these new standards and interpretations is set out below. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions. There are no other standards that are not yet effective and that are expected to have a material impact on the Group in the current or future reporting period and in the foreseeable future.

s) Going Concern

This financial report has been prepared on the basis of going concern.

The Group incurred a net loss of \$3,387,463 (2020: loss of \$1,055,176) and operations were funded by a cash outlay from operating and investing activities of \$3,300,836 (2020: outlay of \$1,744,858). The cash flow projections of the Group indicate that it will require additional capital for continued operations.

The Group's ability to continue as a going concern is contingent on obtaining additional capital through either an equity capital raise, asset sale or a combination of both. If additional capital is not obtained, then going concern basis may not be appropriate, with the result that the Group may have to realise its assets and extinguish its liabilities, other than in the ordinary course of business and at amounts different from those stated in the financial report. No allowance for such circumstances has been made in the financial report.

The financial report was authorised for issue on 24th September 2021 by the Board of Directors.

Consolidated Group

Note 2 - Income

	2021	2020
	\$	\$
- Serviced office space	2,500	22,764
- Commonwealth Government COVID stimulus	14,500	61,104
- Interest received	423	4,218
Total Income	17,423	88,086

¹ Serviced office space represent amounts received from non-related parties.

Note 3 - Income Tax Benefit

a) The components of income tax benefit comprise:

Current tax	-	-
	-	-

b) The prima facie tax on loss from before income tax is reconciled to the income tax as follows:
26% (2020: 27.5%):

Net Loss	(3,387,463)	(1,055,176)
Prima facie tax benefit on loss from before income tax at 26% (2020: 27.5%)	(880,740)	(290,173)
Add/(less):		
Non-deductible expenses	44,578	-
Tax effect of:		
- Non-allowable items	-	(14,329)
- Non-allowable items	-	41,739
	(836,162)	(262,763)

Tax effect of temporary differences not brought to account as they do not meet the recognition criteria

836,162 262,763

Income Tax attributable to operating loss

- -

c) Unused tax losses for which no deferred tax asset has been recognised

7,440,468 6,962,922

Note 4 - Key Management Personnel Compensation

a) Names and positions held of consolidated entity Key Management Personnel (KMP) in office at any time during the financial year are:

Robert Scott (Non-executive Director)	<i>appointed 12 April 2019</i>
Mark Burchnall (Non-executive Director)	<i>appointed 12 April 2019</i>
Timothy Armstrong (Non-executive Director)	<i>appointed 12 April 2019</i>
Simon Phillips (Chief Executive Officer)	<i>appointed 1 February 2021</i>
Ian Warland (Chief Executive Officer)	<i>resigned 31 January 2021</i>
Dale Hanna (Company Secretary)	<i>appointed 1 March 2021</i>
Damien Connor (CFO & Company Secretary)	<i>resigned 1 March 2021</i>

b) Key Management Personnel Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key KMP for the year ended 30 June 2021.

The total remuneration paid to KMP of the Group during the year is as follows:

	2021	2020
	\$	\$
Short term benefits	501,699	452,988
Post-employment benefits	10,688	17,100
Share - based payments	139,758	100,844
	652,145	570,932

Note 5 - Auditors' Remuneration

Remuneration of the auditor for:

- auditing or review of the financial report
- taxation services provided by the practice of the auditor

Consolidated Group	
2021	2020
\$	\$
35,500	30,250
4,000	4,000
39,500	34,250

Note 6 - Earnings Per Share (EPS)

Reconciliation of earnings to Loss

Loss for year used to calculate basic EPS

(3,387,463)	(1,055,176)
-------------	-------------

	Number	Number
a) Weighted average number of ordinary shares outstanding during the year used in calculation of basic and diluted EPS	1,981,099,889	1,272,995,313

- b) In accordance with AASB 133 "Earnings per Share" as potential ordinary shares may only result in a situation where their conversion results in decrease on profit per share or increase in loss per share, no dilutive effect has been taken into account.

		Consolidated Group	
		2021	2020
		\$	\$
Note 7 - Cash and Cash Equivalents			
Short-term deposits		20,163	25,462
Cash at bank and on hand		3,070,983	1,053,168
		<u>3,091,146</u>	<u>1,078,630</u>
<p>The short-term bank deposits are held as security for credit card facility and exploration licence bond purposes. The effective interest rate on short term bank deposits at 30 June 2021 is nil% p.a (30 June 2020: 1.11%. The deposits have an average maturity of 90 days (30 June 2020: 228 days).</p> <p>The Group's exposure to interest rate risk is summarised at Note 22.</p>			
Note 8 - Trade and Other Receivables			
GST receivable		80,804	52,583
Trade and other receivables ¹		30,267	49,602
Accrued interest		-	135
		<u>111,071</u>	<u>102,320</u>
<p>¹ Includes \$30,000 (2020: \$20,000) relating to exploration tenement guarantee bonds and nil (2020: \$29,052) relating to Commonwealth Government COVID Stimulus.</p> <p>Trade and other receivables are non-interest bearing and are generally on terms of 30-90 days.</p>			
Note 9 - Other Current Assets			
Prepayments		15,054	12,445
		<u>15,054</u>	<u>12,445</u>

Note 10 - Investments in Controlled Entities

		Percentage Owned (%)	
		2021	2020
Parent Entity			
Twenty Seven Co. Limited	<i>Australia</i>		
Subsidiaries of Twenty Seven Co. Limited			
TSC Exploration Pty Ltd	<i>Australia</i>	100	100
Fatjack Pty Ltd	<i>Australia</i>	100	100
Boston Minerals Pty Ltd	<i>Australia</i>	100	100
Oz Gold Group Pty Ltd	<i>Australia</i>	100	-

Consolidated Group

2021 \$	2020 \$
5,135,581	4,428,706
5,135,581	4,428,706
4,428,706	3,505,774
3,102,859	1,234,385
(2,395,984)	(311,453)
5,135,581	4,428,706
62,360	208,625
47,833	27,126
110,193	235,751
-	9,001
-	2,195
-	11,196

Note 11 - Exploration and Evaluation Assets

Costs carried forward in respect of areas of interest in:

Exploration and evaluation phases at cost

a) Movements in carrying amounts:

Exploration and evaluation

Balance at the beginning of the year

Amounts capitalised during the year

Impairment expense

Balance 30 June

¹ Acquisition costs associated with the Company's acquisition on Oz Gold Group Pty Ltd (Oz Gold) have been capitalised against the exploration assets acquired. Refer Note 23 for further details regarding the Oz Gold acquisition.

² An impairment charge of \$2,395,984 was recognised during the period to reflect the directors' assessment of the recoverable amount of the Company's NSW exploration and evaluation assets. The impairment charge for the prior period ended 30 June 2020 related to relinquishment of tenements to which expenditure had been previously capitalised.

A summary by tenement is included at Note 16.

Note 12 - Trade and Other Payables

Trade payables

Other payables and accruals

Note 13 – Employee Entitlements

Current - employee entitlements

Non-Current - employee entitlements

Total employee entitlements

Note 14 - Issued Capital

30 June 2021

a) Issued and paid up capital

Fully paid ordinary shares

Movements in fully paid ordinary shares

	Number of Shares	30 June 2021 \$
Balance as at 1 July 2020	1,486,320,878	19,233,786
Shares issued - Placement (15 Sep 2020)	100,000,000	479,600
Shares issued – Tranche 1 Placement (13 Oct 2020)	121,580,213	729,481
Shares issued – Vendor Shares (27 Oct 2020) ¹	100,000,000	700,000
Shares issued – Tranche 2 Placement (127 Nov 2020)	311,753,122	1,870,519
Shares issued – Consideration Shares (15 January 2021) ²	6,666,667	40,000
Shares issued – Rights Issue (12 May 2021)	532,137,912	2,660,689
Shares issued – Shares issued in lieu of services (1 Apr 2021) ³	2,230,769	14,500
Cost of issuing shares	-	(514,147)
Balance as at 30 June 2021	2,660,689,561	25,214,428

¹ On 2 October 2020, 100,000,00 shares were issued as consideration for the Company's acquisition of Oz Gold. Refer to Note 23 for details.

² On 15 January 2021, 6,666,667 shares were issued as consideration for tenements E77/2540 and E77/2539.

³ On 1 April 2021, 2,230,769 shares were issued to a third-party as consideration for providing investor relations services to the Company.

30 June 2020

a) Issued and paid up capital

Fully paid ordinary shares

Movements in fully paid ordinary shares

	Number of Shares	30 June 2020 \$
Balance as at 1 July 2019	981,061,284	16,740,774
Shares issued - Director fees (2 Aug 2019) ¹	18,000,000	36,000
Shares issued - Placement (30 Aug 2019)	75,000,000	282,000
Shares issued - Advisor fee (30 Aug 2019)	995,250	3,981
Shares issued - Employee in lieu of salary (26 Sept 2019) ²	4,687,400	14,266
Shares issued - Share Purchase Plan (1 Oct 2019)	139,500,000	558,000
Shares issued - Options exercised (14 Jan 2020)	21,000,000	147,000
Shares issued - Placement (11 Feb 2020)	246,076,944	1,451,765
Balance as at 30 June 2020	1,486,320,878	19,233,786

¹ On 2 August 2019, \$36,000 (in aggregate) in outstanding Director fees was settled by the issue of fully paid ordinary shares (being \$12,000 each owing to Mr Scott, Mr Burchnell and Mr Armstrong) following shareholder approval at the General Meeting held on 26 July 2019. In the case of Mr Burchnell, those shares were issued to Storm Enterprises Pty Ltd. Relevantly for the purposes of the Corporations Act 2001 (Cth), Mr Burchnell does not control Storm, nor does he have a relevant interest in shares held by Storm or the ability to influence any decision by Storm whether or not to dispose of those shares.

² On 26 September 2019, \$14,266 in salary owing for the period 1 June 2019 to 31 December 2019 was settled by the issue of fully paid ordinary shares in lieu of cash (\$12,228 relating to current year and \$2,038 related to prior year ended 30 June 2019)

Note 14 - Issued Capital continued

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

c) Unlisted Options on Issue

Details of the share options outstanding as at the end of the year are set out below:

Issue Date	Options	Expiry Date	Exercise Price	30 June 2021	30 June 2020
20 Nov 2018	ESOP	31 Dec 2023	\$0.01	2,500,000	2,500,000
20 Nov 2018	ESOP	31 Dec 2023	\$0.015	2,500,000	2,500,000
20 Nov 2018	ESOP	31 Dec 2023	\$0.02	2,500,000	2,500,000
28 May 2019	Placement	30 Jun 2022	\$0.007	44,500,000	44,500,000
2 Aug 2019	Directors	30 Jun 2022	\$0.007	45,000,000	45,000,000
30 Aug 2019	Placement	30 Jun 2022	\$0.007	54,000,000	54,000,000
26 Sept 2019	ESOP	30 Jun 2022	\$0.007	10,000,000	10,000,000
8 Oct 2019	Advisor	30 Jun 2022	\$0.007	15,000,000	15,000,000
11 Feb 2020	Broker	31 Dec 2022	\$0.015	15,000,000	15,000,000
15 Sep 2020	Placement	31 Dec 2022	\$0.015	50,000,000	-
6 Nov 2020	ESOP	30 Jun 2022	\$0.010	2,500,000	-
22 Jan 2021	ESOP	15 Jan 2024	\$0.007	13,300,000	-
22 Jan 2021	ESOP	15 Jan 2024	\$0.015	13,300,000	-
22 Jan 2021	ESOP	15 Jan 2024	\$0.020	13,400,000	-
				283,500,000	191,000,000

All Options are unlisted and are exercisable into fully paid ordinary shares in the Company on a one for one basis.

2021

Options issued during 2021

Refer to Note 20 for details.

Options exercised during 2021

There were no options exercised during the current year.

2020

Options issued during 2020

Refer to Note 20 for details.

Options exercised during 2020

During 2020, 21,000,000 shares were issued following the exercise of Options. The Company received \$147,000 from the exercise of Options which were exercisable at \$0.007 (0.7 cents) each on or before 30 June 2022.

d) Listed Options on Issue

Details of the share options outstanding as at the end of the year are set out below:

Notes to the Financial Statements for the year ended 30 June 2021

Note 14 - Issued Capital continued

Details of the share options outstanding as at the end of the year are set out below:

Issue Date	Options	Expiry Date	Exercise Price	30 June 2021	30 June 2020
11 Feb 2020	Rights issue	31 Oct 2023	\$0.009	266,068,956	-
11 Feb 2020	Broker	31 Oct 2023	\$0.009	26,606,900	-
				292,675,856	-

On 11 February 2020, 266,068,956 listed options (in aggregate) were granted to participants in the Company's rights issue. Participants were granted one (1) free attaching option for every 2 shares taken up or placed under the rights issued. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue.

A further 26,606,900 listed options (in aggregate) were granted to the Company's broker in relation to the rights issue. The options are exercisable at \$0.009 (0.9 cent) each on or before 31 October 2023. The Options vested on issue. An amount of \$66,000 has been included in the Statement of Financial Position for the year ended 30 June 2020, under 'issued capital' (being a cost of raising capital) relating to the fair value of these Broker Options.

d) Performance Rights (Rights)

Details of the performance rights outstanding as at the end of the year are set out below:

Grant Date	Rights	Granted	Expiry Date	Vested and converted into shares	30 June 2021	30 June 2020
13 Aug 2018	Class A	140,000,000	13 Aug 2021	-	140,000,000	140,000,000
13 Aug 2018	Class B	140,000,000	13 Aug 2023	-	140,000,000	140,000,000
					280,000,000	280,000,000

All Rights are unlisted and are convertible into fully paid ordinary shares in the Company on a one for one basis. No Rights were issued, converted, expired or cancelled during the reporting period or as at the date of this report.

e) Capital Management

The Group has no externally imposed capital requirements.

Note 15 - Reserves

Consolidated Group

	2021 \$	2020 \$
Share based payment reserve	1,107,290	850,094

The share based payments reserve records items recognised as either an expense or capital asset upon valuation of options or performance rights.

During the year ended 30 June 2021 an amount of \$169,986 was expensed to the statement of profit or loss and other comprehensive income for the year ended 30 June 2021 in respect of Options that were issued to Directors, the CEO, the Company Secretary, and third party service providers during the year (30 June 2020: \$147,344).

Additionally, an amount of \$87,210 relating to Options issued to a broker, pursuant to a share placement during the year, was recorded against issued capital within the Statement of Financial Position (being a cost of raising capital) (2020: \$66,000).

Refer Note 20 for further details regarding the fair value of Options issued during the year ended 30 June 2021.

			Consolidated Group	
			2021	2020
			\$	\$
Note 16 - Tenements				
The Group's interest in tenements are as follows:				
Project	Tenement	Commodity	Carrying value	Carrying value
			\$	\$
Western Australia				
Rover	E57/1085	Gold	1,212,701	876,278
Bulga ¹	E57/1120	Gold	670,238	473,968
Elspoon	E57/1134	Gold	137,824	-
Bungalbin	E77/2383	Gold	220,558	-
Yarbu	E77/2442	Gold	144,658	-
Yarbu	E77/2539	Gold	42,280	-
Yarbu	E77/2540	Gold	77,430	-
Mt Dimer	M77/515	Gold/Silver	1,775,992	-
New South Wales				
Midas	EL 8732	Gold/Copper/Cobalt	438,446	1,648,183
Midas ¹	EL 8904	Gold/Copper/Cobalt	3,307	1,198
Perseus	EL 8778	Gold/Copper/Cobalt	365,747	1,429,079
Trident	EL 8736	Gold/Copper/Cobalt/Lithium	44,400	-
Northern Territory				
Calvert ²	EL 31787	Cobalt/Copper	-	-
Peartree ²	EL 31788	Cobalt/Copper	-	-
Carrying value of exploration assets			5,135,581	4,428,706

¹ Granted during the year. ² Relinquished during the year.

All tenements are held 100% by the Group.

Consolidated Group	
	2021
	\$
	2020
	\$
Note 17 – Expenditure Commitments and Contingencies	
a) Expenditure Commitments	
Capital commitments relating to tenements	
The Group is required to meet minimum expenditure requirements of various Australian Government bodies. These obligations are subject to re-negotiation, may be farmed out or may be relinquished and have not been provided for in the financial statements.	
	-
	-
Exploration expenditure commitments	
- Expenditure commitment	2,158,000
	1,123,000

Other than the commitments disclosed above, the Group does not have any commitments at 30 June 2021 (30 June 2020: Nil)

b) Contingencies

The Group did not have any contingent liabilities as at 30 June 2021 (30 June 2020: None).

The Group has minimum expenditure commitments on exploration licences as per the terms of the exploration licences.

Note 18 - Segment Information

The Directors have considered the requirements of AASB 8 - Operating Segments and the internal reports that are reviewed by the chief operating decision maker (the Board) in allocating resources have concluded at this time there are no separately identifiable segments. The Group operates in one segment being the minerals exploration across licenses in Western Australia and New South Wales.

Consolidated Group	
	2021
	\$
	2020
	\$
Note 19 - Cash Flow Information	
Reconciliation of cash flows from operations with Loss after income tax	
Loss after income tax	(3,387,463)
Non cash flows in loss:	(1,055,176)
- Depreciation expense (net of capitalisation)	8,066
- Exploration expenditure expensed	6,681
- Exploration impairment expense	6,023
- Share based payments expense	32,540
	2,395,984
	311,452
	169,986
	151,324
Changes in assets and liabilities:	
- Increase in trade and other receivables	(8,752)
- Increase in other current assets	(75,002)
- (Decrease) / increase in trade and other payables	(2,609)
- (Decrease) / increase in provisions	-
	(68,825)
	10,115
	(11,196)
	7,176
Net cash used in operating activities	(898,786)
	(610,890)

Note 20 - Share-based Payments

a) Unlisted Options

Options and weighted average exercise prices are as follows for the reporting period presented:

	Number of Options	Weighted average exercise price per option (\$)
Outstanding at 30 June 2019	106,000,000	0.015
Granted	85,000,000	0.008
Exercised	-	-
Forfeited/cancelled	-	-
Outstanding at 30 June 2020	191,000,000	0.010
Granted	97,500,000	0.011
Exercised	-	-
Forfeited/cancelled	(5,000,000)	0.010
Outstanding at 30 June 2021	283,500,000	0.011

Weighted average remaining contractual life of Options at 30 June 2021 is 2.40 years (30 June 2020: 2.63 years)

30 June 2021

Unlisted Options (Options) Issued during the period

On 15 September 2020, 50,000,000 unlisted options were granted as part of a share placement to professional sophisticated investors. Placement subscribers were granted one (1) free attaching option for every two (2) shares subscribed for under the placement. The options are exercisable at \$0.015 (1.5 cents) each on or before 31 December 2022.

On 6 November 2020, 7,500,000 unlisted options (in aggregate) were granted to the Company's CEO, Ian Warland under the Company's Performance Rights and Share Option Plan. The options are exercisable at \$0.01 (1.0 cent) each on or before 30 June 2022. 2,500,000 options vest immediately and 5,000,000 vest subject to satisfaction of vesting conditions relating to an announcement by the Company of various JORC resource targets related to gold discovery. The 5,000,000 Options subject to vesting conditions were forfeited following the resignation of Ian Warland as the Company's CEO, effective 31 January 2021.

On 22 January 2021, 40,000,000 unlisted options were issued to Company's CEO, Simon Phillips under the Company's Performance Rights and Share Option Plan. 13,300,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 13,300,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 13,400,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.

On 15 June 2021, 20,000,000 unlisted options each were granted to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue. The Options were issued on 17 July 2021.

30 June 2020

Unlisted Options (Options) Issued during the period

On 2 August 2019, 45,000,000 Options (in aggregate) were issued to Directors (15,000,000 Options to each Director), at no cost. Shareholder approval was received at the Company's Extraordinary General Meeting held on 26 July 2019. The Options vested on the date of issue and had a fair value at the grant of \$46,500.

Notes to the Financial Statements for the year ended 30 June 2021

Note 20 - Share-based Payments continued

On 26 September 2019, 10,000,000 Options were issued, at no cost, to the Company's Chief Executive Officer, Ian Warland, under the Company's Incentive Option Plan. 5,000,000 Options vest immediately and 5,000,000 Options vest 12 months from the date of issue. The fair value of the 10,000,000 Options at the grant date was \$32,000 (in aggregate). The fair value of the 5,000,000 Options that vest 12 months from the date of issue are being expensed to the Statement of Profit or Loss and Other Comprehensive Income over the 12-month vesting period.

On 8 October 2019, 15,000,000 Options were issued to a third-party advisor (Advisor Options) as consideration for providing advisory services to the Company. The Options vested on the date of issue and had a fair value at the grant of \$72,000.

On 11 February 2020, 15,000,000 Options were issued to a broker (Broker Options) in respect of the share placement announced by the Company on 6 February 2020. The fair value of the Broker Options on the date of grant was \$66,000.

The details of the share based payment related Options outstanding at the end of the reporting period were as follows:

Issued to	Grant Date	Issue Date	Number of Options	Vesting Date	Exercise Price	Expiry Date
CEO	20 Nov 2018	20 Nov 2018	2,500,000	20 Nov 2018	\$0.010	31 Dec 2023
CEO	20 Nov 2018	20 Nov 2018	2,500,000	20 Nov 2018	\$0.015	31 Dec 2023
CEO	20 Nov 2018	20 Nov 2018	2,500,000	20 Nov 2018	\$0.020	31 Dec 2023
Directors	26 Jul 2019	2 Aug 2019	45,000,000	2 Aug 2019	\$0.007	30 Jun 2022
CEO	11 Sept 2019	26 Sept 2019	5,000,000	26 Sept 2019	\$0.007	30 Jun 2022
CEO	11 Sept 2019	26 Sept 2019	5,000,000	26 Sept 2020	\$0.007	30 Jun 2022
Advisors	8 Oct 2019	8 Oct 2019	15,000,000	8 Oct 2019	\$0.007	30 June 2022
Broker	5 Feb 2020	11 Feb 2020	15,000,000	11 Feb 2020	\$0.015	31 Dec 2022
CEO	6 Nov 2020	6 Nov 2020	2,500,000	6 Nov 2020	\$0.01	30 Jun 2022
CEO	20 Jan 2021	21 Jan 2021	13,300,000	21 Jan 2021	\$0.007	15 Jan 2024
CEO	20 Jan 2021	21 Jan 2021	13,300,000	21 Jan 2021	\$0.015	15 Jan 2024
CEO	20 Jan 2021	21 Jan 2021	13,400,000	21 Jan 2021	\$0.020	15 Jan 2024
Company Secretary	15 Jun 2021	17 Jul 2021	20,000,000	17 Jul 2021	\$0.009	31 Oct 2023
Consultant	15 Jun 2021	17 Jul 2021	20,000,000	17 Jul 2021	\$0.009	31 Oct 2023
TOTAL			175,000,000			

The fair value of the Options issued during the period was calculated by using a Black-Scholes option pricing model.

Note 20 - Share-based Payments continued

The fair value of the Options was estimated on the date of the grant using the following assumptions:

2021

Assumption	CEO Options	CEO Options	CEO Options	CEO Options	Company Secretary & Consultant
Exercise price (\$)	0.01	0.007	0.007	0.007	0.009
Share price at date of grant (\$)	0.006	0.007	0.007	0.007	0.004
Historic volatility (%)	147.9	71.1	71.1	71.1	100.0
Risk free interest rate (%)	0.10	0.10	0.10	0.10	0.00
Fair value (\$)	0.0034	0.0035	0.0022	0.0017	0.0015
Expected life of Options (days)	601	1,097	1,097	1,097	868

2020

Assumption	Director Options	CEO Options	Advisors Options	Broker Options
Exercise price (\$)	0.007	0.007	0.007	0.015
Share price at date of grant (\$)	0.003	0.005	0.005	0.008
Historic volatility (%)	115.2	119.4	117.2	111.6
Risk free interest rate (%)	0.85	0.87	0.56	0.72
Expected life of Options (days)	1070	1023	996	1060

Historical volatility has been the basis for determining expected share price volatility as it is assumed that this is indicative of future tender, which may not eventuate.

The life of the Options is based on the historical exercise patterns, which may not eventuate in the future.

An amount of \$139,758 has been included in the Statement of Profit or Loss and Other Comprehensive Income under 'share based payments expense - employees' for the year ended 30 June 2021 (30 June 2020: \$100,843) relating to the fair value of options issued to Directors and the CEO.

An amount of \$30,228 has been included in the Statement of Profit or Loss and Other Comprehensive Income under 'share based payments expense – third party service providers' for the year ended 30 June 2021 (30 June 2020: \$46,500) relating to the fair value of the Options issued to a third-party as consideration for providing advisory services to the Company.

An amount of \$66,000 has been included in the Statement of Financial Position for the year ended 30 June 2020, under 'issued capital' (being a cost of raising capital) relating to the fair value of Options issued to a broker, pursuant to a share placement during the year.

Options exercised during the period

No Options issued as remuneration or as payment for services provided to the Company, have been exercised during the year ended 30 June 2020 (30 June 2019: Nil), or as at the date of this report.

Options lapsed/forfeited during the period

5,000,000 options issued to Mr Warland were forfeited on 31 January 2021, upon his resignation as the Company's Chief Executive Officer. The options had an exercise price of \$0.010 and an expiry date of 30 June 2022. No other options issued as remuneration or as payment for services provided to the Company, have lapsed or been forfeited during the year ended 30 June 2021 (30 June 2020: Nil), or as at the date of this report.

Note 20 - Share-based Payments continued

b) Shares

30 June 2021

On 15 September 2020, 100,000,000 shares were issued in respect of a share placement to professional sophisticated investors, raising \$300,000 (before costs).

On 433,333,335 shares were issued as part of a two-tranche share placement to professional sophisticated investors, raising \$2,600,000 (before costs).

On 27 October 2020, 100,000,00 shares were issued as consideration for the Company's acquisition of Oz Gold.

On 15 January 2021, 6,666,667 shares were issued as consideration for tenements E77/2540 and E77/2539.

On 1 April 2021, 2,230,769 shares were issued to a third-party as consideration for providing investor relations services to the Company.

On 12 May 2021, 532,137,912 shares were issued in respect of a rights issue, raising \$2,660,689 before costs.

30 June 2020

On 30 August 2019, 995,250 shares were issued to a third-party as consideration for providing advisory services to the Company. The shares were issued at \$0.004 each. An amount of \$3,981 has been included in the Statement of Profit or Loss and Other Comprehensive Income under 'share based payments expense – third party service providers' for the year ended 30 June 2020 (30 June 2019: Nil).

On 2 August 2019, \$36,000 (in aggregate) in outstanding Director fees was settled by the issue of fully paid ordinary shares (being \$12,000 each owing to Mr Scott, Mr Burchnall and Mr Armstrong) following shareholder approval at the General Meeting held on 26 July 2019. 18,000,000 shares (in aggregate) were issued to Directors (6,000,000 shares to each Director). In the case of Mr Burchnall, those shares were issued to Storm Enterprises Pty Ltd. Relevantly for the purposes of the Corporations Act 2001 (Cth), Mr Burchnall does not control Storm, nor does he have a relevant interest in shares held by Storm or the ability to influence any decision by Storm whether or not to dispose of those shares.

On 26 September 2019, \$14,266 in salary owing for the period 1 June 2019 to 31 December 2019 was settled by the issue of 4,687,400 fully paid ordinary shares in lieu of cash (\$12,228 relating to current year and \$2,038 related to prior year ended 30 June 2019).

c) Performance Rights (Rights)

	Consolidated Group	
	2021	2020
	Number of Performance Rights	Number of Performance Rights
Balance at the beginning of the period	280,000,000	280,000,000
Granted during the period	-	-
Converted during the period	-	-
Forfeited/cancelled during the period	-	-
Balance at the end of the period	280,000,000	280,000,000

The valuation considered various probabilities associated with each of the respective conversion events being realised prior to expiry of the Rights.

30 June 2021

No Class A or Class B Rights have been converted into fully paid ordinary shares or lapsed/expired, during the reporting period and as at the date of this report.

Note 20 - Share-based Payments continued

As at the end of the reporting period and as at the date of this report the number of Rights remains at 280,000,000.

No amount has been included in the Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2021 (30 June 2020: Nil).

Note 21 - Related Party Transactions

a) Subsidiaries

Interests in subsidiaries are disclosed in Note 10.

b) Key Management Personnel

Disclosures relating to Key Management Personnel are set out in Note 4 and the Remuneration Report.

c) Other transactions with related parties

MPH Lawyers were paid \$76,090 (excl. GST) during the year for legal services rendered to the Company (2020: \$11,902). Mr Burchnell is a Director of MPH Lawyers. The fees were at normal commercial rates.

Note 22 - Financial Risk Management

a) Financial Risk Management Policies

The Group's financial instruments consist mainly of deposits with banks, short-term investments, accounts receivable and payables. The Group does not currently undertake hedging of any kind and is not directly exposed to currency risk.

The Group does not have a formally established treasury function. The Board meets on a regular basis to analyse financial risk exposure and to evaluate treasury management strategies in the context of the most recent economic conditions and forecasts.

The Board's overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

Note 22 - Financial Risk Management continued

The main risk the Group is exposed to through its financial instruments is interest rate risk. The Group holds the following financial instruments:

	Weighted Average Effective Interest Rate		Interest Bearing		Non-Interest Bearing		Total	
	2021	2020	2021	2020	2021	2020	2021	2020
	%	%	%	%	%	%	%	%
Financial Assets								
Cash at bank	-	0.43	3,070,983	1,053,168	-	-	3,070,983	1,053,168
Deposits	1.75	1.11	20,163	25,462	-	-	20,163	25,462
Trade and other receivables	-	-	-	-	111,072	102,320	111,072	102,320
Total Financial Assets			3,091,146	1,078,630	111,072	102,320	3,202,218	1,180,950
Financial Liabilities								
Trade and other payables	-	-	-	-	(110,193)	(235,751)	(110,193)	(235,751)
Total Financial Liabilities			-	-	(110,193)	(235,751)	(110,193)	(235,751)
Total Net Financial Assets			3,091,146	1,078,630	879	(133,431)	3,092,025	945,199

Net Fair Value of Financial Assets and Liabilities

The net fair value of cash and cash equivalents and non- interest bearing monetary financial assets and financial liabilities of the Group approximate their carrying value.

The net fair value of other monetary financial assets and financial liabilities is based on discounting future cash flows by the current interest rates for assets and liabilities with similar risk profiles. The balances are not materially different from those disclosed in the Statement of Financial Position of the Group.

b) Interest Rate Risk & Sensitivity Analysis
Interest Rate Risk

Interest rate risk is managed with a mixture of fixed and floating rate cash deposits. It is the policy of the Group to keep surplus cash in higher yielding deposits.

Sensitivity Analysis- Interest Rates

The Group has performed a sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks. The assessment of the impact of interest rate sensitivity for 30 June 2020 is minor given the low cash balance at year end. Any impacts would be in relation to deposit yields on cash investments.

c) Credit Risk

Credit risk is managed on a Group basis. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions, and represents the potential financial loss if counterparties fail to perform as contracted.

The Group has no significant concentrations of credit risk and cash term deposits are limited to high credit quality financial institutions.

The carrying amount of the Group's financial assets represents the maximum credit exposure. Refer to the table above within Note 22 (a) for weighted average interest rates and floating and fixed interest financial instruments.

d) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and close out market positions.

The Board of Directors are ultimately responsible for Group's liquidity risk management. Liquidity risk is managed by maintaining adequate reserves and investing surplus cash only in major financial institutions.

At the end of the reporting period the Group held cash and at call deposits of \$3,091,146 (2020: \$1,078,630) and no debt (2020: Nil).

Note 23 – Acquisition of Oz Gold Group Pty Ltd

On 11 September 2020, the Company announced that it had entered into a Binding Term Sheet (“BTS”) giving the Company exclusive option to acquire 100% of the share capital of Oz Gold Group Pty Ltd (“Oz Gold”). Under the BTS the Company has a 60-day exclusive option period to elect to acquire Oz Gold (“Oz Gold Option”). The Company paid \$200,000 (excl. GST) to the vendors of Oz Gold (“Oz Gold Vendors”) upon execution of the BTS.

On 8 October 2020, the Company announced that it had exercised the Oz Gold Option to acquire Oz Gold pursuant to the BTS.

Oz Gold is a minerals explorer that has rights over gold-copper projects in WA and NSW, respectively, that are in well-established mining districts, close to critical supportive infrastructure and readily apparent routes to key ports. Those rights included an exclusive option to acquire the advanced Mt Dimer Gold Project from Cadre Resources Pty Ltd (“Cadre Option”), comprising a mining lease (M77/515) and adjacent exploration license E77/2383 located circa 200km north of Southern Cross in WA’s goldfields. The acquisition also includes the Yarbu Project (E 77/2442) in WA and the Trident Project (EL8736) in NSW (together the “Tenements”).

On 28 October 2020, the Company announced the completion of the acquisition of Oz Gold, and the exercise of an exclusive option that Oz Gold held to acquire 100% of the Tenements from Cadre Resources Pty Ltd (“Cadre Option”). On 27 October 2020, the Company issued the following consideration to the Oz Gold Vendors:

- \$50,000 in cash
- 100,000,000 fully paid ordinary shares (“Consideration Shares”)

The transaction has been accounted for as an asset acquisition. In assessing the requirements of AASB 3 *Business Combinations*, the Company has determined that the assets acquired do not constitute a business.

The fair value of Consideration Shares at the date of issue was \$700,000. Consideration Shares are subject to the following voluntary escrow conditions:

- 50,000,000 Consideration Shares subject to escrow for a period of 3 months from the date of their issue; and
- 50,000,000 Consideration Shares subject to escrow for a period of 6 months from the date of their issue.

On 9 November 2020, the Company announced that it had completed the acquisition of the Tenements from Cadre, and paid \$450,000 to Cadre Resources Pty Ltd, pursuant to the terms of the Cadre Option.

During the current year, the total cost of acquisition, being \$1,441,477 has been capitalised against the Tenements acquired, with the transaction constituting an asset acquisition. These capitalised acquisition costs include the fair value of the consideration paid and the fair value of other costs directly related to the acquisition.

Note 24 – Events Subsequent to the Reporting Date

- On 14 July 2021, 111,844 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.
- On 15 July 2021, 20,000,000 unlisted options each were issued to the Company Secretary, Dale Hanna and the Company’s Consultant Geologist under the Company’s Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue.

On 30 July 2021, 12,500 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.

- On 9 September 2021, Mr Rohan Dalziell was appointed Non-Executive Chairman. Mr Rob Scott resigned from the role on the same day.

Other than those contained within this report, there has been no other matter or circumstance that has arisen since 30 June 2021 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.

	Parent Entity	
	2021	2020
	\$	\$
Note 25 – Twenty Seven Co. Limited Parent Company Information		
Parent Entity		
Assets		
Current assets	2,982,178	902,586
Non-current assets		
- Loans to subsidiaries	993,946	29,558
- Investments in subsidiaries	69,541	2
- Other non-current assets	33,340	50,469
Total Assets	4,079,005	982,615
Liabilities		
Current liabilities	47,836	61,722
Non-current liabilities	-	2,195
Total Liabilities	47,836	63,917
Net Assets	4,031,169	918,698
Equity		
Issued capital	25,214,428	19,233,786
Share options reserve	1,107,290	850,094
Retained losses	(22,290,549)	(19,165,182)
Total Equity	4,031,169	918,698
Financial performance		
Loss for the year	(3,125,367)	(1,055,176)
Other comprehensive income	-	-
Total loss for the year	(3,125,367)	(1,055,176)

Guarantees in relation to the debts of subsidiaries

Twenty Seven Co. Limited has not entered into a deed of cross guarantee with its wholly-owned subsidiaries TSC Exploration Pty Ltd, Oz Gold Group Pty Ltd, Fatjack Pty Ltd and Boston Minerals Pty Ltd.

Contingent Liabilities

Twenty Seven Co. Limited did not have any contingent liabilities as at 30 June 2021 or 30 June 2020.

Contractual Commitments

Lease expenditure commitments

There are no contractual capital commitments for the acquisition of property, plant or equipment at the date of signing this report.

Directors' Declaration

The Directors of the Group declare that:

- 1 the Financial Statements and Notes as set out on pages 32 to 59 are in accordance with the *Corporations Act 2001* and:
 - a) comply with Australian Accounting Standards and International Financial Reporting Standards as disclosed in Note 1; and
 - b) give a true and fair view of the financial position as at 30 June 2021 and of the performance for the year ended on that date of the Group;
- 2 the Chief Executive Officer and the Chief Financial Officer have each declared that:
 - a) the financial records of the Group for the year ended have been properly maintained in accordance with section 286 of the Corporations Act 2001;
 - b) the financial statements and notes for the financial year comply with the Accounting Standards; and
 - c) the financial statements and notes give a true and fair view;
- 3 in the Directors' opinion there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.



Rohan Dalziell
Chairman
Perth

Dated this 24th day of September 2021

Independent Auditor's Report



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Independent Auditor's Report

To the Members of Twenty Seven Co. Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Twenty Seven Co. Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2021, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated 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:

- a giving a true and fair view of the Group's financial position as at 30 June 2021 and of its performance for the year ended on that date; and
- b 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 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(s) in the financial statements, which indicates that the Group incurred a net loss of \$3,387,463 during the year ended 30 June 2021, and net cash outflow for operating and investing activities totalled \$3,300,836. As stated in Note 1(s), these events or conditions, along with other matters as set forth in Note 1(s), indicate that a material uncertainty exists that may cast doubt on 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.

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Independent Auditor's Report



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 the key audit matter
<p>Exploration and evaluation assets (Valuation) – Note 11</p> <p>At 30 June 2021 the carrying value of exploration and evaluation assets was \$5,136,000.</p> <p>In accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i>, the Group is required to assess at each reporting date if there are any triggers for impairment which may suggest the carrying value is in excess of the recoverable value.</p> <p>The process undertaken by management to assess whether there are any impairment triggers in each area of interest involves an element of management judgement.</p> <p>This area is a key audit matter due to the significant judgement involved in determining the existence of impairment triggers.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • reviewing management's area of interest policy against AASB 6; • conducting a detailed review of management's assessment of trigger events prepared in accordance with AASB 6 including: <ul style="list-style-type: none"> ○ tracing projects to statutory registers, exploration licenses and third party confirmations to determine whether a right of tenure existed; ○ enquiry of management regarding their intentions to carry out exploration and evaluation activity in the relevant exploration area, including review of management's budgeted expenditure; and ○ understanding whether any data exists to suggest that the carrying value of these exploration and evaluation assets are unlikely to be recovered through development or sale; • assessing the accuracy of any impairment recorded for the year as it pertained to exploration interests; • evaluating the competence, capabilities and objectivity of management's experts in the evaluation of potential impairment triggers; • assessing the appropriateness of the related financial statement disclosures.
<p>Exploration and evaluation expenditure – Existence – Note 11</p> <p>On 27 October 2020, Twenty Seven Co. Limited acquired 100% of the issued capital of Oz Gold Group Pty Ltd (Oz Gold). This acquisition occurred via Share Sale and Purchase Agreement via the following:</p> <ul style="list-style-type: none"> • Option to acquire Oz Gold shares of \$200,000; • Completion payment in cash of \$50,000 • TSC Consideration Shares the equivalent of \$700,000; and • Payment in cash for acquisition of tenements by Oz Gold from Cadre of \$450,000 <p>In line with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i>, certain acquisition costs have been capitalised against the exploration assets acquired</p> <p>The process undertaken by management to assess the accounting for the acquisition involves an element of management judgement.</p> <p>This area is a key audit matter due to the significant judgement and material values in determining the appropriate accounting treatment</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • reviewing the Share Sale and Purchase Agreement in relation to the acquisition, to identify the purchase consideration and details of the assets and liabilities acquired as part of the transaction to determine whether the acquisition accounting is appropriate; • reviewing the information detailing the identification and valuation of the assets and liabilities, and related purchase consideration in forming the purchase price allocation; • reviewing accounting policies to confirm consistency across the businesses on consolidation; and • assessing the adequacy of the entity's disclosures within the financial statements. • obtaining management's reconciliation of capitalised exploration and evaluation expenditure and agree to the general ledger; • vouching a sample of additions during the year to underlying supporting documentation to ensure amounts capitalised are in compliance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i> and the Group's capitalisation policies; • assessing the appropriateness of the related financial statement disclosures.

Independent Auditor's Report



Information other than the financial report and auditor's report thereon

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 30 June 2021, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and 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 Group's ability 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: http://www.auasb.gov.au/auditors_responsibilities/ar1_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 21 to 27 of the Directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of Twenty Seven Co. Limited, for the year ended 30 June 2021 complies with section 300A of the *Corporations Act 2001*.

Independent Auditor's Report



Grant Thornton

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.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

B P Steedman
Partner – Audit & Assurance

Perth, 24 September 2021

Additional Information

Compiled as at 23 September 2021

Distribution of equity securities

Number of security holders by size of holding:

Range	Fully Paid Ordinary Shares	Listed Options
1 - 1,000	121	42
1,001 - 5,000	309	36
5,001 - 10,000	213	26
10,001 - 100,000	924	243
100,001 - 9,999,999,999	2,108	254
Total	3,585	601

Minimum \$500.00 parcel at \$0.00605 per unit. There were 1,398 shareholdings of less than a marketable parcel of shares.

Twenty largest holders of each class of quoted equity security

Ordinary Shares

Rank	Name	Units	% Issued Capital
1	STRAT PLAN PTY LTD <DISC-STRAT PLAN A/C>	104,921,649	3.94
2	1215 CAPITAL PTY LTD	54,284,399	2.04
3	MR JASON FRANK MADALENA <THE MADALENA INVESTMENT A/C>	45,111,272	1.70
4	CITICORP NOMINEES PTY LIMITED	40,610,849	1.53
5	WEST TRADE ENTERPRISES PTY LTD <MINDERUP SUPER FUND A/C>	32,500,000	1.22
6	SYNDICATE MINERALS PTY LTD	30,000,000	1.13
7	MORSEC NOMINEES PTY LTD <ACCUMULATION ACCOUNT>	27,307,322	1.03
8	CMC MARKETS STOCKBROKING NOMINEES PTY LIMITED <ACCUM A/C>	24,775,000	0.93
9	CLARA SERVICES PTY LTD <MAN S CHENG SUPER FUND A/C>	24,678,278	0.93
10	FIRE OCEANS PTY LTD <FIRE OCEANS A/C>	24,661,848	0.93
11	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	21,349,506	0.80
12	HUIC NOMS PTY LTD <ACCUMULATION ENTREPOT>	21,025,519	0.79
13	JAXL HOLDING PTY LTD <JAXL HOLDING A/C>	20,000,000	0.75
13	MR DRAGOSLAV JEVTIC + MRS NICOLE JEVTIC	20,000,000	0.75
15	MR GUY WEST + MS MARIE JEAN WATSON <GUY WEST SUPER FUND A/C>	19,883,948	0.75
16	TROCA ENTERPRISES PTY LTD <COULSON SUPER FUND A/C>	18,000,000	0.68
17	GOLLADA PTY LTD <GOLLADA SUPER FUND A/C>	17,884,616	0.67
18	NETWEALTH INVESTMENTS LIMITED <SUPER SERVICES A/C>	17,771,876	0.67
19	MR LEIGH HARVIE SEAGER	17,000,000	0.64
20	CLIVE WATERSON SUPERFUND PTY LTD <CLIVE WATERSON S/F A/C>	15,000,000	0.56
TOTAL		611,766,082	22.99

Listed Options – exercise price \$0.009, expiry 31 October 2023

Rank	Name	Units	% Issued Capital
1	MR ROBERT JOHN SUNSHINE PHILLIPS <NO 2 A/C>	15,000,000	5.13
2	COMSEC NOMINEES PTY LIMITED	14,829,390	5.07
3	INVESCO NOMINEE PTY LTD	11,280,572	3.86
4	K & D GAMLATH SUPER FUND PTY LTD <GAMLATH SUPERFUND A/C>	10,000,000	3.42
5	MR JEFF THOMAS STUBBINS	10,000,000	3.42
6	AHM NSW PTY LTD	9,522,046	3.25
7	TROCA ENTERPRISES PTY LTD <COULSON SUPER FUND A/C>	9,000,000	3.08
8	MR WILLIAM GEORGE HOWE	6,622,041	2.26
9	MR PETER COSSETTO + MRS ANNAMARIA STEFANIA COSSETTO <COSSETTO FAMILY SUPER A/C>	6,300,000	2.15
10	MR ROBERT GORDON GEOFFREY BLACKMORE + MS JOANNE LOUISE JOYCE	5,350,667	1.83
11	MS HOANG CHAU NGUYEN	5,200,000	1.78
12	VASSAGO PTY LTD <ASTON A/C>	5,026,704	1.72
13	MR PHILLIP WINSTON CORNELL	5,000,000	1.71
14	MR LARRY JAMES PEARCE	5,000,000	1.71
15	MISS THI HUONG VANG	5,000,000	1.71
16	AUKERA CAPITAL PTY LTD <AUKERA DISCRETIONARY A/C>	4,103,215	1.40
17	PERSHING AUSTRALIA NOMINEES PT Y LTD <ACCUM A/C>	4,000,000	1.37

18	RIYA INVESTMENTS PTY LTD	4,000,000	1.37
19	JAZ GROUP (AUST) PTY LTD <WANG CHAI FAMILY A/C>	3,500,000	1.20
20	BROWN BRICKS PTY LTD <HM A/C>	3,000,000	1.03
TOTAL		147,734,635	50.50

Substantial Shareholders

The name of the substantial shareholder in the Group, the number of equity securities to which the substantial shareholder and their associates have a relevant interest, as disclosed in substantial holding notices and other notices given to the Group:

Listed Option Holder	Number of Listed Options Held	% of Listed Options Held
MR ROBERT JOHN SUNSHINE PHILLIPS <NO 2 A/C>	15,000,000	5.13
COMSEC NOMINEES PTY LIMITED	14,829,390	5.07

Voting Rights

a) Fully paid ordinary shares

On a show of hands, every person qualified to vote, whether as a member or proxy or attorney or representative, shall have one vote. Upon a poll, every member shall have one vote for each share held.

b) Listed options

No voting rights.

c) Unlisted options and unlisted performance rights

No voting rights.

Corporate Governance Statement

For the year ended 30 June 2021

The Corporate Governance Statement for the Group is located in the Corporate Governance section of the Company's website at: <https://www.twentysevenco.com.au/corporate-governance/>

