

# 2021 Annual Report



## Pacific American Holdings Limited

ABN 83 127 131 604  
and its Controlled Entities

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## DIRECTORY

### 1. Registered Office

Suite 706, Level 7  
89 York Street  
Sydney NSW 2000  
Telephone: +61 2 8964 4373  
Website: [www.pacificamerican.com.au](http://www.pacificamerican.com.au)

### 2. Directors

Geoff Hill (Non-Executive Chairman)  
Mark Sykes (Executive Director)  
Simon Bird (Non-Executive Director)  
Keith Middleton (Non-Executive Director)

### 3. Company Secretary

Wayne Kernaghan

### 4. Share Registry

Boardroom Pty Limited  
Level 12, 225 George Street  
Sydney NSW 2000  
Telephone: +61 2 9290 9600  
Facsimile: +61 2 9279 0664  
Website: [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)

### 5. Bankers

Westpac Banking Corporation  
National Australia Bank

### 6. Auditor

Hall Chadwick  
Level 40, 2 Park Street  
Sydney NSW 2000

### 7. Investor enquiries

Investor Relations  
Suite 706, Level 7  
89 York Street  
Sydney NSW 2000  
Telephone: +61 2 8964 4373  
Email: [info@pacificamerican.com.au](mailto:info@pacificamerican.com.au)

## CHAIRMAN'S LETTER

Dear Shareholder,

I have pleasure in enclosing the annual report for Pacific American Holdings Limited for the year ended 31 December 2021.

2021 was in many ways a difficult and frustrating year although we continued to push forward with our strategy to invest in attractive and potentially valuable mining projects. It was also a year that was dominated by the coronavirus pandemic and its impact on the financial markets and investor sentiment.

Despite these challenges, with the support of our shareholders, we were able to attract fresh capital to advance our asset portfolio and restructure and renew our business model.

### Achievements

- **Diversification: Investing in USA gold and copper projects and the Salazar Joint Venture in Australia**
  - **USA:** We identified significant Copper and Gold opportunities in the western USA that had been overlooked but had a strong history of mining which indicated strong mineralisation. During the period, we developed two license areas which we believe will yield positive results for shareholders based on the ground work carried out to date. We continue to review opportunities that add value to the metal's portfolio as we believe the US is seeing a mining renaissance due to significant supply chain pressures.
  - **Australia:** We entered into a joint venture agreement with Salazar Gold Pty Ltd, to explore a number of leases in Western Australia. The drilling results from our Salazar Farm-In Agreement did not match the initial surface sample results and were very disappointing. This together with significant delays in the project timetable and increasing costs, resulted in us not being able to justify proceeding with the Farm-in, so we withdrew.
- **Our renewable energy venture** with Global Hydro Energy GmbH of Austria, whilst impacted by Covid travel difficulties continue to execute its business plan. We secured a full time CEO dedicated to unlocking the potential we identified through our renewable energy strategy. We continue to be encouraged with the developments that have been made to date. We recognise that this is a start-up and is a modest investment for PAK. As the business expands, we will look at other alternatives to fund expansion in the Australian and South-Pacific regions as well as elsewhere.
- **Steel Raw Materials:** The Elko Coking Coal Project remains an important asset of the Company. Elko consists of three exploration licenses, where we have maintained our 100% ownership over the project. The licences remain in good standing as we have met our obligations by carrying out the necessary activity over the licence area during the year in addition to renewing the licences. The Elko Project remains a high value asset for the Company as coking coal will continue to be an essential commodity required to produce steel. We are seeking suitable partners to further develop this valuable asset.

During the year, the support we received from Shareholders and new investors that came into our share registry was fundamental to our success. This support has enabled us to act quickly when we identified quality assets like Anderson Creek and Garnet Creek, in Idaho. We now wait with some excitement, to continue the exploration program over the upcoming American summer. We look forward to sharing these with you once the geological modelling and interpretation work is finalised.

We are ever mindful of our cash position and responded to the coronavirus situation by reducing our costs and ensuring that your assets received the appropriate funding to advance them. As such we are currently reviewing projects that will add value to our portfolio and are consistent with the theme of seeking low entry costs assets with high value potential.

I would like to thank our Board and staff for their efforts during this period. A company is only as good as its employees and projects. We have also expanded our team in the USA, since year end with the appointment of a full time exploration geologist and the appointment of a highly experienced US based mining consultant. We believe that by expanding our USA team, together with strengthening our board, will significantly upgrade our value proposition going forward.

I look forward to updating you with more positive news on our progress throughout 2022.

The notice of annual meeting will be forwarded to you separately

Yours faithfully,



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Geoff Hill  
Chairman  
Date 30 March 2022

## CHIEF EXECUTIVE OFFICER'S REPORT

During 2021, Pacific American Holdings Limited (PAK, the Company) delivered on the revised Company strategy to expand and deliver on identifying metals exploration opportunities. With a focus on gold and copper projects, the Company identified and secured the Anderson Creek gold project area situated near the eastern border of Idaho and the Garnet Creek copper project area located on the western border of Idaho. The Company completed, reviewed, and concluded that further participation in the Porphyry North gold project was not in the best interest of shareholders due to the low gold concentrations reported from the exploration program.

The Company continues to support its investment in off grid hydro renewable, as we start to gain traction within the target regions, including managing prefeasibility studies in PNG and collaboratively participating in tender submissions for the installation of the smarT hydro power stations in the South Pacific. The Company continues to keep the Elko project in good standing and were encouraged by the high price of steel making commodities seen throughout the year.

### 2021 Focus

#### North America Metals Strategy

- Identify and secure Anderson Creek Gold Project
- Identify and secure Garnet Creek Copper Project
- Strengthen North American technical skills base
- Seek all year-round access metals project

#### Renewable Energy

- Manage prefeasibility studies in target regions
- Collaborate with in-country delivery firms for tender to deliver smarT hydropower stations

#### Elko Project

- Retained 100% ownership
- Renew and maintained licences in good standing

#### Gold Investment

- Complete exploration program at Porphyry North including submission of 1,422 samples
- Upon review of assay results, withdraw from Farm-In agreement

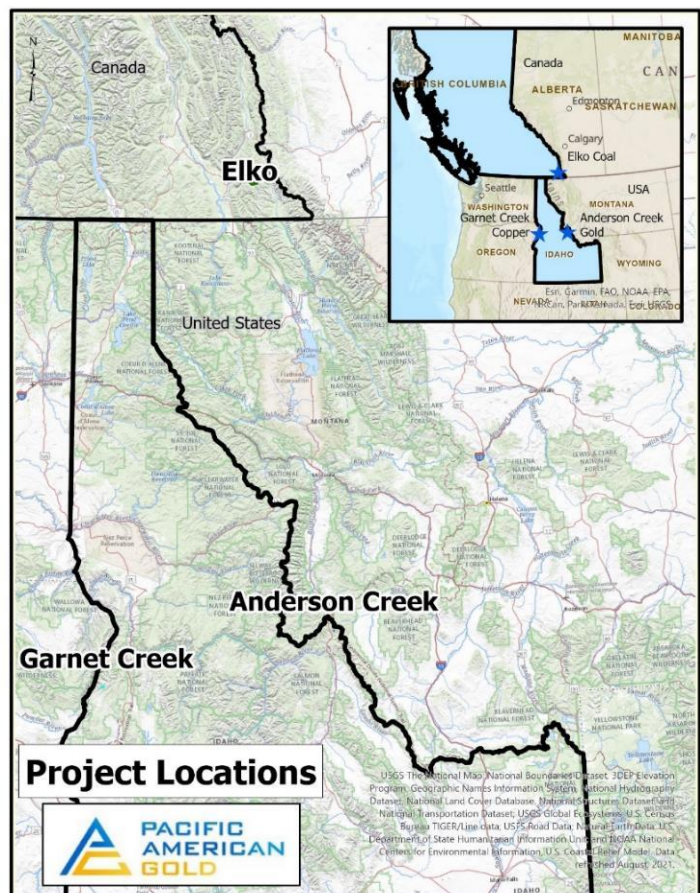
### North American Metals Strategy

During the year the Company announced that it was focusing its resources, specifically the USA based team, on securing gold and copper assets in North American. This activity has resulted in the identification of two (2) projects that were lodged at both Anderson Creek and Garnet Creek in Idaho.

Anderson Creek is a gold project that consist of a claim area covering 496 acres, complete with existing access roads through the project. The Anderson Creek project was selected primarily for the historical gold results that show mineralised sample grades of up to 160 g/t. The project contains up to 9 veins, including 2 major veins. These veins were mapped during a field reconnaissance trip that were conducted at the time the claims were secured.

Garnet Creek is a copper project located on the western border of Idaho and consists of 22 x Federal Lode Claims. The project is located within an historical mining district that has both favourable geology for mineralisation and contains roads and infrastructure that lead into the property. Historical reports show assays containing of +1.5% copper along with the potential for silver and gold by-products.

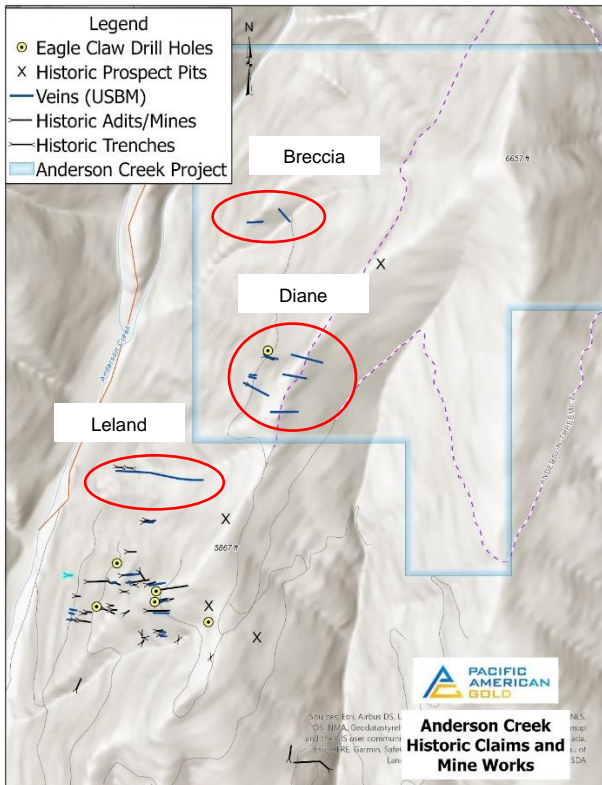
The Company continues to seek a third project that will provide the Company all year-round access. The identification and selection of this project will coincide with the expansion of the North American team, including technical and executive professionals.



### Anderson Creek Gold Project

The Anderson Creek Gold Project covers 496 acres in the prospective Gibbonsville Mining District. The Gibbonsville Mining District has a long mining history where miners recovered gold from mineralised quartz veins. In addition to gold, the quartz veins often contain silver and copper. The Company is focused on the main areas of the Anderson Creek Gold Project area being the Breccia Zone, the Diane Veins and the Leland Zone.

The Diane Veins have previously been sampled by the Eagle Claw Mining Company (ECM) with sample results referenced as D1 and D2 representing the two main veins in the Diane area reported during the year and including historic results show mineralised sample grades of up to 160 g/t.



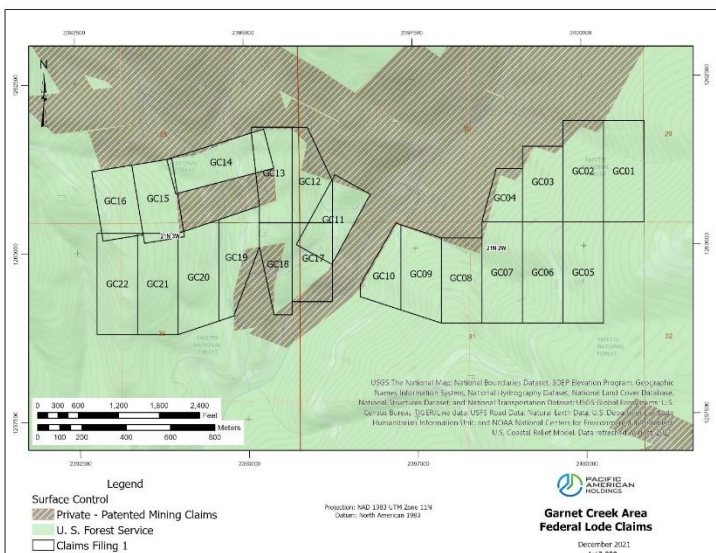
**Anderson Creek Gold Project Area and target zones**



**Anderson Creek near surface quartz**

### Garnet Creek Copper Project

During the second half of 2021 the Company announced its registration of 22 x highly prospective Federal Lode Claims in the western region of Idaho. These Federal Lode Claims make up the Garnet Creek Copper Project.



**Garnet Creek Federal Lode Claims**



**Rock samples from Garnet Creek Project Area**

The Company secured this area due to the region being an historically productive area up until the 1960's, and reporting copper grades of greater than 1.5%. The Company is currently finalising a review and expanding its footprint in the region due to the high-quality assay results seen in historical reports.

### **Delivering and Expanding the North America Strategy**

Due to the location of some of the Company's projects, there are potential delays in the timing of new developments that do not always coincide with the Company's objective. To remedy this situation, the Company has therefore undertaken two initiatives:

- The Company has an objective of managing three (3) metals projects in North America, with the third project providing all year-round access.
- Expand the Company's North American technical and executive skills base to maximise the project objectives and deliverables when time limitation is placed on project development

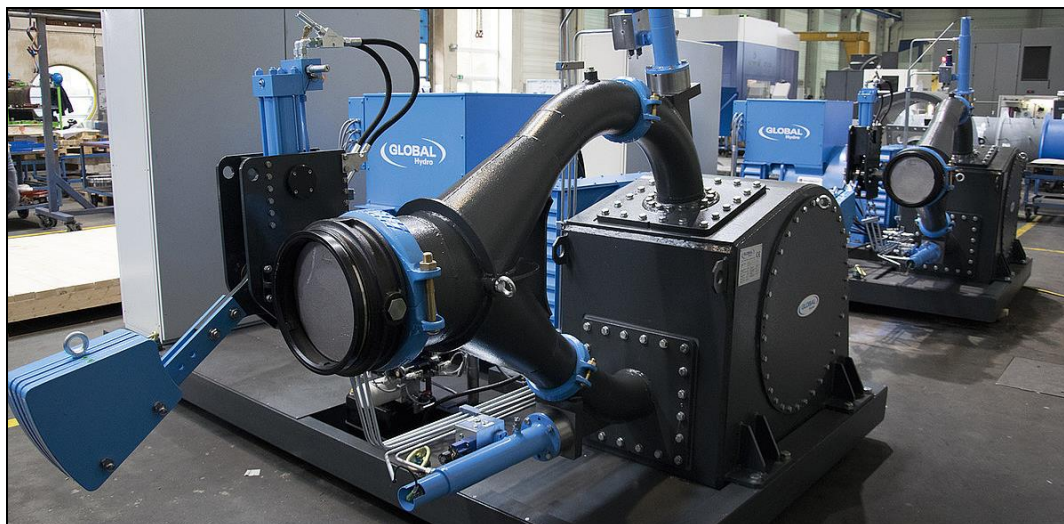
The Company is of the view that this will enhance news flow to shareholders, minimise delays in the receipt of information, advance the knowledge and understanding of the projects, minimise time to development and maximise shareholder value. Consequently, the Company will be shifting its operational base to North America along with initiating a review of the Company's corporate branding and marketing to support this initiative.

### **Renewable Energy**

GP Hydro is the special purpose vehicle that was created between the Company and our Joint Venture Partner Global Energy Hydro GmbH. The business objective of the Joint Venture is to seek out renewable hydro projects within Australia and the South Pacific Region.

During the year GP Hydro identified several opportunities that were aligned with the business strategy. Some of these opportunities advanced to the tender phase. GP Hydro has been collaborating with in country firms as part of a tender submission process drawing on the advantages of the smarT hydro power station offers above more conventional systems.

GP Hydro has independently been involved in the preparation of prefeasibility studies for the installation of small off grid hydro projects in Papua New Guinea.



The Global Hydro containerised smarT hydro power station with capacity of around 1MW

The Company continues to seek renewable opportunities through its 100% owned Primary Power subsidiary. As the decarbonisation agenda continues to gather momentum, the objective of the Company remains on identifying and bringing world class renewable technology to the region.

### **Elko Project – B.C. Canada**

The Company continues to maintain 100% ownership of the Elko Project located in B.C. Canada. The Company renewed the three (3) Elko Licences that cover 3,571 hectares (8,824 acres) located in the East Kootenay region in British Columbia. Elko contains a 303.1 million tonnes JORC 2012 compliant resources that is used as a bulk commodity in the production of steel. The Company continues to undertake the necessary activity on site to ensure the exploration licences are kept in good standing

The Elko project remains a high value asset as coking coal is a key commodity required in the steel making process. The Company is still of the view that the Elko Project offers investor upside when compared to other projects in the region.

The Company has approval to conduct exploration for a period of 5 years through its Notice of Works, which allows the Company to:

- Construct access routes into the property, that is aimed at expanding the Project's coal resource base
- Permit the Company to complete these works through to September 2024.

The Elko Project has a Measured and Indicated Resources of 210.8MT with 117.6MT Measured, 93.2MT Indicated and 92.3MT Inferred Resources.

Lease Area	2019 In-Situ Resource Estimate (MT)			
	Measured	Indicated	Inferred	Total
West	106.45	70.12	18.64	195.20
Central	11.11	20.93	61.20	93.25
East	0.09	2.14	12.48	14.70
<b>Total</b>	<b>117.65</b>	<b>93.19</b>	<b>92.32</b>	<b>303.15</b>
<b>% of Total</b>	<b>39%</b>	<b>31%</b>	<b>30%</b>	<b>100%</b>

#### Resource Estimate by Coal Lease Area

#### Gold Investment

In the previous year the Company entered into an exclusive and binding Term Sheet with Salazar Gold Pty Ltd ("Salazar"). The agreement with Salazar is to farm-in and acquire up to 60% ownership of Salazar's Porphyry North Gold Project in Western Australia (WA) located in the Yilgarn area. The ownership interest is to be acquired through a staged farm-in, with total expenditure of up to \$2 million.

This investment provides shareholders with exposure to the gold sector through a highly prospective project that contains multiple drill targets that will test mineralisation across the tenement.

#### Porphyry North Project

Having entered into an Agreement with Salazar Gold Pty Ltd to Farm-In to the Porphyry North Gold Project, the Company completed its minimum exploration expenditure requirement of \$250,000. The exploration activity focused on three high priority gold targets where a combination of aircore (AC) drilling (39 holes for 2,892 metres) and reverse circulation (RC) drilling (23 holes for 856 metres) was carried out at Rainbow Dam, One Tree Well and Nugget Patch areas within the Porphyry North tenement boundary.

The Company submitted 1,422 samples for assay. 1,336 samples returned assay results with the balance of 86 samples either not being identifiable, lost or the sample compromised sufficiently enough that assay results could not be relied upon for compliance. 1,334 samples of the 1,336 samples submitted for assay returned gold grades of less than 1 g/t.

Based on the results from the exploration program the Company was unable to justify moving forward with the Farm-In agreement and hence provided notice to Salazar that the Company was withdrawing from the Farm-In Agreement.

The Board is currently making meaningful changes to the technical and executive team of the Company with the objective of delivering value for all shareholders.

We look forward to updating shareholders on the Company's North American projects as they develop throughout the coming year.



Mark Sykes  
Executive Director  
Date 30 March 2022



## DIRECTORS' REPORT

Your directors present their report, together with the financial statements, of the group consisting of Pacific American Holdings Limited (**Company** or **PAK**) and the entities it controlled at the end of, or during, the year ended 31 December 2021 (**Group**).

### 1. DIRECTORS

The Directors of the Company during the year and until the date of this report are:

NAME AND POSITION	QUALIFICATIONS, EXPERIENCE, SPECIAL RESPONSIBILITIES AND OTHER DIRECTORSHIPS
<p><b>Geoffrey Hill</b> Non-Executive Chairman Appointed 18 October 2007</p>	<p>Geoff Hill BEcon (Syd), MBA (NSW), FFIN, FCPA, FAICD is a merchant banker with experience in mergers and capital raising and has acted for a wide range of corporate clients in Australia and overseas, particularly in the resources sector. He is Chairman of the International Pacific Securities Group and Asian Property Investments Limited. He is also a non-executive director of ASX listed company American Rare Earths Limited (ASX: ARR) (appointed 27 August 2015).</p>
<p><b>Mark Sykes</b> Executive Director/Chief Executive Officer Appointed 31 December 2017</p>	<p>Mark Sykes B.Eng (Mining) (WASM), Masters Minerals and Energy Economics (Macquarie University)</p> <p>Mark is an experienced Mining Engineer with a wealth of operations and business development experience, during a career of some 25 years. Mark's career includes time with BHP in an operational capacity and with Mitsubishi Development in a senior corporate investment role. Mark has exposure to a broad range of commodities including coal, uranium, iron ore, platinum group metals and other minerals. Mark brings exceptional experience in areas of corporate and strategic development, transactional due diligence, operations, technical engineering and project management.</p> <p>Mark served as Chief Executive Officer before being appointed to the Board on 31 December 2017.</p>
<p><b>Simon Bird</b> Independent Non-Executive Director Appointed 13 July 2010</p>	<p>Simon Bird B.Compt (University of South Africa), B.Compt (Hons) (University of South Africa), CA, FCPA, FAICD is a Non-Executive Director and Chairman of the Audit Committee</p> <p>Simon's 30-year professional career in Australia, Africa and Europe includes six years with PricewaterhouseCoopers and senior roles in the resources, financial services, property, infrastructure and agricultural sectors. His time in Australia includes terms as Chief Financial Officer with Stockland Limited, GrainCorp Limited and Wizard Mortgage Corporation.</p> <p>He is currently Non-Executive Director and Chairman of the Audit Committee of ASX listed Mount Gibson Iron Limited [ASX: MGX] (appointed 23 February 2012).</p> <p>His former public company directorships include King Island Scheelite Limited [ASX: KIS], Rawson Resources Limited [ASX: RAW], CPA Australia Limited, Kosciusko Alpine Club Limited Sovereign Gold Company Limited [ASX: SOC] and Tubi Limited [ASX:2BE].</p>
<p><b>Keith Middleton</b> Independent Non-Executive Director Appointed 1 February 2022</p>	<p>Keith Middleton BA, AIM, AICD is a Non-Executive Director.</p> <p>Keith is a corporate advisor and director of ASX listed companies specializing in the Australian and International resource sector. He has extensive experience in financial analysis, risk management, major capital works expenditure, corporate governance and ESG regulations. Keith has direct accountability for mining operations and exploration activities coupled with strategy formulation, project evaluation and investor presentations.</p> <p>His former public directorships over the last three years include American Rare Earths Limited from 19 March 2020 to 7 February 2022 and Redbank Copper from 2 August 2019 to 2 August 2021.</p>

All Directors shown were in office from the beginning of the period until the date of this report, unless otherwise stated.

### 2. COMPANY SECRETARY

Wayne Kernaghan BBus, ACA, FAICD, ACIS Company Secretary Appointed 16 December 2020.

Wayne is a member of the Institute of Chartered Accountants in Australia with a number of years' experience in various areas of the mining industry. He provides secretarial services to a range of companies including other public listed companies. He is also a Fellow of the Australian Institute of Company Directors and a Chartered Secretary.

### 3. MEETINGS OF DIRECTORS AND COMMITTEES OF BOARD

The number of meetings held (including meetings of Directors) and the number of meetings attended during the financial year are:

Directors	Board Meetings		Audit Committee Meetings		Remuneration Committee Meetings	
	Eligible to Attend	Attended	Eligible to Attend	Attended	Eligible to Attend	Attended
G Hill	9	9	2	2	-	-
S Bird	9	9	2	2	-	-
M Sykes	9	9	-	-	-	-
K Middleton	-	-	-	-	-	-

### 4. PRINCIPAL ACTIVITIES

Through its controlled entity Pacific American Coal Canada Limited, the Company holds coal licences for exploration in the coking coal regions of Kootenay in British Columbia and applications for exploration licences in the metallurgical coal region of the Arkoma Basin in Oklahoma.

### 5. REVIEW OF OPERATIONS

The consolidated loss after income tax for the Group was \$1,262,845 (2020: \$925,981).

The 2021 financial year marks a year of growth and diversity for the Company, where strategic initiatives were resourced and new high value opportunities were identified and secured.

#### North American Metals Strategy

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The Company continues to seek a third project that will provide the Company all year-round access. The identification and selection of this project will coincide with the expansion of the North American team, including technical and executive professionals.

#### Renewable Energy Investment

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For further details, refer to the Chief Executive Officer's Report attached to the Directors' Report.

### 6. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Group during the financial year other than as stated in this report.

### 7. DIVIDENDS

There were no dividends paid or declared by the Group (2020: \$Nil).

### 8. ENVIRONMENTAL REGULATION

The Group's operations are subject to environmental regulations under relevant local laws, council policies and state and federal government legislation in relation to operating activities.

Operations are closely monitored in accordance with operating procedures to ensure that potential for environmental contamination is minimised.

Directors are not aware of any significant breaches in environmental regulations during the period covered by this report.

### 9. MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL PERIOD

No matter or circumstance has arisen since 31 December 2021 that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in financial years subsequent to 31 December 2021.

### 10. LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

Whilst the Board will continue with planned decisions to conserve cash, the Company is continuing to identify, pursue and explore new projects and investment opportunities together with procuring funding for its existing projects. Neither the expected results of any operations nor strategy for new projects have been included in this report, as in the opinion of the Directors this information would prejudice the interest of the Company if included.

### 11. DIRECTORS' INTERESTS

The relevant interest of each Director in the shares issued by the Company, as notified by the Directors to the Australian Securities Exchange ('ASX') in accordance with Section 205G(1) of the *Corporations Act 2001*, at the date of this Directors' Report is as follows:

	Ordinary Shares	Unquoted Options
G Hill <sup>1</sup>	44,461,380	3,500,000
S Bird <sup>1</sup>	863,442	3,500,000
M Sykes <sup>1</sup>	80,000	3,500,000
K Middleton	1,000,000	-

<sup>1</sup> Held directly and indirectly

### 12. AUDITOR'S INDEPENDENCE DECLARATION

We confirm that we have obtained the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* (Cth) which is set out on page 17.

### 13. AUDITOR

Hall Chadwick is appointed auditor in office in accordance with section 327 of the *Corporations Act 2001*.

### 14. SHARES UNDER OPTION

At the date of this report there are 13,500,000 unissued ordinary shares of the Company under option (2020: 1,500,000)

### 15. INDEMNIFICATION AND INSURANCE OF DIRECTORS AND AUDITORS

#### Indemnification

Under the Company's Constitution, the Company indemnifies each Director, Officer and Agent of the Company ('Officer') against:

- any liability incurred by that Officer as such in defending any proceedings, whether civil or criminal, in which judgement is given in favour of the Officer or which are discontinued, withdrawn, dismissed or struck out, or in which

the Officer is acquitted, or in connection with any application in relation to those proceedings in which relief is granted to the Officer by the Court; and

- any liability incurred by an Officer in carrying out the business or exercising the powers of the Company which does not involve any negligence, default, breach of duty or breach of trust by the Officer in relation to the Company.

#### **Insurance Premiums**

Since the end of the year, the Company has paid insurance premiums of \$20,000 (2020: \$19,570) in respect of directors' and officers' liability and legal expenses' insurance contracts, for current and former Officers, including senior executives of the Company and directors, senior executives and secretaries of its controlled entities. The insurance premiums relate to:

- costs and expenses incurred by the relevant Officers in defending proceedings, whether civil or criminal and whatever their outcome; and
- other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty or improper use of information or position to gain a personal advantage.

The insurance policy outlined above does not contain details of the premiums paid in respect of individual Officers.

#### **16. NON-AUDIT SERVICES**

Fees for non-audit services provided by Hall Chadwick, its related practices and non-related audit firms in the December 2021 financial year were \$5,422 (2020 \$4,500) - for taxation services.

Directors are satisfied that the services disclosed above did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the audit committee prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the services provided does 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.

#### **17. REMUNERATION REPORT - AUDITED**

The remuneration committee reviews and makes recommendations to the board on remuneration packages and policies applicable to the executive officers and directors of the Company and of other executives of the Group. It is also responsible for share option schemes, incentive performance packages, superannuation entitlements, retirement and termination entitlements, fringe benefits policies and professional indemnity and liability insurance policies.

The members of the remuneration committee during the year were:

- Simon Bird (Chairman) – Non-Executive Director
- Geoff Hill – Non-Executive Board Chairman

The remuneration structures explained below are designed to attract suitably qualified candidates, reward the achievement of strategic objectives and achieve the broader outcome of creation of value for security holders. The remuneration structures take into account a range of factors, including the following:

- the capability and experience of the key management personnel;
- the requirement to utilise those skills in the furtherance of the Group's strategic objectives;
- the performance of the key management in their particular role;
- the Group's overall performance;
- the remuneration levels being paid by competitors for similar positions; and
- the need to ensure continuity of executive talent and smooth succession planning.

In assessing the performance of a particular executive, consideration of various other aspects is taken into account regardless of only the immediate profit and loss performance. The nature of the Group's operations and investment is such that decisions are constantly being taken that will not have profit repercussions for several years. Moreover, the evaluation of executive performance also has regard to the Executive's effectiveness in developing a capable support team and in showing leadership qualities and instilling positive cultural values within the Group.

Remuneration packages included fixed remuneration only for the past financial year, but a revision of a performance bonus structure is under consideration. There was no performance-based remuneration in either the current or the prior financial year.

#### Fixed Remuneration

Fixed remuneration consists of base remuneration (which is calculated on a total cost basis and includes any fringe benefits tax charges related to employee benefits including motor vehicles, car parking and other specified benefits), as well as employer contributions to superannuation funds.

Remuneration levels are reviewed annually through a process that considers the factors outlined above.

#### Non-executive Directors

The Board's 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. No remuneration consultants were used in the 2021 financial year. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders at a General Meeting. On 16 December 2008, shareholders last approved a maximum aggregate amount totalling \$250,000. Fees for Non-Executive Directors are not linked to the performance of the Group. However, to align Non-Executive Directors' interests with shareholders' interests, the Non-Executive Directors are encouraged to hold shares in the Group and may receive options as long-term incentive remuneration.

#### Executives

Executive Directors and other Company executives (Executives) receive either a salary plus superannuation guarantee contributions as required by law, currently set at 10%, or provide their services via a consultancy arrangement. Individuals may elect to sacrifice part of their salary to increase payments towards superannuation. Bonus payments are at the discretion of the Board and based on an Executive's performance.

#### Base Salary

Structured as a total employment cost package comprising cash, leave benefits and superannuation, Executives' remuneration is reviewed annually for competitiveness and performance. There are no guaranteed salary increases fixed in any Executives' contract.

#### Benefits

Executives may receive reimbursement for out-of-pocket expenses incurred in undertaking their duties, including reasonable travel, accommodation and entertainment expenses.

When considering the relationship between the Group's Remuneration Policy and the performance of the Group and Executives and the subsequent benefits the performance had on shareholders' wealth, the Remuneration Committee had regard to the following:

	2021	2020	2019	2018
Net loss (\$)	(1,262,845)	(925,981)	(1,344,944)	(103,361)
Loss per share (cents)	(0.37)	(0.38)	(0.81)	(0.06)
Dividends / distributions (\$)	-	-	-	-
Share price at year end (\$)	0.017	0.022	0.031	0.041
Market capitalisation (\$)	8,123,916	6,920,868	5,534,777	6,777,541
Director & Key Management Personnel remuneration (\$)	265,750	264,922	373,357	382,332

The Remuneration Committee considers that the Group's remuneration policy is appropriate.

## Employment Contracts

No director or key management personnel are employed under an official contract of service as at 31 December 2021.

### Details of Key Management Personnel

#### Directors

Name	Position
G Hill	Non-Executive Chairman
S Bird	Non-Executive Director
K Middleton	Non-Executive Director ( appointed 1 February 2022)
M Sykes	Executive Director

#### Other Key Management Personnel

Name	Position
W Kernaghan	Chief Financial Officer /Company Secretary

Key management personnel are those directly accountable and responsible for the operational management and strategic direction of the Company and the Group.

Details of the nature and amount of each element of the remuneration of Directors and other Key Management Personnel of the Company during the financial year are:

Year	Short-Term Employee Benefits			Post-Employment	Share Based Payments	Total	Proportion of Remuneration Performance Related	Value of Options as a Proportion of Remuneration
	Salary & Fees	Bonus	Non-Monetary Benefits	Super-annuation Benefits	Options			
Key Management Personnel	\$	\$	\$	\$	\$	\$	%	%
<b>Directors</b>								
G Hill	2021	32,700	-	-	13,200	45,900	-	28.8
	2020	50,100	-	-	-	50,100	-	-
S Bird	2021	32,700	-	-	13,200	45,900	-	28.8
	2020	32,700	-	-	-	32,700	-	-
M Sykes	2021	139,750	-	-	13,200	152,950	-	8.6
	2020	141,500	-	-	-	141,500	-	-
<b>Executives (Other)</b>								
W Kernaghan	2021	21,000	-	-	-	21,000	-	-
	2020	3,500	-	-	-	3,500	-	-
I Morgan	2021	-	-	-	-	-	-	-
	2020	37,122	-	-	-	37,122	-	-
<b>Total</b>	<b>2021</b>	<b>226,150</b>	<b>-</b>	<b>-</b>	<b>39,600</b>	<b>265,750</b>	<b>-</b>	<b>14.9</b>
	2020	264,922	-	-	-	264,922	-	-

No termination payments, bonuses or long-term benefits have been paid or accrued for any director or key management personnel in the year ended 31 December 2021 (2020: \$Nil).

### Compensation options: Granted and vested during the year

9,000,000 options were granted to Directors or key management personnel as part of the remuneration during 2021 (2020:nil), that was approved by shareholders at the Company's AGM held on 31 May 2021.

1,500,000 unquoted options were granted during the year ended 31 December 2019 to Directors or key management personnel as part of their remuneration, that was approved by shareholders at the Company's AGM held on 14 May 2019.

### Equity Instruments held by Key Management Personnel

The number of shares and options over shares in the Company held during the financial year by each Director of and each of the other key management personnel, including their personally related entities, are set out below:

#### Movement in Share holdings held by Key Management Personnel

	Held at 31 December 2020	Other Changes During the Year	Held at 31 December 2021
<b>2021</b>			
<b>Directors</b>			
G Hill <sup>1</sup>	30,874,587	13,586,793	44,461,380
S Bird <sup>1</sup>	575,628	287,814	863,442
M Sykes <sup>1,2</sup>	70,000	10,000	80,000
<b>Executives</b>			
W Kernaghan <sup>3</sup>	-	-	-
I Morgan <sup>4</sup>	17,452	(17,452)	-
<b>Total</b>	<b>31,537,667</b>	<b>13,867,155</b>	<b>45,404,822</b>
	Held at 31 December 2019	Other Changes During the Year	Held at 31 December 2020
<b>2020</b>			
<b>Directors</b>			
G Hill <sup>1</sup>	21,469,879	9,404,708	30,874,587
S Bird <sup>1</sup>	287,814	287,814	575,628
M Sykes <sup>1,2</sup>	35,000	35,000	70,000
<b>Executives</b>			
W Kernaghan <sup>3</sup>	-	-	-
I Morgan <sup>4</sup>	17,452	-	17,452
<b>Total</b>	<b>21,810,145</b>	<b>9,727,522</b>	<b>31,537,667</b>

<sup>1</sup> Held directly and indirectly

<sup>2</sup> M Sykes was appointed Executive Director on 31 December 2017

<sup>3</sup> W Kernaghan was appointed Chief Financial Officer/Company Secretary on 16 December 2020

<sup>4</sup> I Morgan retired as Chief Financial Officer/Company Secretary on 31 December 2020

No shares were granted as remuneration in 2020.

#### Movement in Option holdings held by Key Management Personnel

9,000,000 options were granted as remuneration in 2021, while 1,500,000 unquoted options were granted as remuneration and held by key management personnel during 2019.

	Held at 31 December 2020	Options granted	Net Change Other	Held at 31 December 2021	Total Vested and Exercisable
<b>Directors</b>					
G Hill	500,000	3,000,000	-	3,500,000	333,333
S Bird	500,000	3,000,000	-	3,500,000	333,333
M Sykes	500,000	3,000,000	-	3,500,000	333,333
<b>Executives</b>					
W Kernaghan <sup>1</sup>	-	-	-	-	-
I Morgan <sup>2</sup>	-	-	-	-	-
<b>Total</b>	<b>1,500,000</b>	<b>9,000,000</b>	<b>-</b>	<b>10,500,000</b>	<b>999,999</b>

<sup>1</sup> W Kernaghan was appointed Chief Financial Officer/Company Secretary on 16 December 2020

<sup>2</sup> I Morgan retired as Chief Financial Officer/Company Secretary on 31 December 2020

**Loans to Key Management Personnel**

There were no loans to key management personnel during the year.

**Transactions with Related Entities**

There were transactions with related entities during the year

**END - REMUNERATION REPORT – AUDITED**

**18. PROCEEDINGS ON BEHALF OF THE COMPANY**

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purposes of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

**19. ROUNDING OF AMOUNTS**

Amounts in the financial report and Directors' Report are rounded off to the nearest dollar, unless otherwise stated.

**20. COMPETENT PERSON'S STATEMENT**

***Previously Released Information***

The Chief Executive Officer's and Directors' Reports refer to information extracted from reports available for viewing on the Company's website [www.pacificamerican.com.au](http://www.pacificamerican.com.au) and announced on 16.01.2019 "Elko Coking Coal Project JORC Resource Increased to 303Mt", and on 01.10.2020 "Drill Ready Western Australian Gold Project".

The Company confirms it is not aware of any new information or data that materially affects the information included in the original market announcement, and, in the case of exploration targets, that all material assumptions and technical parameters underpinning the exploration targets in the relevant market announcement continues to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings presented have not been materially modified from the original market announcement.

Signed in accordance with a resolution of the Directors



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Simon Bird

Director

Date 30 March 2022

Sydney



**PACIFIC AMERICAN HOLDINGS LIMITED  
ABN 83 127 131 604  
AND ITS CONTROLLED ENTITIES**

**AUDITOR'S INDEPENDENCE DECLARATION  
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001  
TO THE DIRECTORS OF PACIFIC AMERICAN HOLDINGS LIMITED**

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Pacific American Holdings Limited. As the lead audit partner for the audit of the financial report of Pacific American Holdings Limited for the year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

*Hall Chadwick*

HALL CHADWICK (NSW)  
Level 40, 2 Park Street  
Sydney NSW 2000

*Drew Townsend*

**DREW TOWNSEND**  
Partner  
Dated: 30 March 2022

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the Year Ended 31 December 2021

	Note	12 months to 31 December 2021 \$	12 months to 31 December 2020 \$
<b>Other revenue:</b>			
Interest income		894	1,495
Other income		320	-
		<u>1,214</u>	<u>1,495</u>
<b>Expenses:</b>			
Employee expenses		(262,040)	(303,796)
Administration		(430,635)	(495,231)
Foreign currency exchange difference		(805)	(5,695)
Impairment of equity accounted investments	8	-	(43,472)
Impairment of receivables	5	(131,470)	(79,282)
Share based payment		(52,800)	-
Impairment of exploration expenditure	9	(386,309)	-
<b>Loss before income tax</b>		<u>(1,262,845)</u>	<u>(925,981)</u>
Income tax expense	2	-	-
<b>Loss after income tax</b>		<u>(1,262,845)</u>	<u>(925,981)</u>
<b>Other comprehensive income:</b>			
<i>Items that may be reclassified to profit or loss</i>			
Foreign currency translation differences		229,150	(386,404)
Total other comprehensive income		<u>229,150</u>	<u>(386,404)</u>
<b>Total comprehensive income</b>		<u>(1,033,695)</u>	<u>(1,312,385)</u>
		<b>Cents</b>	<b>Cents</b>
<b>Loss per share:</b>			
Basic loss	3	(0.37)	(0.38)
Diluted loss	3	(0.37)	(0.38)

The Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the Notes to the Financial Statements.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31 December 2021

	Note	31 December 2021 \$	31 December 2020 \$
<b>Current Assets:</b>			
Cash and cash equivalents	4	2,256,631	1,014,973
Trade and other receivables	5	40,638	44,802
Other assets	6	30,923	14,824
<b>Total Current Assets</b>		<b>2,328,192</b>	<b>1,074,599</b>
<b>Non-Current Assets:</b>			
Plant and equipment	7	-	-
Security deposits		165,382	155,805
Investments in associates	8	-	-
Deferred exploration and evaluation costs	9	3,369,994	2,955,386
<b>Total Non-Current Assets</b>		<b>3,535,376</b>	<b>3,111,191</b>
<b>Total Assets</b>		<b>5,863,568</b>	<b>4,185,790</b>
<b>Current Liabilities:</b>			
Trade and other payables	10	180,727	126,296
<b>Total Current Liabilities</b>		<b>180,727</b>	<b>126,296</b>
<b>Total Liabilities</b>		<b>180,727</b>	<b>126,296</b>
<b>Net Assets</b>		<b>5,682,841</b>	<b>4,059,494</b>
<b>Equity:</b>			
Contributed equity	11	17,782,931	15,229,089
Options reserve	12	63,450	10,650
Foreign Exchange Translation Reserve	13	38,826	(190,324)
Accumulated losses		(12,202,366)	(10,989,921)
<b>Total equity attributable to the equity holders of the Company</b>		<b>5,682,841</b>	<b>4,059,494</b>

The Consolidated Statement of Financial Position is to be read in conjunction with the Notes to the Financial Statements.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the Year Ended 31 December 2021

	Contributed Equity	Options Reserve	Foreign Exchange Translation Reserve	Accumulated Losses	Total Equity
	\$	\$	\$	\$	\$
<b>Balance at 31 December 2019</b>	<b>13,578,879</b>	<b>12,600</b>	<b>196,080</b>	<b>(10,065,890)</b>	<b>3,721,669</b>
<b>Comprehensive income</b>					
Loss after income tax for the year	-	-	-	(925,981)	(925,981)
Foreign currency translation differences for foreign operations	-	-	(386,404)	-	(386,404)
Total comprehensive income for the year	-	-	(386,404)	(925,981)	(1,312,385)
<b>Transactions with owners in their capacity as owners</b>					
Issue of share capital	1,756,136	-	-	-	1,756,136
Share issue costs	(105,926)	-	-	-	(105,926)
Unquoted options lapsed transferred to accumulated losses	-	(1,950)	-	1,950	-
	1,650,210	(1,950)	-	1,950	1,650,210
<b>Balance at 31 December 2020</b>	<b>15,229,089</b>	<b>10,650</b>	<b>(190,324)</b>	<b>(10,989,921)</b>	<b>4,059,494</b>
<b>Comprehensive income</b>					
Loss after income tax for the year	-	-	-	(1,262,845)	(1,262,845)
Foreign currency translation differences for foreign operations	-	-	229,150	-	229,150
Total comprehensive income for the year	-	-	229,150	(1,262,845)	(1,033,695)
<b>Transactions with owners in their capacity as owners</b>					
Issue of share capital	2,628,680	-	-	-	2,628,680
Share issue costs	(74,838)	-	-	-	(74,838)
Unquoted options issued during the year	-	103,200	-	-	103,200
Unquoted options lapsed transferred to accumulated losses	-	(50,400)	-	50,400	-
	2,553,842	52,800	-	50,400	2,657,042
<b>Balance at 31 December 2021</b>	<b>17,782,931</b>	<b>63,450</b>	<b>38,826</b>	<b>(12,202,366)</b>	<b>5,682,841</b>

The Consolidated Statement of Changes in Equity is to be read in conjunction with the Notes to the Financial Statements.

## CONSOLIDATED STATEMENT OF CASH FLOWS

for the Year Ended 31 December 2021

	Note	12 months to 31 December 2021 \$	12 months to 31 December 2020 \$
<b>Cash Flows from Operating Activities:</b>			
Interest received		1,214	1,495
Cash payments in the course of operations		(782,454)	(953,695)
<b>Net Cash Used In Operating Activities</b>	16	<b>(781,240)</b>	<b>(952,200)</b>
<b>Cash Flows from Investing Activities:</b>			
Payment for exploration and evaluation costs		(517,964)	(119,663)
Investments in associates		-	(12,968)
<b>Net Cash Used In Investing Activities</b>		<b>(517,964)</b>	<b>(132,631)</b>
<b>Cash Flows from Financing Activities:</b>			
Proceeds from the issue of securities		2,628,680	1,756,136
Share issue costs		(74,838)	(105,926)
<b>Net Cash from Financing Activities</b>		<b>2,553,842</b>	<b>1,650,210</b>
Net increase in cash and cash equivalents		1,254,638	565,379
Net foreign exchange differences		(12,980)	42,153
Cash and cash equivalents at beginning of year		1,014,973	407,441
<b>Cash and Cash Equivalents at End of Year</b>	4	<b>2,256,631</b>	<b>1,014,973</b>

The Consolidated Statement of Cash Flows is to be read in conjunction with the Notes to the Financial Statements.

## NOTES TO THE FINANCIAL STATEMENTS

### 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

#### (a) Introduction

This financial report covers the group of Pacific American Holdings Limited (the "Company") and its controlled entities (together referred to as the "Group"). Pacific American Holdings Limited is a listed public company, incorporated and domiciled in Australia.

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

##### *Operations and principal activities:*

The principal activities of the Group are investment in renewable energy and coal exploration.

##### *Currency*

The financial report is presented in Australian dollars, rounded to the nearest dollar, which is the functional currency of the Parent Entity.

##### *Authorisation of financial report:*

The financial report was authorised for issue on 30 March 2022.

#### (b) Basis of preparation

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001. Pacific American Holdings Limited is a for-profit entity for the purpose of preparing the financial statements.

##### *Accounting Policies*

The accounting policies and methods of computation applied by the Group in the consolidated financial report are the same as those applied by the Group in the previous financial year and corresponding reporting period.

##### *Compliance with IFRS*

The consolidated financial statements of the Group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated.

##### *Historical cost convention*

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

##### *Critical accounting estimates and judgements*

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

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 historical experiences and the best available current information on current trends and economic data, obtained both externally and within the Group. These estimates and judgments made assume a reasonable expectation of future events, but actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period and future periods, if the revision affects both current and future periods. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described below.

*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.

*Key judgements – exploration and evaluation assets*

The Group performs regular reviews on each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. These reviews are based on detailed surveys and analysis of drilling results performed to balance date.

*Going Concern*

The Group incurred a net loss of \$1,262,845 and had operating cash outflows of \$781,240 for the year ended 31 December 2021. As at 31 December 2021 the Group has cash and cash equivalents of \$2,256,631 and net assets of \$5,682,841.

Management continues to preserve operating cash. Current cash levels are sufficient to fund ongoing operations. The ability of the Group to continue as a going concern is principally dependent upon one or more of the following:

- the ability of the Group to raise additional capital in the form of equity;
- the continued support of current shareholders; and
- the ability to successfully develop and extract value through development and/or sale of its projects that are under development.

These conditions give rise to a material uncertainty over the Group's ability to continue as a going concern.

The directors believe that the going concern basis of preparation is appropriate due to the following reasons:

- To date the Group has funded its activities through issuance of equity securities and it is expected that the Group will be able to fund its future activities through further issuances of equity securities; and
- The directors believe there is sufficient cash available for the Group to continue operating until it can raise sufficient further capital to fund its ongoing activities within the forecast period.

Should the Group be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

This financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the Group be unable to continue as a going concern

**(c) Principles of consolidation**

The consolidated financial statements comprise the financial statements of Pacific American Holdings Limited and its subsidiaries at 31 December each year ("the Group"). Subsidiaries are entities (including structured entities) over which the Group has control. The Group has control over an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity, and has the ability to use its power to affect those returns. Subsidiaries are consolidated from the date on which control is transferred to the Group and are deconsolidated from the date that control ceases.

Where controlled entities have entered or left the Group during the year, the financial performance of those entities is included only for the period of the year that they were controlled. A list of controlled entities is contained in Note 24 to the financial statements.

In preparing the consolidated financial statements, all inter-group balances and transactions between entities in the Group have been eliminated in full on consolidation.

Non-controlling interests, being the equity in a subsidiary not attributable, directly or indirectly, to a parent, are reported separately within the equity section of the consolidated statement of financial position and statement of comprehensive income. The non-controlling interests in the net assets comprise their interests at the date of the original business combination and their share of changes in equity since that date.

#### *Business combinations*

Business combinations occur where an acquirer obtains control over one or more businesses.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed is recognised (subject to certain limited exemptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not re-measured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is re-measured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the consolidated statement of comprehensive income.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

#### *Joint Ventures*

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

#### *Associates*

Associates are all entities over which the Group has significant influence but not control or joint control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost. The Group's investment in associates includes goodwill identified on acquisition.

The Group's share of its associate's post-acquisition profits or losses is recognised in profit or loss, and its share of post-acquisition other comprehensive income is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable from associates are recognised as reduction in the carrying amount of the investment.

When the Group's share of losses in an associate equal or exceed its interest in the associate, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

#### **(d) Foreign operations**

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into Australian dollars at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into Australian dollars at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the translation reserve, except to the extent that the translation difference is allocated to non-controlling interests.

#### *Foreign Currency*

Transactions in foreign currencies are translated to the respective functional currencies of Group at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit or loss. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

Foreign currency differences are generally recognised in profit or loss. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.



**(e) Income tax**

The income tax benefit (expense) for the year comprises current income tax benefit (expense) and deferred tax benefit (expense). Current income tax benefit (expense) credited (charged) to profit or loss is the tax receivable (payable) on taxable income. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority. Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

The credit (charge) for current income tax benefit (expense) is based on the profit (loss) for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the reporting date.

Deferred tax is accounted for using the balance sheet method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Current and deferred income tax expense (income) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability 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 is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

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

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

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) 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.

**(f) Plant and equipment**

Each class of plant and equipment is carried at cost or fair value as indicated less, where applicable, any accumulated depreciation and impairment losses.

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

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

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

Depreciation

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

The depreciation rates used for each class of asset is:

<u>Class of Fixed Asset</u>	<u>Depreciation Rate</u>
Plant and Equipment	10% - 20%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in profit or loss.

**(g) Deferred Exploration and Evaluation Costs**

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

Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

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

Costs of site restoration are provided over the life of the project 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 local laws and regulations and clauses of the 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.

**(h) Leases**

At inception of a contract, the Group assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability is recognised by the Group where the Group is a lessee. However, all contracts that are classified as short-term leases (ie a lease with a remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expense on a straight-line basis over the term of the lease.

Initially, the lease liability is measured at the present value of the lease payments still to be paid at commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate.

Lease payments included in the measurement of the lease liability are as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options;
- lease payments under extension options, if lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability as mentioned above, any lease payments made at or before the commencement date, as well as any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term or useful life of the underlying asset, whichever is the shortest. Where a lease transfers ownership of the underlying asset, or the cost of the right-of-use asset reflects that the Group anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

**(i) Financial instruments**

*Recognition and initial measurement*

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

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

Trade receivables are initially measured at the transaction price if the trade receivables do not contain a significant financing component, or if the practical expedient was applied as specified in AASB 15.63.

*Classification and subsequent measurement*

Financial liabilities

Financial instruments are subsequently measured at:

- amortised cost; or
- fair value through profit or loss.

A financial liability is measured at fair value through profit and loss if the financial liability is:

- a contingent consideration of an acquirer in a business combination to which AASB 3: Business Combinations applies;
- held for trading; or
- initially designated as at fair value through profit or loss.

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

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

Any gains or losses arising on changes in fair value are recognised in profit or loss to the extent that they are not part of a designated hedging relationship are recognised in profit or loss.

The change in fair value of the financial liability attributable to changes in the issuer's credit risk is taken to other comprehensive income and are not subsequently reclassified to profit or loss. Instead, they are transferred to retained earnings upon de-recognition of the financial liability. If taking the change in credit risk in other comprehensive income enlarges or creates an accounting mismatch, then these gains or losses should be taken to profit or loss rather than other comprehensive income.

A financial liability cannot be reclassified.

Financial assets

Financial assets are subsequently measured at:

- amortised cost;
- fair value through other comprehensive income; or
- fair value through profit or loss.

Measurement is on the basis of two primary criteria:

- the contractual cash flow characteristics of the financial asset; and
- the business model for managing the financial assets.

A financial asset that meets the following conditions is subsequently measured at amortised cost:

- the financial asset is managed solely to collect contractual cash flows; and
- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

A financial asset that meets the following conditions is subsequently measured at fair value through other comprehensive income:

- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates;

- the business model for managing the financial assets comprises both contractual cash flows collection and the selling of the financial asset.

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

The Group initially designates a financial instrument as measured at fair value through profit or loss if:

- it eliminates or significantly reduces a measurement or recognition inconsistency (often referred to as “accounting mismatch”) that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases;
- it is in accordance with the documented risk management or investment strategy, and information about the groupings was documented appropriately, so that the performance of the financial liability that was part of a group of financial liabilities or financial assets can be managed and evaluated consistently on a fair value basis;
- it is a hybrid contract that contains an embedded derivative that significantly modifies the cash flows otherwise required by the contract.

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

#### Impairment

The Group recognises a loss allowance for expected credit losses on:

- financial assets that are measured at amortised cost or fair value through other comprehensive income;
- lease receivables; and
- contract assets (eg amounts due from customers under construction contracts).

Loss allowance is not recognised for:

- financial assets measured at fair value through profit or loss; or
- equity instruments measured at fair value through other comprehensive income.

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

The Group uses the following approaches to impairment, as applicable under AASB 9: Financial Instruments:

- the general approach; and
- the simplified approach

#### De-recognition

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

##### De-recognition of financial liabilities

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

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

##### De-recognition of financial assets

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

All of the following criteria need to be satisfied for de-recognition of financial asset:

- the right to receive cash flows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Group no longer controls the asset (ie the Group has no practical ability to make a unilateral decision to sell the asset to a third party).

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

**(j) Impairment of assets**

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a re-valued amount in accordance with another Standard (e.g. in accordance with the revaluation model in AASB 116). Any impairment loss of a re-valued asset is treated as a revaluation decrease in accordance with that other Standard.

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.

**(k) Employee benefits**

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee benefits that are expected to be settled within 1 year have been measured at the amounts expected to be paid when the liability is settled. Employee benefits payable later than 1 year have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wages increases and the probability that the employee may satisfy vesting requirements. Those cash flows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows.

Equity-settled compensation

Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the binomial pricing model. The volatility input in the pricing model is determined by the historical volatility of the Company's share price over a similar period to the exercise period. Where applicable, the number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

**(l) Revenue and other income**

Revenue is measured at the fair value of the consideration received or receivable after taking into account any trade discounts and volume rebates allowed. When the inflow of consideration is deferred, it is treated as the provision of financing and is discounted at a rate of interest that is generally accepted in the market for similar arrangements. The difference between the amount initially recognised and the amount ultimately received is interest revenue.

Interest revenue is recognised using the effective interest rate method.

**(m) Cash and cash equivalents**

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of 3 months or less, and bank overdrafts. Bank overdrafts are reported within short-term borrowings in current liabilities in the statement of financial position.

**(n) 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 Taxation Office (ATO).

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

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

**(o) Share capital**

Issued and paid up capital is recognised at the fair value of the consideration received by the Group. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

**(p) Earnings per share**

The Group presents basic and diluted earnings (loss) per share (EPS) data for the Parent's ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period, adjusted as appropriate. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

**(q) Comparative figures**

When required by accounting standards comparative figures have been adjusted to conform to changes in presentation for the current financial year. Comparative figures have also been changed where classifications of income and expenditure items have been altered from the prior year as a result of a review by directors. The new classifications have been made to reflect a more accurate view of the Group's operations.

**(r) New standards and interpretations adopted**

The Group has adopted all new and amended Australian Accounting Standards and AASB interpretations, which were applicable as of 1 January 2021. Adoption of other new and amended Australian Accounting Standards and AASB interpretations did not have any effect of the financial position or performance of the Group.

The Group has not elected to early adopt any new standards or amendments.

**(s) Research and development**

Research expenditure is recognised as an expense as incurred.

Costs incurred on development projects (relating to the development of mining projects) are recognised as intangible assets when it is probable that the project will, after considering its commercial and technical feasibility, be completed and generate future economic benefits and its costs can be measured reliably.

The expenditure capitalised comprises all directly attributable costs, including costs of materials, services, direct labour and an appropriate proportion of overheads. Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use on a straight-line basis over its useful life, which varies from 3 to 5 years.

Currently all of the Group's projects have not yet reached the stage where research and development costs are capitalised.

**2. INCOME TAX**

**Reconciliation of Income Tax Benefit to Loss Before Income Tax**

	<b>12 months to 31 December 2021</b>	12 months to 31 December 2020
	<b>\$</b>	<b>\$</b>
Loss before income tax	<b>(1,262,845)</b>	<b>(925,981)</b>
Tax at the Australian tax rate of 26% (2020:27.5%)	<b>(328,340)</b>	<b>(240,755)</b>
Non-deductible expenses and non-assessable income	<b>35,838</b>	<b>18,680</b>
Deferred tax assets not recognised	<b>292,502</b>	<b>222,075</b>
<b>Income Tax Benefit</b>	<b>-</b>	<b>-</b>

At 31 December 2021 the Group had Australian tax losses of \$15,517,683 (31 December 2020: \$14,392,679) which may be carried forward and used to reduce certain taxable income in future years. The Australian losses carry forward indefinitely.

No tax benefit has been recognised at reporting date as the Directors of the Company believe it is too uncertain to determine whether sufficient taxable income will be generated in future periods to utilise these tax losses.

### 3. LOSS PER SHARE

#### (a) Basic and Diluted Loss per Share

	12 months to 31 December 2021 \$	12 months to 31 December 2020 \$
Loss used to calculate basic and diluted EPS	<u>1,262,845</u>	<u>925,981</u>

#### (b) Weighted Average Number of Shares and options

	Number	Number
Weighted average number of ordinary shares outstanding during the year used in calculation of basic and diluted earnings per share	<u>340,477,076</u>	<u>245,403,476</u>
Number of options excluded from the diluted loss per share calculation because they are anti-dilutive	<u>13,500,000</u>	<u>1,500,000</u>

Options were not considered dilutive as they were out of the money.

### 4. CASH AND CASH EQUIVALENTS

	31 December 2021 \$	31 December 2020 \$
Cash at bank	<u>2,256,631</u>	<u>1,014,973</u>
<b>Total Cash and Cash Equivalents</b>	<u><b>2,256,631</b></u>	<u><b>1,014,973</b></u>

### 5. TRADE AND OTHER RECEIVABLES

Other receivables	40,638	44,802
Receivable from associates	<u>210,752</u>	<u>79,282</u>
	251,390	124,084
Impairment of receivables	<u>(210,752)</u>	<u>(79,282)</u>
<b>Total Current Receivables</b>	<u><b>40,638</b></u>	<u><b>44,802</b></u>

### 6. OTHER ASSETS

Prepayments	<u>30,923</u>	<u>14,824</u>
<b>Total other assets</b>	<u><b>30,923</b></u>	<u><b>14,824</b></u>

### 7. PLANT AND EQUIPMENT

<b>Plant and equipment</b>		
At cost	25,891	25,891
Accumulated depreciation	<u>(23,406)</u>	<u>(23,406)</u>
Amount impaired	<u>(2,485)</u>	<u>(2,485)</u>
<b>Total Plant and Equipment</b>	<u><b>-</b></u>	<u><b>-</b></u>

#### Movements during the Year

<b>Plant and Equipment:</b>		
Balance at beginning of year	-	-
Exchange difference	-	-
Amount impaired	-	-
<b>Balance at End of Year</b>	<u><b>-</b></u>	<u><b>-</b></u>

## 8. INVESTMENTS IN ASSOCIATES

	31 December 2021 \$	31 December 2020 \$
<b>Non-Current:</b>		
Investments in associates	-	-
	-	-
<b>Movements during the year</b>		
Balance at beginning of year	-	30,504
Additions during the year	-	12,968
Amount impaired	-	(43,472)
Balance at end of year	-	-
<b>Summary of financial information on associates</b>		
Current assets	3,129	2,315
Non-current assets	23,100	23,904
Total assets	26,229	26,219
Current liabilities	436,399	209,206
Net assets	(410,170)	(182,987)
Total revenue	9,850	-
Loss for the financial year	(227,183)	(132,111)

## 9. DEFERRED EXPLORATION AND EVALUATION COSTS

<b>Deferred exploration and evaluation costs</b>	<b>3,369,994</b>	<b>2,955,386</b>
<b>Movements during the year</b>		
Balance at the beginning	2,955,386	3,253,962
Additions	568,364	119,663
Impairment	(386,309)	-
Foreign currency difference to exchange reserve	232,553	(418,239)
Balance at end of year	3,369,994	2,955,386

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

Based on the results from the exploration program the Company was unable to justify moving forward with the Farm-In agreement and hence provided notice to Salazar that the Company was withdrawing from the Farm-In Agreement. As a result, related deferred exploration and evaluation costs amounting to \$386,309 was impaired in full.

## 10. TRADE AND OTHER PAYABLES

<b>Current:</b>		
Trade payables	75,195	21,442
Other creditors and accruals	105,532	104,854
<b>Total Current Trade and Other Payables</b>	<b>180,727</b>	<b>126,296</b>

Trade payables are usually due within 30 days.

### Secured Amounts Payable

None of the payables are secured.



## 11. CONTRIBUTED EQUITY

	31 December 2021	31 December 2020
Issued Capital - Number of shares	<u>477,877,402</u>	<u>314,584,900</u>
Value of Issued Capital	<u>\$17,782,931</u>	<u>\$15,229,089</u>

### Movement in contributed equity during the year:

Share Capital Movements during the year	31 December 2021		31 December 2020	
	Number	\$	Number	\$
Fully paid ordinary shares at beginning of year	314,584,900	15,229,089	178,541,184	13,578,879
Shares issued under rights offer	159,292,502	2,548,680	98,543,716	1,006,136
Shares issued under placement offer	4,000,000	80,000	37,500,000	750,000
Share issue costs	-	(74,838)	-	(105,926)
Total fully paid ordinary shares at end of year	<u>477,877,402</u>	<u>17,782,931</u>	<u>314,584,900</u>	<u>15,229,089</u>

### Terms and Conditions

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings. In the event of winding up of the Company, ordinary shareholders rank after all creditors and are fully entitled to any proceeds of liquidation. Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

### Capital Management

Management controls the capital of the Company in order to provide capital growth to shareholders and ensure the Company can fund its operations and continue as a going concern. The Company's capital includes ordinary share capital, reserves and accumulated losses as disclosed in the Consolidated Statement of Financial Position. There are no externally imposed capital requirements. Management effectively manages the Company's capital by assessing the Company's financial risks and adjusting its capital structure in response to changes in these risks and the market. These responses include the management of share issues.

There have been no changes in the strategy adopted by management to control the capital of the Group since the prior year.

## 12. OPTIONS RESERVE

The Company also grants incentive stock options for the purchase of ordinary fully paid shares of the Company to its officers, directors, employees and consultants. The exercise price and vesting terms of the share options is determined by the board of directors of the Company at the time of the option grant.

	31 December 2021	31 December 2020
Unquoted options Issued - Number of options	<u>13,500,000</u>	<u>1,500,000</u>
Value of options issued	<u>\$63,450</u>	<u>\$10,650</u>

### Movement in options reserve during the year:

Options reserve movements during the year	31 December 2021		31 December 2020	
	Number	\$	Number	\$
Unquoted options at beginning of year	1,500,000	10,650	2,000,000	12,600
Unquoted options issued to directors expiring 29 June 2026 exercisable at 3.0 cents	12,000,000	52,800	-	-
Unquoted options issued in respect to Salazar Farm in agreement expiry 30 June 2022 exercisable at \$0.02	7,000,000	50,400	-	-
Unquoted options issued in respect to Salazar Farm in agreement expiry 30 June 2022 exercisable at \$0.02 which expired 2 December 2021	(7,000,000)	(50,400)	-	-
Unquoted options expired 2 July 2020	-	-	(500,000)	(1,950)
Total unquoted options over ordinary shares at end of year	<u>13,500,000</u>	<u>63,450</u>	<u>1,500,000</u>	<u>10,650</u>

Information relating to the Pacific American Holdings Limited's Share Option Plan (ESOP), including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of financial year, is set out in Note 25.

### 13. FOREIGN EXCHANGE TRANSLATION RESERVE

	31 December 2021 \$	31 December 2020 \$
<b>Foreign exchange translation reserve</b>	<b>38,826</b>	<b>(190,324)</b>
<b>Movement in Foreign Exchange Translation Reserve</b>		
Balance at beginning	(190,324)	196,080
Foreign currency translation	229,150	(386,404)
Balance at end	<b>38,826</b>	<b>(190,324)</b>

#### Nature and purpose of reserves

##### Foreign exchange translation reserve

The foreign exchange translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

### 14. COMMITMENTS

The Group did not have any commitments as of 31 December 2021 (December 2020: Nil).

### 15. CONTINGENT LIABILITIES

The Group did not have any contingent liabilities as of 31 December 2021 (December 2020: Nil).

### 16. CASH FLOW INFORMATION

	12 months to 31 December 2021 \$	12 months to 31 December 2020 \$
Loss after income tax	(1,262,845)	(925,981)
<i>Add / (less) non-cash items:</i>		
Exploration expenditure impaired	386,309	-
Share based payments	52,800	-
Foreign exchange	-	5,695
Impairment of associates	-	43,472
<i>Change in operating assets and liabilities</i>		
(Increase)/decrease in other receivables	4,164	(9,487)
(Increase)/Decrease in other assets	(16,099)	22,878
(Decrease)/increase in trade and other payables	54,431	(88,777)
<b>Net Cash Used In Operating Activities</b>	<b>(781,240)</b>	<b>(952,200)</b>

#### Non-cash Investing Activities

There were no non-cash financing activities during the current year and the previous corresponding year,

### 17. KEY MANAGEMENT PERSONNEL DISCLOSURES

#### (a) Key Management Personnel Compensation

	31 December 2021 \$	31 December 2020 \$
Short-term benefits	226,150	264,922
Share based payments	39,600	-
	<b>265,750</b>	<b>264,922</b>

#### (b) Loans to Key Management Personnel

There were no loans to key management personnel during the year.

## 18. RELATED PARTIES

### Transactions with Related Entities

There were no transactions with related entities during the year and previous corresponding year.

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

## 19. AUDITOR'S REMUNERATION

	31 December 2021 \$	31 December 2020 \$
<b>Audit of the Group</b>		
<b>Hall Chadwick:</b>		
Audit and review of Financial Reports	38,211	36,527
Taxation services	5,422	4,500
Others	-	-
	<b>43,633</b>	<b>41,027</b>

## 20. FINANCIAL RISK MANAGEMENT

The Group's principal financial instruments comprise deposits with banks, accounts receivable and payable and investments. The main purpose of these financial instruments is to raise cash for the Group's operations. The Group's policy is to manage its finance costs using a mix of fixed and variable interest rates.

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, price risk, credit risk and liquidity risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rate risk and assessments of market forecasts for interest rate prices. Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk, and liquidity risk is monitored through the development of future rolling cash flow forecasts.

Primary responsibility for identification and control of financial risks rests with the directors of the Group. They review and agree to policies for managing each of the risks identified below, including limits for approved instruments, transaction values, tenor and counterparties with whom the Group transacts. The Group does not enter into financial transactions for the purpose of short-term trading.

### (a) Interest rate risk

Interest rate risk is the risk that changes in interest rates will affect the Group's income or the value of its instruments which arises on floating rate instruments. The Group's exposure to market interest rates relates primarily to cash and cash equivalents.

At reporting date, the Group had the following mix of financial assets and liabilities exposed to Australian variable interest rate risk that are not designated in cash flow hedges:

	Note	31 December 2021 \$	31 December 2020 \$
<b>Financial Assets:</b>			
Cash assets	4	2,256,631	1,014,973
		<b>2,256,631</b>	<b>1,014,973</b>

Interest rates over the 12-month period were analysed and a sensitivity analysis determined to show the effect on profit and equity after tax if the interest rates at the reporting date had been 1.0% higher or lower, with all other variables held constant. This level of sensitivity was considered reasonable given the current level of both short-term and long-term Australian interest rates. The following sensitivity analysis is based on the interest rate risk exposures in existence at the reporting date.

At 31 December, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgments of reasonably possible movements:

	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	31 December 2021 \$	31 December 2020 \$	31 December 2021 \$	31 December 2020 \$
<b>Group</b>				
+1.00%	22,566	7,105	22,566	7,105
- 1.00%	(22,566)	(7,105)	(22,566)	(7,105)

**(b) Foreign currency risk**

Foreign currency risk arises as a result of having instruments/cash flows denominated in a currency other than the functional currency. On balancing date, the Group had cash balances made up of Australian, United States and Canadian Dollars as follows:

Currency	31 December 2021	31 December 2020
	\$	\$
AUD	2,232,249	994,079
USD	22,872	18,963
CAD	1,510	1,931
	<u>2,256,631</u>	<u>1,014,973</u>

At 31 December, if the AUD:USD exchange rate had moved as illustrated in the table below with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgments of reasonably possible movements:	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
	\$	\$	\$	\$
<b>Group</b>				
+10.00%	2,287	1,899	2,287	1,899
- 10.00%	(2,287)	(1,899)	(2,287)	(1,899)

At 31 December, if the AUD: CAD exchange rate had moved as illustrated in the table below with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgments of reasonably possible movements:	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
	\$	\$	\$	\$
<b>Group</b>				
+10.00%	151	176	151	176
- 10.00%	(151)	(176)	(151)	(176)

**(c) Credit Risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet contractual obligations. The Group does not hold any collateral.

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents and trade and other receivables. The Group's exposure to credit risk arises from potential default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments. Receivable balances are monitored on an ongoing basis.

At 31 December 2021 the Group had a concentration of credit risk relating to cash deposits totalling \$2,256,631 (31 December 2020: \$1,014,973). Cash deposits are only held with banks and financial institutions who are independently rated parties with a minimum rating of 'A'. The Group had no other concentrations of credit risk with any single counterparty or group of counterparties.

**(d) Liquidity Risk**

The Group's objective is to maintain a balance between continuity of funding and flexibility.

The table below reflects the contractual maturity of fixed and floating rate financial liabilities. Cash flows for financial liabilities without fixed amount or timing are based on the conditions existing at 31 December 2021, the amounts disclosed represent undiscounted cash flows. The remaining contractual maturities of the financial assets and liabilities are:

	≤ 6 months	6-12 months	1-2 years	2-5 years	5+ years	Contractual cash flows	Carrying Amount
	\$	\$	\$	\$	\$	\$	
<b>31 December 2021</b>							
<b>Receivables:</b>							
Trade and other receivables	40,638	-	-	-	-	40,638	40,638
	<b>40,638</b>	-	-	-	-	<b>40,638</b>	<b>40,638</b>
<b>31 December 2020</b>							
<b>Receivables:</b>							
Trade and other receivables	44,802	-	-	-	-	44,802	44,802
	<b>44,802</b>	-	-	-	-	<b>44,802</b>	<b>44,802</b>
<b>31 December 2021</b>							
<b>Financial Liabilities:</b>							
Payables	180,727	-	-	-	-	180,727	180,727
	<b>180,727</b>	-	-	-	-	<b>180,727</b>	<b>180,727</b>
<b>31 December 2020</b>							
<b>Financial Liabilities:</b>							
Payables	126,296	-	-	-	-	126,296	126,296
	<b>126,296</b>	-	-	-	-	<b>126,296</b>	<b>126,296</b>

## 21. SEGMENT INFORMATION

### Identification of reportable operating segments

The Group operates mainly in Canada with the head office located in Australia.

The Group has identified its operating segment based on internal reports that are reviewed and used by the executive team in assessing performance and determining the allocation of resources. The Group does not yet have any products or services from which it derives an income.

Currently, management identifies the Group as having only two reportable segments, being the geographic location of assets in Canada and Australia.

	Canada \$	Australia \$	Total \$
<b>Consolidated 12 Months Ended December 2021</b>			
<b>Other revenue</b>			
Interest income	-	894	894
Other income	-	320	320
	-	1,214	1,214
<b>Expenses</b>			
Employee expenses	(196,640)	(65,400)	(262,040)
Administration	(43,783)	(386,852)	(430,635)
Foreign currency exchange difference	(972)	167	(805)
Share based payments	-	(52,800)	(52,800)
Impairment of exploration expenditure	-	(386,309)	(386,309)
Impairment of receivables	-	(131,470)	(131,470)
<b>Loss before income tax</b>	<b>(241,395)</b>	<b>(1,021,450)</b>	<b>(1,262,845)</b>
<b>Consolidated 12 Months Ended December 2020</b>			
<b>Other revenue</b>			
Interest income	-	1,495	1,495
Foreign currency exchange difference	436	-	436
	436	1,495	1,931
<b>Expenses</b>			
Employee expenses	(220,996)	(82,800)	(303,796)
Administration	(61,102)	(434,129)	(495,231)
Foreign currency exchange difference	-	(6,131)	(6,131)
Share of losses of equity accounted associates	-	(43,472)	(43,472)
Impairment of receivables	-	(79,282)	(79,282)
<b>Loss before income tax</b>	<b>(281,662)</b>	<b>(644,319)</b>	<b>(925,981)</b>

Below is an analysis of the Group's assets and liabilities from reportable segments:

### Consolidated December 2021

Current assets	39,782	2,288,410	2,328,192
Non-current assets	3,535,376	-	3,535,376
<b>Total assets</b>	<b>3,575,158</b>	<b>2,288,410</b>	<b>5,863,568</b>
Current liabilities	65,930	114,797	180,727
Non-current liabilities	-	-	-
<b>Total liabilities</b>	<b>65,930</b>	<b>114,797</b>	<b>180,727</b>
<b>Net segment assets</b>	<b>3,509,228</b>	<b>2,173,613</b>	<b>5,682,841</b>

### Consolidated December 2020

Current assets	29,707	1,044,892	1,074,599
Non-current assets	3,063,297	47,894	3,111,191
<b>Total assets</b>	<b>3,093,004</b>	<b>1,092,786</b>	<b>4,185,790</b>
Current liabilities	58,121	68,175	126,296
Non-current liabilities	-	-	-
<b>Total liabilities</b>	<b>58,121</b>	<b>68,175</b>	<b>126,296</b>
<b>Net segment assets</b>	<b>3,034,883</b>	<b>1,024,611</b>	<b>4,059,494</b>

## 22. SUBSEQUENT EVENT

No matter or circumstance has arisen since 31 December 2021 that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in financial years subsequent to 31 December 2021.

## 23. DIVIDENDS AND FRANKING CREDITS

There were no dividends paid or recommended during the financial year. There were no franking credits available to the shareholders of the Group.

## 24. PARENT ENTITY INFORMATION

The parent in Australia, and ultimate parent entity, is Pacific American Holdings Limited.

	31 December 2021 \$	31 December 2020 \$
Current assets	2,290,040	1,080,330
Non-current assets	6,171,780	5,782,340
Total assets	<u>8,461,820</u>	<u>6,862,670</u>
Current liabilities	114,796	68,174
Non-current liabilities	-	-
Total liabilities	<u>114,796</u>	<u>68,174</u>
Net assets	<u>8,347,024</u>	<u>6,794,496</u>
Contributed equity	17,782,931	15,229,089
Options reserve	63,450	10,650
Reserves	266,594	266,594
Accumulated losses	(9,765,951)	(8,711,837)
Total equity	<u>8,347,024</u>	<u>6,794,496</u>
Loss after income tax	(1,054,114)	(518,284)
Other comprehensive income	-	-
Total comprehensive income	<u>(1,054,114)</u>	<u>(518,284)</u>

### (a) Guarantees entered into by the parent entity

The parent entity has not provided any financial guarantees as at 31 December 2021 (31 December 2020: \$Nil).

### (b) Contingent liabilities of the parent entity

The parent entity did not have any contingent liabilities as at 31 December 2021 or 31 December 2020.

### (c) Contractual commitments for acquisition of property, plant and equipment

As at 31 December 2021, the parent entity did not have any contractual commitments for the acquisition of property, plant or equipment.

### (d) Significant investment in subsidiaries:

Name	Formation / Incorporation	Class of Share	Interest Held % <sup>1</sup>	
			December 2021	December 2020
Primary Power Pty Ltd (formerly Pacific American Hydro Pty Ltd)	Australia	Ordinary	100	100
Texas and Oklahoma Coal Company (USA) LLC <sup>2</sup>	USA	Ordinary	100	100
Pacific American Coal Ltd (formerly Texas and Oklahoma Coal Company Ltd <sup>2</sup> )	British Virginia Island	Ordinary	100	100
Pacific American Coal Canada Ltd (formerly Texas and Oklahoma Coal Company (Canada) Ltd <sup>2</sup> )	Canada	Ordinary	100	100
Texas and Oklahoma Coal Company Pickaxe Exploration LLC <sup>2</sup>	USA	Ordinary	100	100
Pacific American Gold Western Australia Pty Ltd	Australia	Ordinary	100	100

<sup>1</sup> Percentage of voting power is in proportion to ownership being a combined direct and indirect holding.

<sup>2</sup> These companies have a 30 June reporting date.

## 25. SHARE BASED PAYMENTS

### *Equity based instruments – Options*

#### **Employee option plan**

The Pacific American Holdings Limited Directors and Employee Option Incentive Plan (“the Employee Plan”) was last approved by shareholders at the annual general meeting held 31 May 2021.

Options granted to Company employees are issued under the Employee Plan. Options are granted under the Employee Plan for no consideration and once capable of exercise entitle the holder to subscribe for one fully paid ordinary share upon exercise, at the exercise price.

Options granted under the Employee Plan that have not vested at the time an option holder becomes ineligible (i.e. no longer an employee), are forfeited and not capable of exercise. When an option holder becomes ineligible and the options have already vested then the option holder has 3 months to exercise or they expire. Options must be exercised by the expiry dates or they lapse.

At 31 December 2021, there were 13,500,000 unquoted options over ordinary shares and all were employee options (2020: 1,500,000).

## 26. INTERESTS IN OTHER ENTITIES

### **Individually immaterial associates**

The Group has an interest in Metals Finance Africa Ltd that is accounted for as an associate. No amounts are recognised in the accounts of the Group as the Group’s interest has been reduced to zero and additional losses are not provided for as the Group has not incurred legal or constructive obligations or made payments on behalf of Metals Finance Africa Ltd.

Should Metals Finance Africa subsequently report profits, the Group will resume recognising its share of profits only after its share of the profits equals the share of losses not recognised.



## DIRECTORS' DECLARATION

In the Directors' opinion:

- the attached financial statements and notes thereto comply with the *Corporations Act 2001* (Cth), the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 1 to the financial statements;
- the attached financial statements and notes thereto give a true and fair view of the Group's financial position as at 31 December 2021 and of its performance for the period ended on that date;
- the remuneration disclosures included in pages 12 to 16 of the Directors' Report (as part of audited Remuneration Report), for the year ended 31 December 2021, comply with section 300A of the *Corporations Act 2001*; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Directors have been given the declarations required by section 295A of the *Corporations Act 2001*.

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

Signed for and on behalf of the directors by:



A handwritten signature in black ink, appearing to read 'Simon Bird', is written over a light blue horizontal line.

---

Simon Bird

Director

Date 30 March 2022

Sydney

**PACIFIC AMERICAN HOLDINGS LIMITED  
ABN 83 127 131 604  
AND ITS CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REPORT TO  
THE MEMBERS OF PACIFIC AMERICAN HOLDINGS LIMITED  
AND ITS CONTROLLED ENTITIES**

**Opinion**

We have audited the financial report of Pacific American Holdings Limited (the Company) and controlled entities (the Group), which comprises the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and the directors' declaration.

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

- (a) giving a true and fair view of the Group's financial position as at 31 December 2021 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

**Basis of Opinion**

We conducted our audit in accordance with Australian Auditing Standards. Those Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110: *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

**Material Uncertainty Related to Going Concern**

We draw attention to Note 1(b) in the financial report which indicates that the Group incurred a loss of \$1,262,845 and incurred operating cash outflows of \$781,240 during the year ended 31 December 2021. As stated in Note 1(b), these events or conditions, along with other matters as set forth in Note 1(b) indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PACIFIC AMERICAN HOLDINGS LIMITED  
 ABN 83 127 131 604  
 AND ITS CONTROLLED ENTITIES

INDEPENDENT AUDITOR'S REPORT TO  
 THE MEMBERS OF PACIFIC AMERICAN HOLDINGS LIMITED  
 AND ITS CONTROLLED ENTITIES

**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 for the year ended 31 December 2021. 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.

KEY AUDIT MATTER	HOW OUR AUDIT ADDRESSED THE KEY AUDIT MATTER
<p><b>Capitalised Exploration and Evaluation Assets</b>                      Refer to Note 9 "<i>Deferred Exploration and Evaluation Costs</i>" of \$3,369,994 and Note 1 "Significant Accounting Policies"</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>• Evaluating the nature of the type of the exploration and evaluation expenditure that was capitalised to verify such expenditure had met the capitalisation criteria as prescribed in AASB 6.</li> <li>• Assessing the renewal of exploration licences to confirm the exploration licences are current.</li> <li>• Tested a sample of additions of capitalised exploration and evaluation expenditure incurred during the year to supporting documentation.</li> <li>• Conducting a review for any impairment indicators to assess the carrying value of capitalised exploration expenditure.</li> </ul>

As at 31 December 2021 the Group's statement of financial position includes capitalised exploration and evaluation assets amounting to \$3,369,994.

This is a key audit matter due to significant management judgement applied in determining whether capitalised exploration and evaluation expenditure meets the requirements of Accounting Standard AASB 6 "Exploration for and Evaluation of Mineral Resources".

**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 31 December 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 accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

**PACIFIC AMERICAN HOLDINGS LIMITED  
ABN 83 127 131 604  
AND ITS CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REPORT TO  
THE MEMBERS OF PACIFIC AMERICAN HOLDINGS LIMITED  
AND ITS CONTROLLED ENTITIES**

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

**Responsibilities of the Directors for the Financial Report**

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

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

**Auditor's Responsibilities for the Audit of the Financial Report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

**PACIFIC AMERICAN HOLDINGS LIMITED  
ABN 83 127 131 604  
AND ITS CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REPORT TO  
THE MEMBERS OF PACIFIC AMERICAN HOLDINGS LIMITED  
AND ITS CONTROLLED ENTITIES**

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on the Remuneration Report**

We have audited the Remuneration Report included in the directors' report for the year ended 31 December 2021.

In our opinion, the Remuneration Report of Pacific American Holdings Limited for the year ended 31 December 2021 complies with section 300A of the *Corporations Act 2001*.

PACIFIC AMERICAN HOLDINGS LIMITED  
ABN 83 127 131 604  
AND ITS CONTROLLED ENTITIES

INDEPENDENT AUDITOR'S REPORT TO  
THE MEMBERS OF PACIFIC AMERICAN HOLDINGS LIMITED  
AND ITS CONTROLLED ENTITIES

**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.



HALL CHADWICK (NSW)  
Level 40, 2 Park Street  
Sydney NSW 2000



**DREW TOWNSEND**

Partner

Dated: 30 March 2022

## ADDITIONAL SECURITY HOLDER INFORMATION

The information set out below was prepared as at 4 March 2022.

### 1. Class of Shares and Voting Rights

There are currently 899 holders of the Company's ordinary fully paid shares.

The voting rights attaching to ordinary shares set out in the Company's Constitution are:

- (a) On a show of hands each person present as a member, proxy, attorney or representative has one vote; and
- (b) On a poll each member present in person or by proxy, attorney or representative has:
  - (i) one vote for each fully paid share held by him; and
  - (ii) in respect of each partly paid share held by him, a fraction of a vote equivalent to the proportion which the amount paid (not credited) is of the total amounts paid and payable (excluding amounts credited). Amounts paid in advance of a call shall be ignored when calculating the proportion.

### 2. Distribution of Shareholders

Holdings Ranges	Number Holders	Number of Shares	Percentage of Total Shares
1-1,000	111	52,051	0.010
1,001-5,000	89	249,711	0.050
5,001-10,000	86	776,766	0.160
10,001-100,000	301	13,499,234	2.820
100,001-9,999,999,999	312	463,299,640	96.960
<b>Totals</b>	<b>899</b>	<b>477,877,402</b>	<b>100.000</b>
Minimum \$ 500.00 parcel (share price 1.5 cents)	413	3,780,716	0.791

### 3. Substantial Shareholders

Substantial Holder Name	Balance of Shares Held	Percentage of Total Shares
H F T NOMINEES PTY LTD	44,461,380	9.30%
DOVIDO PTY LTD	31,500,000	6.52%

#### 4. Largest Twenty Shareholders

	Holder Name	Balance of Shares Held	Percentage of Total Shares
1	DOVIDO PTY LIMITED	31,500,000	6.592%
2	INTERNATIONAL PACIFIC SECURITIES LIMITED	24,703,745	5.169%
3	GREGORACH PTY LTD <GRIGOR SUPERFUND A/C>	19,377,551	4.055%
4	FAR EAST CAPITAL LIMITED	15,125,064	3.165%
5	GREGORACH PTY LTD	14,581,482	3.051%
6	IPS NOMINEES LIMITED	14,343,750	3.002%
7	HFT NOMINEES PTY LTD	14,173,497	2.966%
8	CITICORP NOMINEES PTY LIMITED	13,794,758	2.887%
9	JOHN WARDMAN & ASSOCIATES PTY LTD <THE WARDMAN SUPER FUND A/C>	13,550,000	2.835%
10	MR JOEL WEBB	12,000,000	2.511%
11	INVIA CUSTODIAN PTY LIMITED <ELLROB A/C>	9,750,000	2.040%
12	DEVIRU PTY LTD	7,988,500	1.672%
13	MRS ELISA ANTOSKA & MR MICHAEL ALAN ANTOSKA <ANTOSKA SUPER FUND A/C>	7,000,000	1.465%
14	LAKE PACIFIC PTY LTD	6,650,000	1.392%
15	AUKERA CAPITAL PTY LTD <AUKERA DISCRETIONARY A/C>	6,000,000	1.256%
16	JETOSEA PTY LTD	5,341,000	1.118%
17	ALTOR CAPITAL MANAGEMENT PTY LTD <ALTOR ALPHA FUND A/C>	5,312,500	1.112%
18	GP SECURITIES PTY LTD	5,205,893	1.089%
19	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	5,097,261	1.067%
20	MGL CORP PTY LTD	5,000,000	1.046%
		<b>236,495,001</b>	<b>49.489%</b>

#### 5. Unquoted Options

Issue Date	Expiry Date	Strike Price Cents	Holder	Number
4-Jun-19	4-Jun-24	6.3	H F T Nominees Pty Ltd <HFT Super Fund A/C>	500,000
4-Jun-19	4-Jun-24	6.3	BNE Management Pty Ltd ATF <BIRD SUPER FUND A/C>	500,000
4-Jun-19	4-Jun-24	6.3	PBAV Pty Ltd	500,000
				<b>1,500,000</b>
29-Jun-21	29-Jun-26	3.0	H F T Nominees Pty Ltd <HFT Super Fund A/C>	3,000,000
29-Jun-21	29-Jun-26	3.0	BNE Management Pty Ltd ATF <BIRD SUPER FUND A/C>	3,000,000
29-Jun-21	29-Jun-26	3.0	PBAV Pty Ltd	3,000,000
29-Jun-21	29-Jun-26	3.0	Mr D Hill	3,000,000
				<b>12,000,000</b>

#### 6. Mining Tenements at 31 December 2021

Location	Tenement Reference	Ownership
British Columbia, Canada	Licences 418648,418649 and 418650	100%
Idaho USA	Federal Lode Claims AC01-AC34	100%
Idaho USA	Federal Lode Claims GC01-GC78	100%



**7. Restricted Securities**

The Company has no restricted securities.

**8. On-market Buy Back**

There is no current on-market buy back.

**9. Corporate Governance Statement**

The Company's Corporate Governance statement is available for members to download and access from [www.pacificamerican.com.au](http://www.pacificamerican.com.au)

**10. Securities Exchange Listing**

The Company's ordinary shares (ASX: PAK) are listed on the Australian Securities Exchange. Home exchange is Sydney, Australia.

**11. Securities Registrar**

Boardroom Pty Limited  
Level 12, 225 George Street  
Sydney, NSW, 2000  
Telephone: +61 2 9290-9600  
Facsimile: +61 2 9279-0664  
Website: [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)

**12. Registered Office**

Suite 706, Level 7  
89 York Street  
Sydney 2000  
Telephone: +61 2 8964 4373

**13. Auditor**

Hall Chadwick  
Level 40, 2 Park Street  
Sydney 2000

**14. Company Secretary**

Wayne Kernaghan.