VERDANT MINERALS LTD
Annual Report 2017

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DIRECTORS – James Whiteside | Jason Conroy | Robert Cooper | Chris Tziolis, MD

VERDANT MINERALS LTD

CORPORATE DIRECTORY

Directors:	James Whiteside	Chairman and Non-Executive Director
	Mr Jason Conroy	Non-Executive Director
	Mr Robert Cooper	Non-Executive Director
	Mr Chris Tziolis	Managing Director
Company Secretary:	Mr Bruce Arnold	Chief Financial Officer

Verdant Minerals Ltd: **ABN 33 122 131 622 (formerly Rum Jungle Resources Ltd)**

Notice of Annual General Meeting:

Annual General Meeting of Verdant Minerals Ltd

Held at:	Ashurst Lawyers Level 26 181 William Street, Melbourne, Vic 3000
Time:	11.00 am
Date:	Thursday 23rd November 2017

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Registered Office:

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Share Registry:

Computershare Investor Services Pty Limited
Yarra Falls
452 Johnston Street
Abbotsford, Victoria 3067

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Auditor:

KPMG
Chartered Accountants
18 Smith Street
Darwin, Northern Territory, 0800

Stock Exchange Listing:

ASX Limited
Securities Code - VRM: *Shares*

E-mail: info@vedantminerals.com.au

Website Address: www.verdantminerals.com.au

MISSION STATEMENT

Verdant Minerals Ltd (VRM) (formerly Rum Jungle Resources Ltd) strategic intent is to create shareholder value through the discovery, development and operation of fertiliser and industrial mineral projects, located in close proximity to existing transport infrastructure, focused on the Northern Territory of Australia.

Verdant Minerals Ltd's portfolio of projects includes the global scale Ammaroo Phosphate Project, sulphate of potash projects and the Dingo Hole Silica Project.

ANNUAL REPORT – 30 JUNE 2017

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CHAIRMAN'S LETTER

In this my first Chairman's report, I am very pleased to be able to report that the progress of commercialising the Company's very significant fertiliser resources is well advanced, and we are moving closer to the prospect of Verdant Minerals becoming an important regional player in the global fertiliser market.

You are aware that, at the last AGM, shareholders agreed to change the name of the company from Rum Jungle Resources Ltd to Verdant Minerals Ltd. This change has been well received in the market and has resonated strongly with the many global industry players we have been speaking with over the last twelve months. These discussions are advancing, but as was made clear when the company undertook the rights issue in June 2016, our focus has been almost entirely on the bankable feasibility study of the Ammaroo Phosphate project and associated environmental approvals, as it is very clear that these are the essential elements to securing industry investment and bankable offtake.

Details of the progress that has been made is provided in the Operations Review in this Annual Report, however I would like to acknowledge the support the company has received from the lead consultants that have undertaken much of this work, most notably WorleyParsons, GHD on the Environmental Impact Statement and Ward Keller on Native Title.

We were also very pleased to be able to report in February that the Chief Minister of the Northern Territory awarded Major Project Status to the Ammaroo Phosphate project. As well as confirming the economic value of the project to the Northern Territory, this has also significantly enhanced our engagement with the NT Government, which is critical to ensure the appropriate legislative, royalty and infrastructure arrangements can be established.

The Managing Director and I have briefed a number of global fertiliser companies and potential off takers at industry events in the USA and Morocco, and have a continued line of dialogue with a number of these companies who are tracking our progress. There is real interest in the development of new sources of phosphate rock concentrate, to reduce the reliance on the current dominant suppliers. In addition to the geographic proximity of Darwin to key markets in the subcontinent, Asia and the west coast of the Americas, the opportunity for an existing player to invest upstream in a stable country like Australia is of potential interest. An important step will be providing these companies with samples of our product, as these become available from the pilot plant work undertaken by Corem in Canada.

Given the company will soon be in a position to consider funding options for the future, we were very pleased to be able to invite Jason Conroy to join our board. Until recently, Jason was the Chief Financial Officer of the energy and infrastructure company DUET Group and has significant experience in corporate finance, venture capital and financial restructuring and so substantially bolsters the financial capability of the Verdant board at a time when the Company's projects move toward development and production.

Another Board director, Jeff Landels, announced his retirement and so retired from the board in September, after 5 years as a director. Jeff has been a tireless supporter and adviser to the company over this time and we have passed on our thanks and very warm wishes for the future.

Finally, I would like to thank our Managing Director Chris Tziolis, and the small team he oversees for their fantastic work throughout the year. Chris has criss-crossed Australia and the world in pursuit of the successful commercialisation of the Ammaroo Phosphate project and his work to orchestrate the number of complex streams of work that are underway are greatly appreciated by the Board.

James Whiteside

James Whiteside
Chairman

OPERATIONS REVIEW

HIGHLIGHTS AND ACHIEVEMENTS

Health, Safety, Environment and Community

- 7,269 hours of field work were conducted throughout the year. There were no Lost Time Injuries (LTIs) reported and no reportable environmental incidents

Project	Field Hours Worked
Ammaroo	7,249
Karinga Lakes	20
Total	**7,269**

Table 1. Field hours worked in each project.

- A Community meeting held with the Traditional Owners and community members associated with the Ammaroo phosphate project in September 2016 at Ampilatwatja
- A meeting was also held with the representatives of the Traditional Owners of Lake Frome
- Wide-ranging community and other stakeholder engagement has been undertaken as part of the social impact assessment in the on-going Ammaroo Environmental Impact Study (EIS)
- NT Department of Primary Industry and Resources inspected the Ammaroo Project site twice during the reporting period

Corporate

- James Whiteside was appointed to the Board as a non-executive director on 6 October 2016 and appointed Chairman following the AGM on 24 November 2016
- David Muller retired as Chairman following the AGM
- Rum Jungle Resources Ltd was renamed Verdant Minerals Ltd on 5 December 2016
- Magma Capital Advisory, an independent provider of advisory services to corporate, project and government entities, covering all facets of debt strategy and financing, risk management and treasury, was appointed as financial advisor to assist the Company in structuring and obtaining debt financing
- Jason Conroy, an experienced finance executive, was appointed to the Board on 7 August 2017
- The cash balance at the year-end was $6.5million

OPERATIONS REVIEW

Phosphate

- WorleyParsons was appointed as study manager for the Bankable Feasibility Study (BFS) 12 September 2016 as previously announced to the ASX
- GHD Pty Ltd was appointed as lead consultant to complete the Environmental Impact Statement (EIS) 15 September 2016 as previously announced to the ASX
- The Ammaroo Phosphate project was granted Major Project Status by the NT Government as announced to the ASX on 9 March 2017
- An update of the main Ammaroo phosphate resource was announced to the ASX on 15 March 2017 and has not changed since
- The Bankable Feasibility Study (BFS) and Environment Impact Study are currently underway. EIS is due for formal submission in October 2017 and will be available for public review over a six week period following submission. BFS to be completed during Q1 2018
- A core component of the BFS is process flow sheet development and refinement that culminates in a bulk beneficiation pilot trial of approximately 30 tonnes of Ammaroo Phosphate Rock. The Pilot trial commenced week of 25 September and will provide the basis for completion of detailed engineering and design and product samples for marketing purposes
- Commercial negotiations with the providers of rail and port capacity have been commenced
- The Company commenced discussions with regional buyers of phosphate rock with a view of establishing opportunities for off-take agreements and partnerships that will be necessary to underpin project financing for the Ammaroo Phosphate Project
- Initial submission to the Northern Australia Infrastructure Fund (NAIF) was assessed as favourable by the NAIF Board and the project has been ranked in the top 20 prospects for future NAIF funding
- Initial drilling program at the Rockhole prospect approximately 50 km to the northeast of Ammaroo were encouraging and led to the establishment of an independently assessed Exploration Target of approximately 40 Mt to 70 Mt at 17% to 24% P_2O_5 at a cut-off grade of 10% P_2O_5 or approximately 30 Mt to 50 Mt at 20% to 27% P_2O_5 at a cut-off grade of 15% P_2O_5. This was announced to the ASX on 7 August 2017 and hasn't changed since

Sulphate of Potash

- Australian water technology company, Aqua Guardian Group Limited (AGG) has entered into a A$3 million earn-in agreement with Verdant Minerals Ltd (Verdant) to earn up to 40% of the Karinga Lakes Sulphate of Potash Project. This was announced to the ASX on 10 August 2017
- Western Australian potash interests have been relinquished in order to focus on Karinga Lakes (NT) and Lake Frome (SA)

Silica (High Purity Quartz)

- Samples from Dingo Hole continue to undergo proprietary test work, with a view to evaluate its suitability for conversion to a valuable high purity quartz product. This work is ongoing and has been repatriated to a tier one Australian University. The work is being conducted as a research project with no cost the Verdant Minerals

OPERATIONS REVIEW

PHOSPHATE PROJECTS

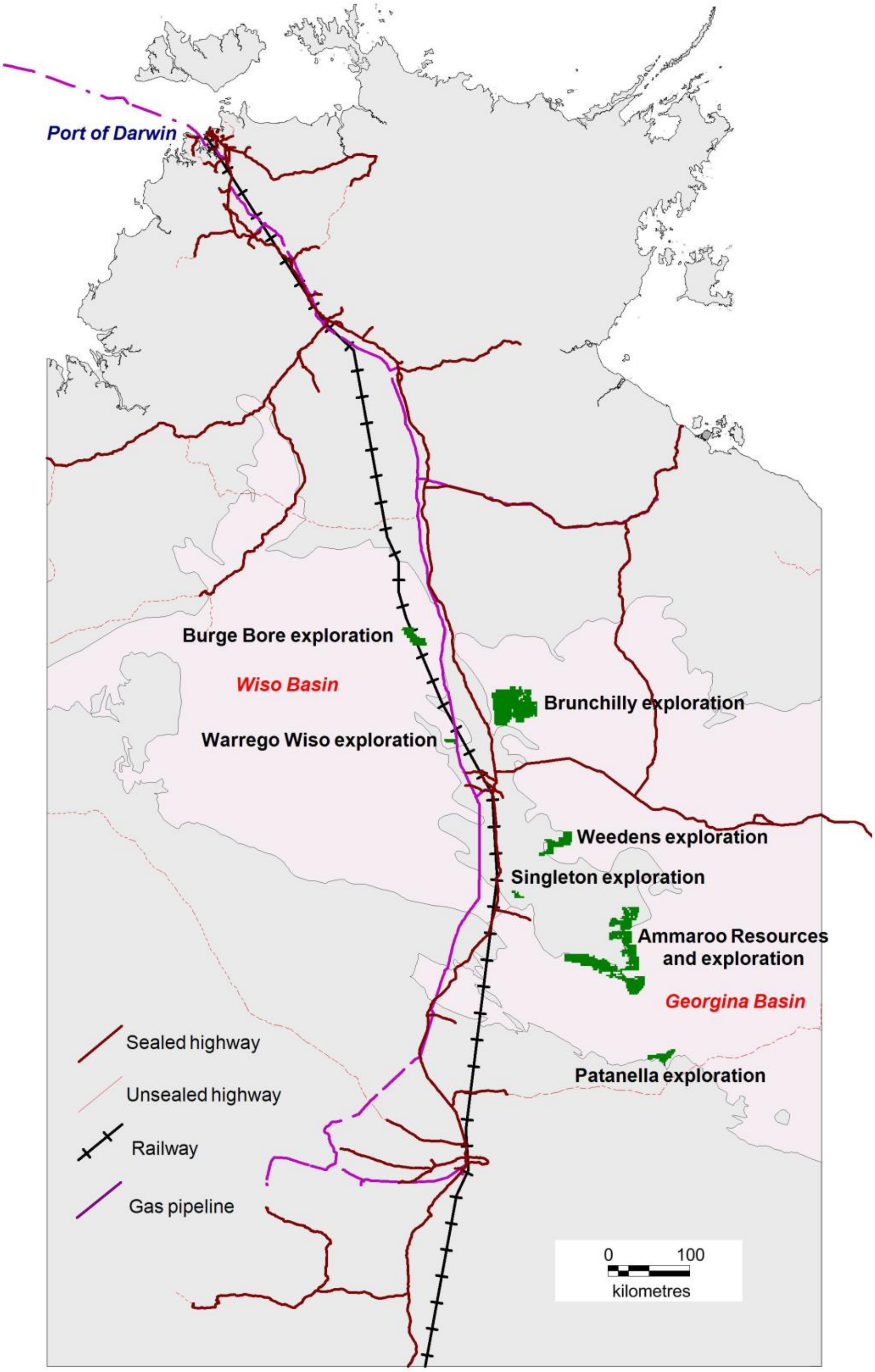

Figure 1. Phosphate projects in the Georgina and Wiso Basins (shown in pink) in relation to transport infrastructure and gas pipelines (pink lines).

OPERATIONS REVIEW

AMMAROO PHOSPHATE PROJECT, NT

The Ammaroo Phosphate Project is located 200 km southeast of Tennant Creek. The project area contains the billion tonne 40 km long Ammaroo Phosphate JORC Resource, the satellite Ammaroo South JORC Resource, the Rockhole Exploration Target, and significant greenfields potential in the east. The Bankable Feasibility Study and Environmental Impact Assessment are currently underway.

Ammaroo Phosphate Titles

The tenement situation for the end of June 2017 is listed in the following table. Some renewals, shown in red, were still pending at the end of the reporting period.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 24726	501.54	157	1/04/2008	31/03/2018	Territory Phosphate Pty Ltd
EL 25183	76.58	24	19/04/2007	18/04/2019	Territory Phosphate Pty Ltd
EL 25184	137.40	43	19/04/2007	18/04/2017	Territory Phosphate Pty Ltd
EL 25185	408.25	128	19/04/2007	18/04/2017	Territory Phosphate Pty Ltd
EL 27987	15.99	5	27/10/2010	26/10/2018	Territory Phosphate Pty Ltd
EL 28402	70.27	22	20/06/2011	19/06/2017	Territory Phosphate Pty Ltd
EL 28403	214.02	67	20/06/2011	19/06/2017	Territory Phosphate Pty Ltd
EL 28648	12.81	4	25/10/2011	24/10/2017	Territory Phosphate Pty Ltd
EL 29373	306.99	96	14/09/2012	13/09/2018	Territory Phosphate Pty Ltd
EL 29374	400.68	125	14/09/2012	13/09/2018	Territory Phosphate Pty Ltd
EL 30520	86.42	27	01/04/2008	31/03/2018	Territory Phosphate Pty Ltd
EL 30663	105.25	33	31/07/2015	30/07/2021	Territory Phosphate Pty Ltd
MLA 29463	6375 hectares	na	application 30/03/2012	30 years from grant	Territory Phosphate Pty Ltd
MLA 29854	9074 hectares	na	application 14/02/2013	25 years from grant	Territory Phosphate Pty Ltd

Table 2: Ammaroo phosphate titles.

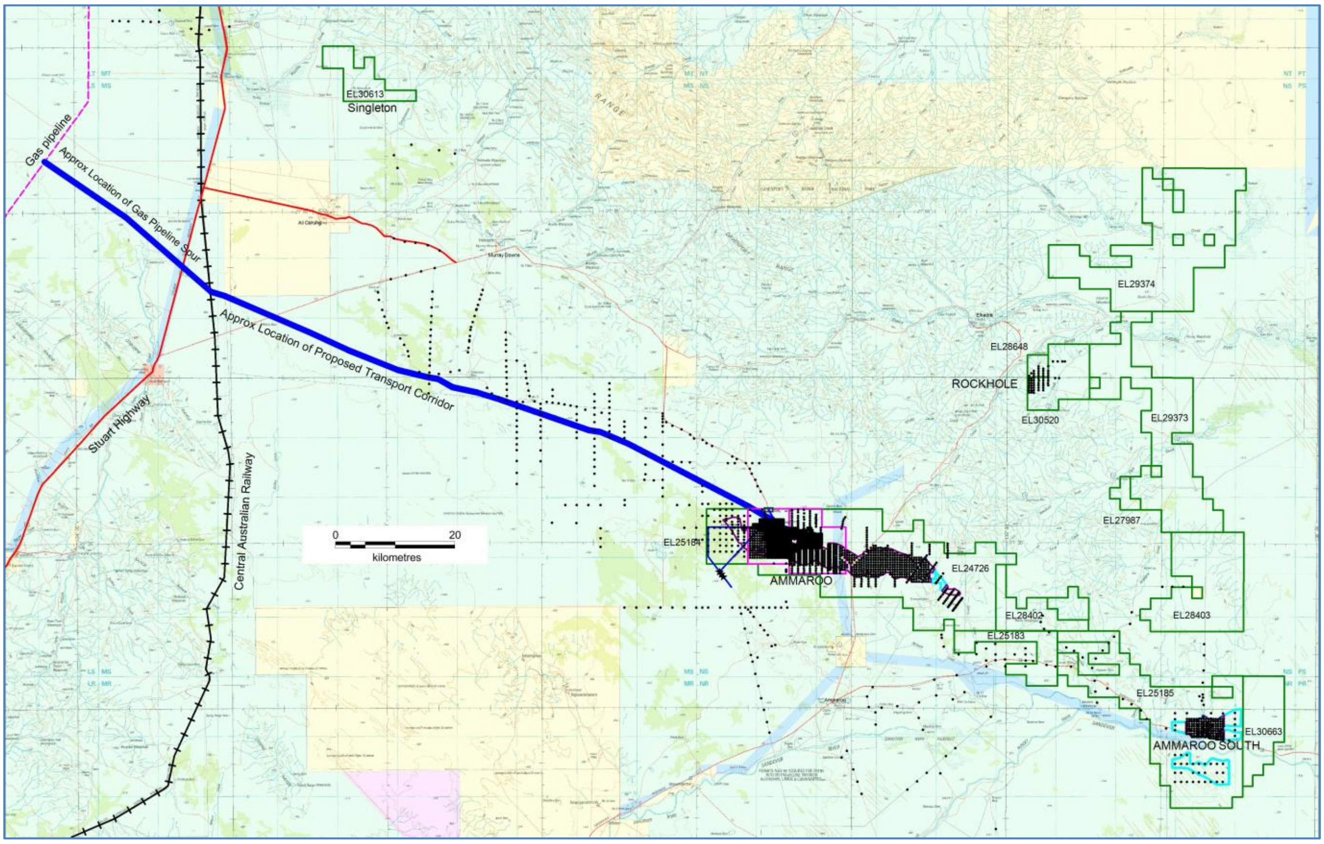

Figure 2. Tenement status as of 30 June 2017, showing granted ELs outlined in green, ML applications in pink and all drilling including in areas now relinquished as black dots. JORC resources are outlined in purple, independently estimated exploration potential is outlined in light blue. Proposed new infrastructure being evaluated in the BFS is shown in dark blue. The Rockhole prospect referred to below is labelled.

OPERATIONS REVIEW

Main Ammaroo Resource Update

The latest updated resource estimate for the main Ammaroo phosphate deposit was announced to the ASX on 15 March 2017 and has not changed since. This update was based on 201 in-fill reverse circulation (RC) holes and 29 diamond cored holes drilled in the central northern part of the Ammaroo Phosphate Resource during 2016.

	Mt	P_2O_5 %	Al_2O_3 %	CaO %	Fe_2O_3 %	K_2O %	MgO %	MnO %	Na_2O %	SiO_2 %	TiO_2 %	U_3O_8 ppm
5% P_2O_5 cut-off												
Meas.	206	12.7	7.67	17.6	5.29	1.13	0.99	0.21	0.18	48.1	0.41	21.2
Ind.	312	11.5	7.13	15.7	5.34	1.29	0.93	0.16	0.16	52.1	0.37	18.7
Inf.	2,100	10	7.4	13	7.1	1.6	1.0	0.3	0.1	54	0.4	22
Total	**2,618**	**10**	**7.4**	**14**	**6.7**	**1.5**	**1.0**	**0.3**	**0.1**	**53**	**0.4**	**22**
10% P_2O_5 cut-off												
Meas.	136	15.4	7.19	21.1	4.93	1.08	0.79	0.18	0.19	43.6	0.39	22.7
Ind.	165	15.5	6.96	20.9	5.52	1.26	0.76	0.16	0.18	43.3	0.36	21.0
Inf.	840	13	6.8	18	6.9	1.4	0.7	0.2	0.2	47	0.4	26
Total	**1,141**	**14**	**6.9**	**19**	**6.5**	**1.3**	**0.7**	**0.2**	**0.2**	**46**	**0.4**	**25**
15% P_2O_5 cut-off												
Meas.	61	18.5	6.57	25.1	4.12	1.00	0.68	0.16	0.19	38.8	0.35	24.3
Ind.	72	19.0	6.08	25.8	5.23	1.12	0.67	0.16	0.19	36.5	0.32	22.1
Inf.	200	17	6.2	24	6.6	1.2	0.6	0.2	0.2	39	0.3	31
Total	**333**	**18**	**6.2**	**25**	**5.8**	**1.1**	**0.6**	**0.2**	**0.2**	**38**	**0.3**	**28**
20% P_2O_5 cut-off												
Ind.	35	24.7	4.93	33.3	2.80	0.76	0.51	0.13	0.15	28.4	0.24	23.8
Inf.	24	22	5.3	30	5.2	1.1	0.5	0.2	0.1	31	0.3	34
Total	**59**	**24**	**5.1**	**32**	**3.8**	**0.9**	**0.5**	**0.2**	**0.1**	**29**	**0.3**	**28**
23% P_2O_5 cut-off												
Ind.	3.5	27.2	4.04	36.4	2.41	0.57	0.44	0.16	0.12	24.8	0.20	29.5
Inf.	20.3	26	4.6	35	2.5	0.7	0.5	0.1	0.1	26	0.2	22
Total	**23.8**	**26**	**4.5**	**35**	**2.5**	**0.7**	**0.5**	**0.1**	**0.1**	**26**	**0.2**	**23**
25% P_2O_5 cut-off												
Ind.	2.7	28.0	3.79	37.5	2.41	0.53	0.42	0.17	0.12	23.3	0.19	29.5
Inf.	12.1	27	4.3	36	2.3	0.7	0.4	0.1	0.1	24	0.2	22
Total	**14.8**	**27**	**4.2**	**36**	**2.3**	**0.7**	**0.4**	**0.1**	**0.1**	**24**	**0.2**	**23**
27% P_2O_5 cut-off												
Ind.	1.7	29.2	3.50	39.0	2.36	0.49	0.40	0.17	0.11	21.3	0.17	29.3
Inf.	5.2	29	3.8	38	2.2	0.6	0.4	0.1	0.1	22	0.2	22
Total	**6.9**	**29**	**3.7**	**38**	**2.2**	**0.6**	**0.4**	**0.1**	**0.1**	**22**	**0.2**	**24**

Table 3. March 2017 resource estimates for the Ammaroo Phosphate deposit, trimmed to cultural exclusion zones. Figures are rounded and totals include rounding errors.

OPERATIONS REVIEW

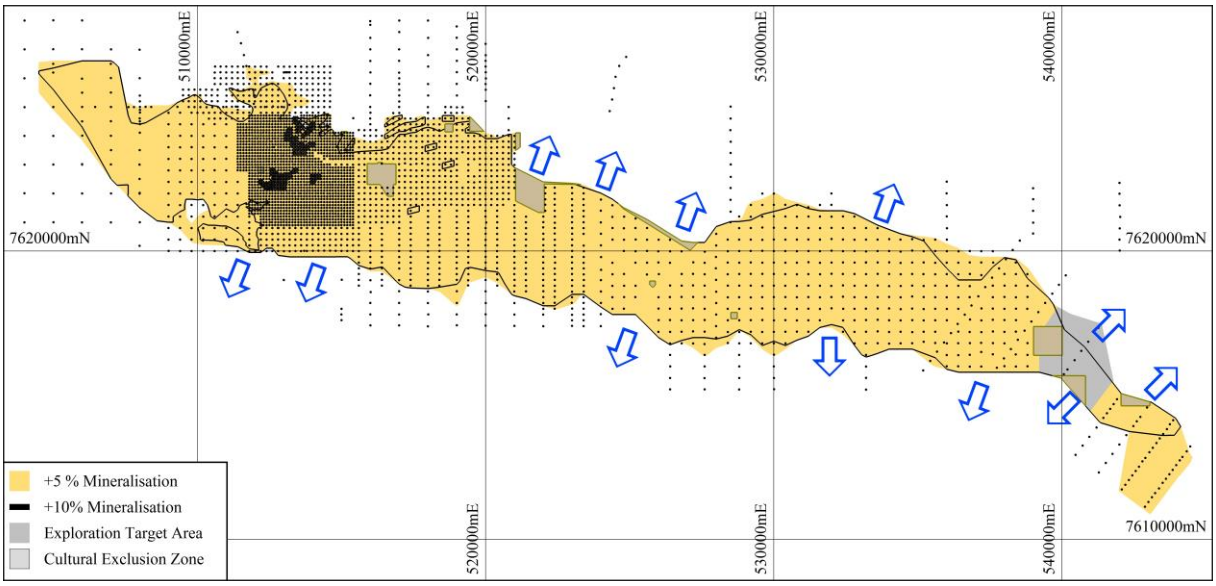

Figure 3. Mineralised domains and drillholes at the Ammaroo Phosphate Project. The blue arrows indicate where mineralisation is open at 10% P_2O_5. The model with a 5% cut-off is shown in yellow.

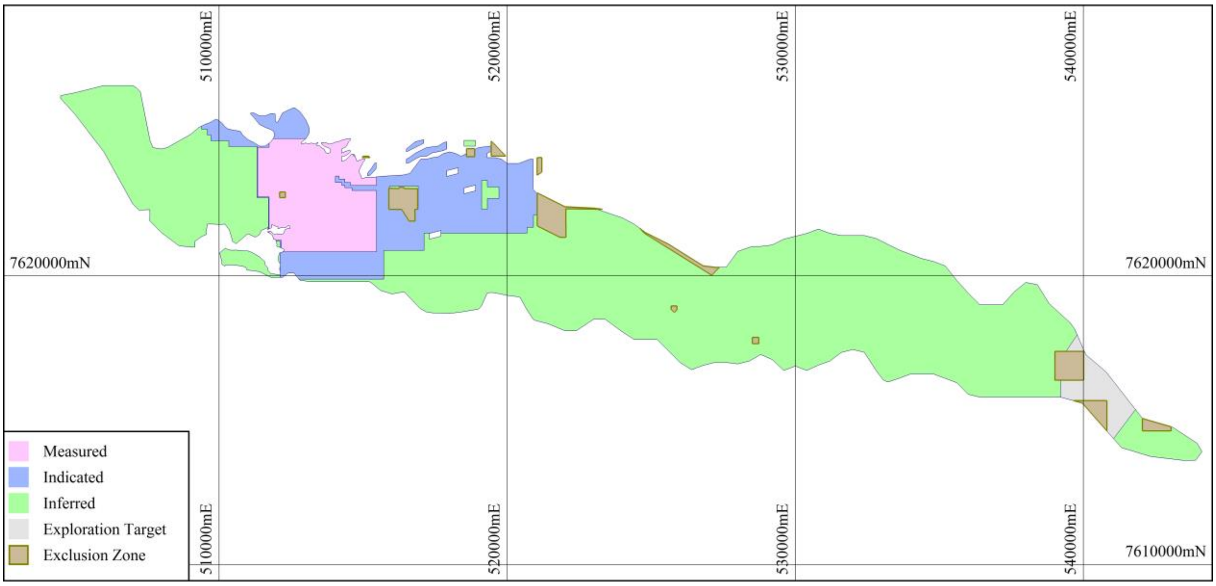

Figure 4. Measured, Indicated, Inferred Resources at 10% P_2O_5 cut-off and Exploration Target. The resources quoted have been trimmed to exclude cultural exclusion zones within, and defining the periphery of, the resource.

The Limestone Bore area includes approximately 4 km of potential mineralised strike as shown in grey in Figures 3 and 4. This area was tested by a single traverse of 200 m to 400 m spaced RC holes. This area has insufficient drilling for estimation of Mineral Resources. Broadly spaced drilling in this area suggests the presence of an Exploration Target of around **50 Mt to 100 Mt at 8% to 10% P_2O_5 at a cut off grade of 5% P_2O_5, and 10 to 20 Mt at 12% to 15% P_2O_5 at a cut off of 10% P_2O_5**. These estimates are based on broad spaced drilling. The potential quantities and grades are conceptual in nature. There has been insufficient exploration to estimate a Mineral Resource and it is uncertain that future exploration will result in estimation of a Mineral Resource.

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Ammaroo South Resource

On 12 June 2014, a JORC 2012 Inferred phosphate resource, estimated at **70 Mt at 13% P_2O_5 using a 10% cut-off**, was announced for Ammaroo South on EL 25185. This has not changed since.

Cut Off P_2O_5%	Mt	P_2O_5%	Al_2O_3%	CaO%	Fe_2O_3%	K_2O%	MgO%	MnO_2%	Na_2O%	SiO_2%	TiO_2%	U_3O_8 ppm
5	170	9.5	5.0	13	1.8	0.6	0.3	0.09	0.07	66	0.3	21
10	70	13	3.8	18	1.4	0.4	0.3	0.06	0.06	59	0.2	26
15	13	17	2.8	25	1.1	0.3	0.2	0.05	0.06	50	0.2	33

Table 4. Ammaroo South Inferred Resource at various cut-offs.

In addition to the above, there are two areas of exploration potential adjacent to Ammaroo South, where broadly spaced drilling suggests the presence of **an Exploration Target of around 200 Mt to 400 Mt at 7% to 10% P_2O_5 at a cut off grade of 5% P_2O_5, and 50 to 100 Mt at 12% to 15% P_2O_5 at a cut off of 10% P_2O_5**. This was reported to the market previously and in the previous annual report. The estimate has not changed since.

Rockhole Prospect– New Exploration Target

The Rockhole Prospect, located in Figure 2, contains an independently assessed Exploration Target of approximately **40 Mt to 70 Mt at 17% to 24% P_2O_5 at a cut-off grade of 10% P_2O_5 or approximately 30 Mt to 50 Mt at 20% to 27% P_2O_5 at a cut-off grade of 15% P_2O_5**. These estimates are based on broad-spaced drilling information of uncertain reliability. The potential quantities and grades are conceptual in nature. There has been insufficient exploration to estimate a Mineral Resource and it is uncertain that future exploration will result in estimation of a Mineral Resource. This was announced to the ASX on 07 August 2017 and has not changed since.

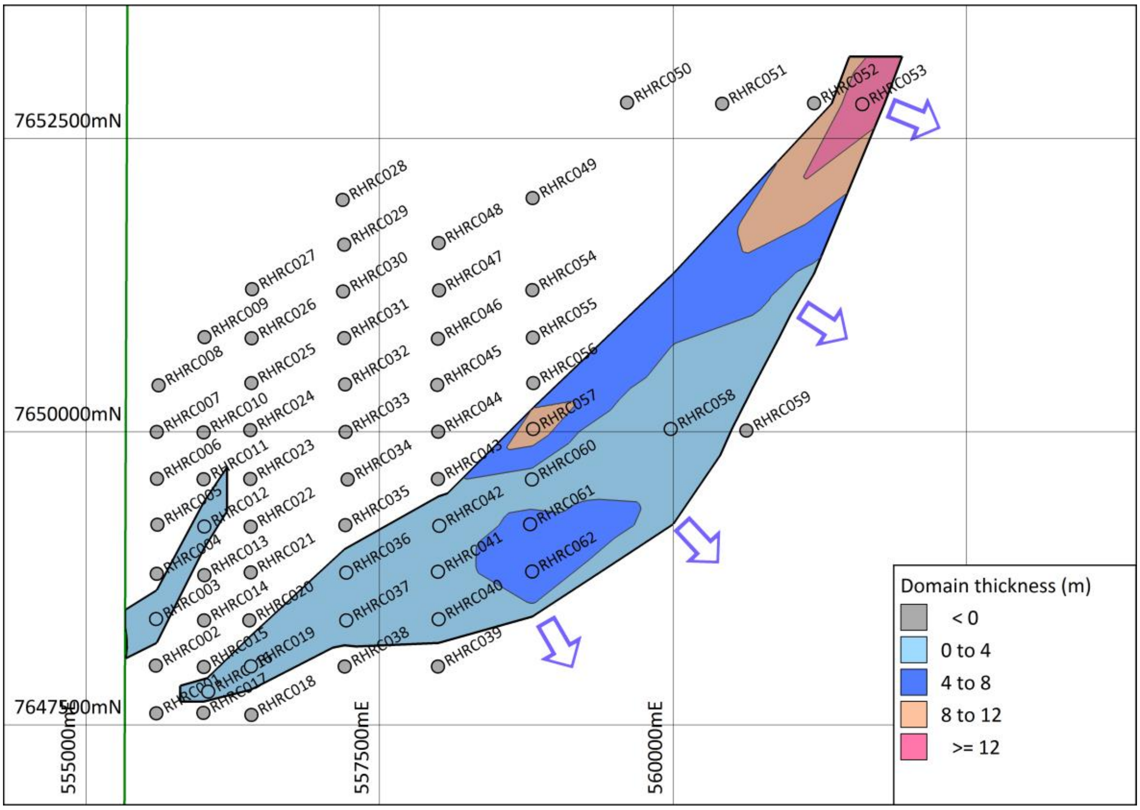

Figure 5. Rockhole mineralised domain thickness and drill holes at 10% P_2O_5 cut-off. Blue arrows show areas where interpreted mineralisation is not closed off by drilling.

Major Project Status

The Ammaroo Phosphate project was granted Major Project Status by the NT Government as announced to the ASX on 9 March 2017. The grant of major project status provides a “whole of Government” approach to Ammaroo, recognising it as a designated Project of Significance to the Northern Territory. The NT Department of Business is

OPERATIONS REVIEW

the lead agency working with Verdant Minerals in a Government project control group to facilitate project delivery and to finalise a Project Development Agreement.

Commencement of Bankable Feasibility Study and Environmental Impact Assessment

Engineers and consultants were appointed to commence the Ammaroo Phosphate Project Bankable Feasibility Study and Environmental approvals process as announced to the ASX on 29 September and 15 September 2016 respectively. This work is proceeding and various elements of the work are described below. The EIS will be formally submitted in October 2017 before a six week public consultation period and the Bankable Feasibility Study will now be completed in Q1 2018.

Archaeological, Cultural Heritage and Ecological Surveys

Detailed ecological, endangered species and archaeological surveys have been completed over the proposed Minerals Lease areas and the proposed transport corridor and bore field, as required under the terms of reference for the Environmental Impact Statement (EIS). At this point, there has been no evidence of the endangered species previously highlighted in the Ammaroo project’s EIS terms of reference.

Air Photo Survey and Digital Terrain Model

A combined 15 cm optical resolution stereo air photo survey and a high resolution Digital Terrain Model of proposed mine site and transport corridor were completed.

Ground Water Studies

Ground water quality and long term ground water availability were confirmed by pump and draw-down testing. A seven day production bore pump and drawdown test was successfully completed, confirming the availability of sufficient ground water for the project. Fifteen million litres of water was pumped over seven days resulting in one metre of draw down in the bore. The bore recharged a metre over 16 hours once pumping concluded, confirming aquifer transmissivity and demonstrating that the aquifer is very high yielding and extensive.

Figure 6. Production water bore pump testing.

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Geotechnical Investigations

Geotechnical drilling and test pitting at the proposed processing plant and tailings dam sites have been completed. Engineering/Geotechnical test work was also undertaken at 24 sites along the proposed transport corridor (see Figure 2).

Ammaroo Bulk Sample and Processing Test Work

A 40 tonne bulk sample was mined and dispatched from site to Corem in Quebec, one of the world's leading mineral processing research and development organisations with specific expertise in phosphate beneficiation. To date, the confirmatory test work has consistently produced a 32% P_2O_5 market-standard rock concentrate with acceptable minor elements ratios from the average Ammaroo material. This programme of work has also included tests on an alternate milling equipment designed to improve overall phosphate recovery and reduce power consumption. This programme of work is critical in underpinning the process flowsheet design, engineering and project economics. Importantly, it will provide approximately 10 tonnes of phosphate rock concentrate, some of which will undergo bulk phosphoric acid production test work with the remainder provided to prospective customers for their own proprietary test work.

Figure 7. Excavation of 2016 Sample 2 at the site of drill hole ARC647. The pale, beige material is shallow phosphate.

OPERATIONS REVIEW

Figure 8. Bulk sample ready for dispatch from site.

Screening Trails at Ammaroo

Screening trials were successfully undertaken at Ammaroo as a part of beneficiation test work.

Figure 9. Screening trial underway at Ammaroo.

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Department of Primary Industry and Resources Field Inspections

NT Department of Primary Industry and Resources (DPIR) conducted field inspections of the Ammaroo Project on 01 September 2016 and 14-15 June 2017. There were no issues of concern brought to the attention of the Company.

SINGLETON PHOSPHATE PROJECT, NT

EL 30613, close to the railway as shown in Figure 2 previously, covers potentially prospective rocks which were intersected in waterbores and any potential phosphate would be above the watertable. There has been no on-ground work to date.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 30613	67.42	21	15/06/2015	14/06/2021	Territory Phosphate Pty Ltd

Table 5. Singleton EL.

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PATANELLA PHOSPHATE PROJECT, NT

The Patanella project, formerly called Lucy Creek, is 265 km northeast of Alice Springs, 155 km southwest of the Ammaroo Resource and 100 km south-southeast of Ammaroo South on the southern margin of the Georgina Basin. The project contains the Patanella Prospect of approximately **50 Mt and 100 Mt at 10% to 17% P_2O_5 at a cut-off grade of 5% P_2O_5 or approximately 20 Mt to 50 Mt at 15% to 20% P_2O_5 at a cut-off grade of 10% P_2O_5**. This was announced to the market on 24 June 2014 and has not changed since. These estimates are based on variably broad-spaced drilling information of uncertain reliability. The potential quantities and grades are conceptual in nature. There has been insufficient exploration to estimate a Mineral Resource and it is uncertain that future exploration will result in estimation of a Mineral Resource. There was no on-ground work this year.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 24716	187.11	59	01/12/2005	30/11/2017	Territory Phosphate Pty Ltd
EL 24724	47.57	15	02/12/2005	01/12/2017	Territory Phosphate Pty Ltd

Table 6. Patanella Project ELs.

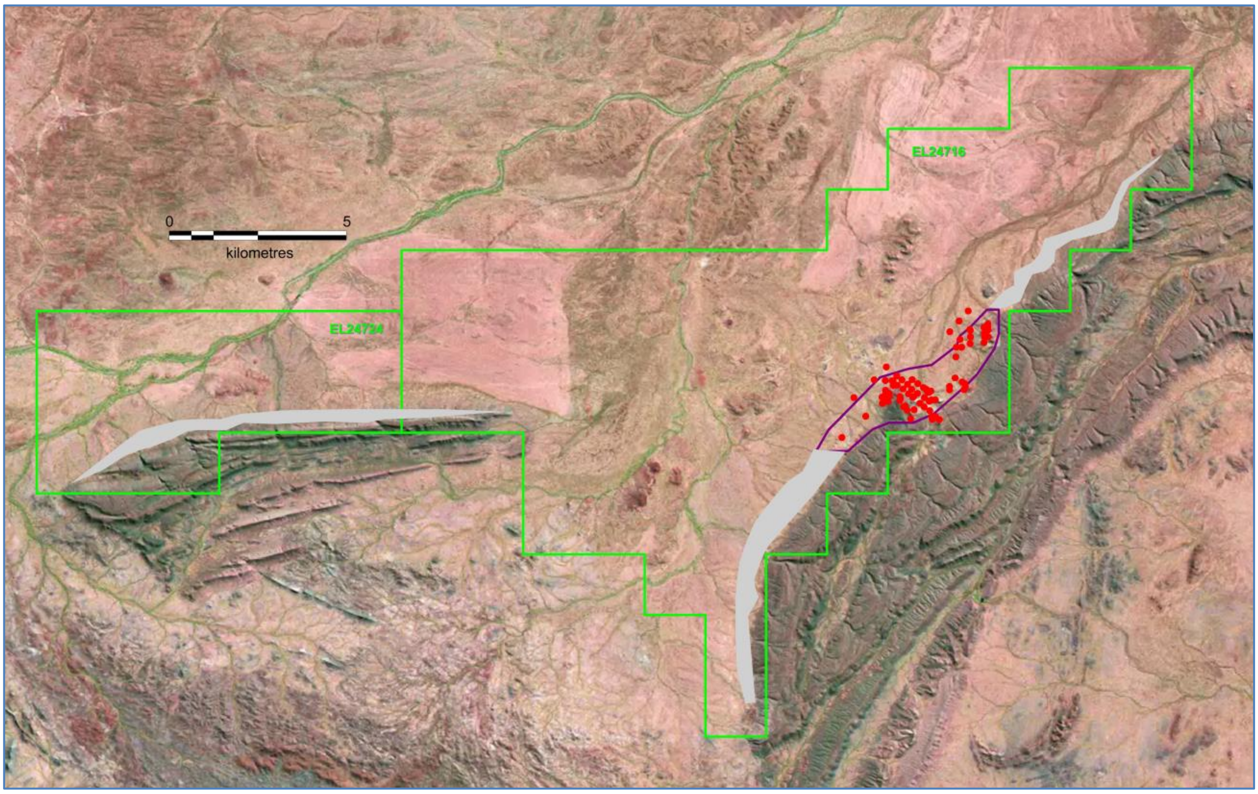

Figure 10. Patanella Prospect Exploration Target outlined in purple, existing drillholes as red dots and the prospective interval in grey. This extrapolation is based on encouraging rock chip and soil sampling conducted by Central Australian Phosphate and previously announced by them.

OPERATIONS REVIEW

BRUNCHILLY PHOSPHATE PROJECT, NT

The Brunchilly Project consists of three contiguous phosphate ELs near Tennant Creek. The area has previously been targeted for Cambrian phosphate, in separate but coeval projects, by Minemakers and Vale. Minemakers and a Minemakers-Geotech JV mapped out a prospective 35 km long by 10 km wide northwest-trending Cambrian embayment, partly based on soil sampling. The partners planned to drill but the joint venture was dissolved as Minemakers focused on its Wonarah deposit. This target zone is in the northern part of the Brunchilly Project and remains untested. Vale previously held only the southern part of the Brunchilly Phosphate Project. Vale commissioned a waterbore study by CSIRO. Of the 12 waterbores within the Brunchilly Project area tested during that study, three were rated as highly prospective and five as moderately prospective. Vale did not adequately drill test the area. Research by Verdant Minerals has identified highly anomalous vanadium (>500 ppm, best of 2,160 ppm). Such levels of vanadium are known to be a halo around some high grade Georgina Basin phosphate deposits. The geological interpretation of NTGS drillhole 96/1 north of the applications was confirmed and the HyLogger data checked. All this adds credence to the geological rationale for Brunchilly. Group reporting has been approved by the NT Department of Primary Industries and Resources (DPIR). There was no on-ground work during this reporting year but a proposed drilling program is being prepared.

Tenement	Area km^2	Blocks	Grant Date	Expiry	Holder
EL 30222	768.25	236	15/10/2014	14/10/2020	Territory Phosphate Pty Ltd
EL 30223	507.24	156	15/10/2014	14/10/2020	Territory Phosphate Pty Ltd
EL 30224	718.44	221	15/10/2014	14/10/2020	Territory Phosphate Pty Ltd

Table 7. Brunchilly phosphate titles.

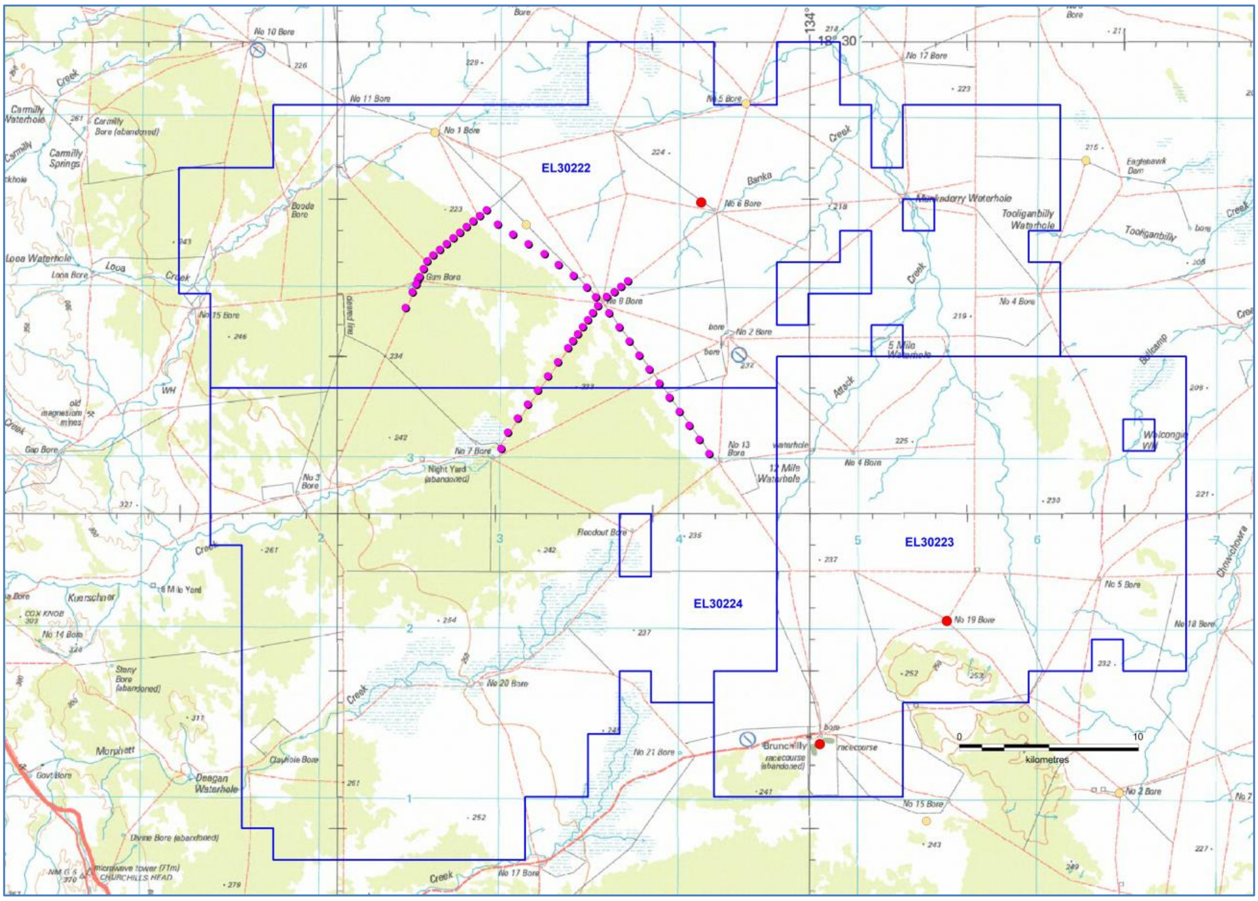

Figure 11. Brunchilly Project area showing waterbores rated as highly prospective for phosphate by CSIRO/Vale (red) and moderately prospective (yellow). Minemakers' soil sampling, which also gave some encouraging results, is shown in pink.

OPERATIONS REVIEW

BURGE BORE PHOSPHATE PROJECT, NT

This is a single EL that straddles the Central Australian Railway. Waterbore intercepts of phosphate indicate prospectivity. Geophysical data and the MIRA depth to basement modelling indicate a favourable setting straddling an eroded basement ridge. An in-house study of the available data confirmed the prospectivity. There was no on-ground work this year.

Tenement	Area km^2	Blocks	Grant Date	Expiry	Holder
EL 30225	352.87	108	15/05/2015	14/05/2021	Territory Phosphate Pty Ltd

Table 8. Burge Bore phosphate title.

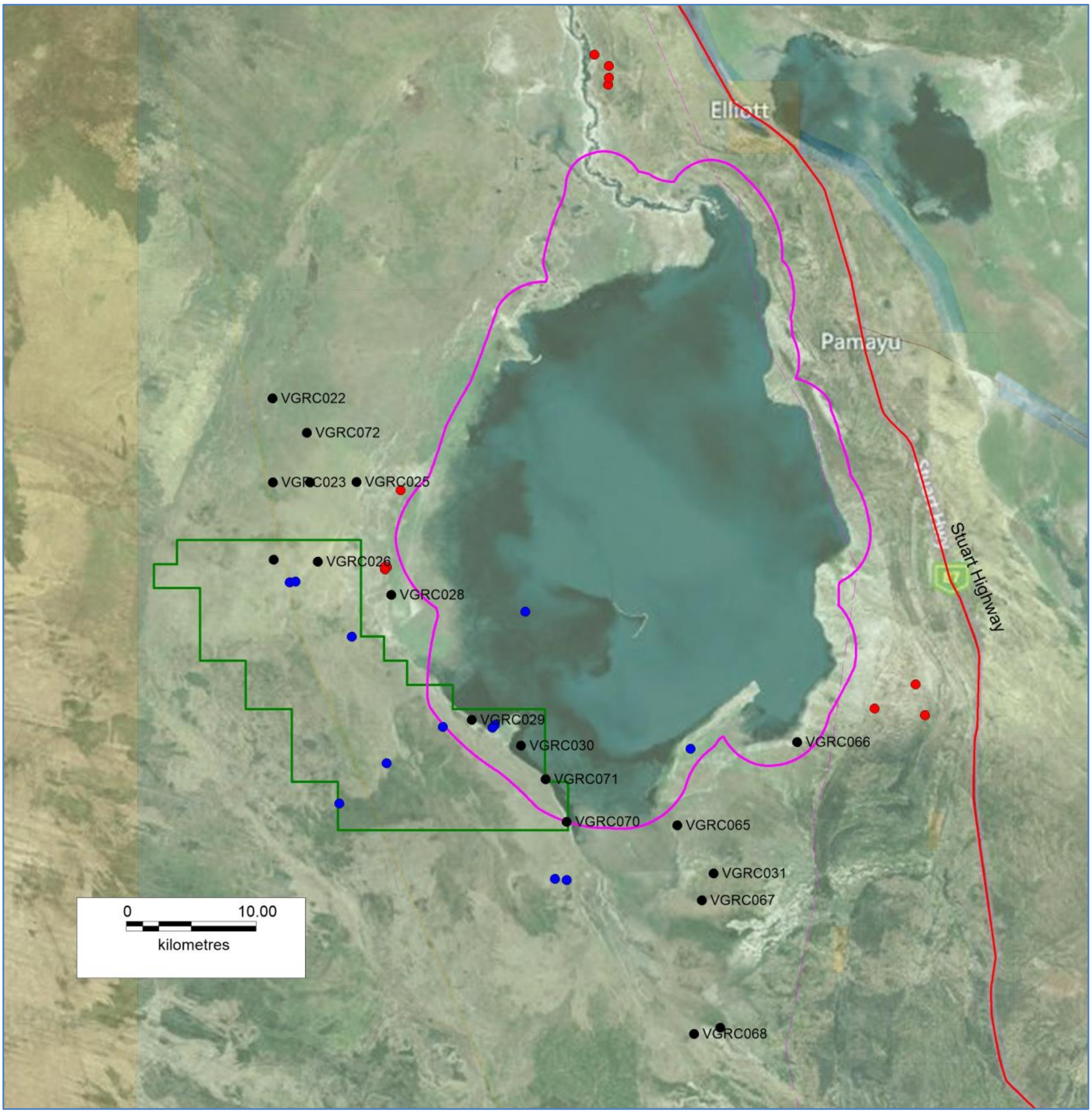

Figure 12. The Burge Bore Project area. The pink polygon is the Lake Woods Site of Conservation Significance. This satellite image shows the maximum Wet Season extent of Lake Woods. The waterbores (blue dots), Vale exploration holes (labelled black dots) and other drillholes (red dots) used in the in-house study are shown.

OPERATIONS REVIEW

WEEDENS PHOSPHATE, NT

EL 30672 is held based on previous exploration in the mid 1990s for under-cover Tennant Creek IOCG deposits which showed that the Cambrian section is at least 60 m thick. The ground has only been held once previously for phosphate exploration, by Vale from 2010 to 2012. They drilled only three holes to 59 m max, 5 km apart, all of which were south of EL 30672. Vale was side-tracked by iron in the south of their former tenement package and suddenly withdrew NT-wide without testing the area now applied for. Territory Phosphate/Rum Jungle Resources compiled and studied the waterbore data from the area during the reporting year. This supported the geological rationale. There has been no on-ground work by Verdant Minerals.

Tenement	Area km^2	Blocks	Grant Date	Expiry	Holder
EL 30672	447.96	139	15/05/2015	14/05/2021	Territory Phosphate Pty Ltd

Table 9. Weedens phosphate title.

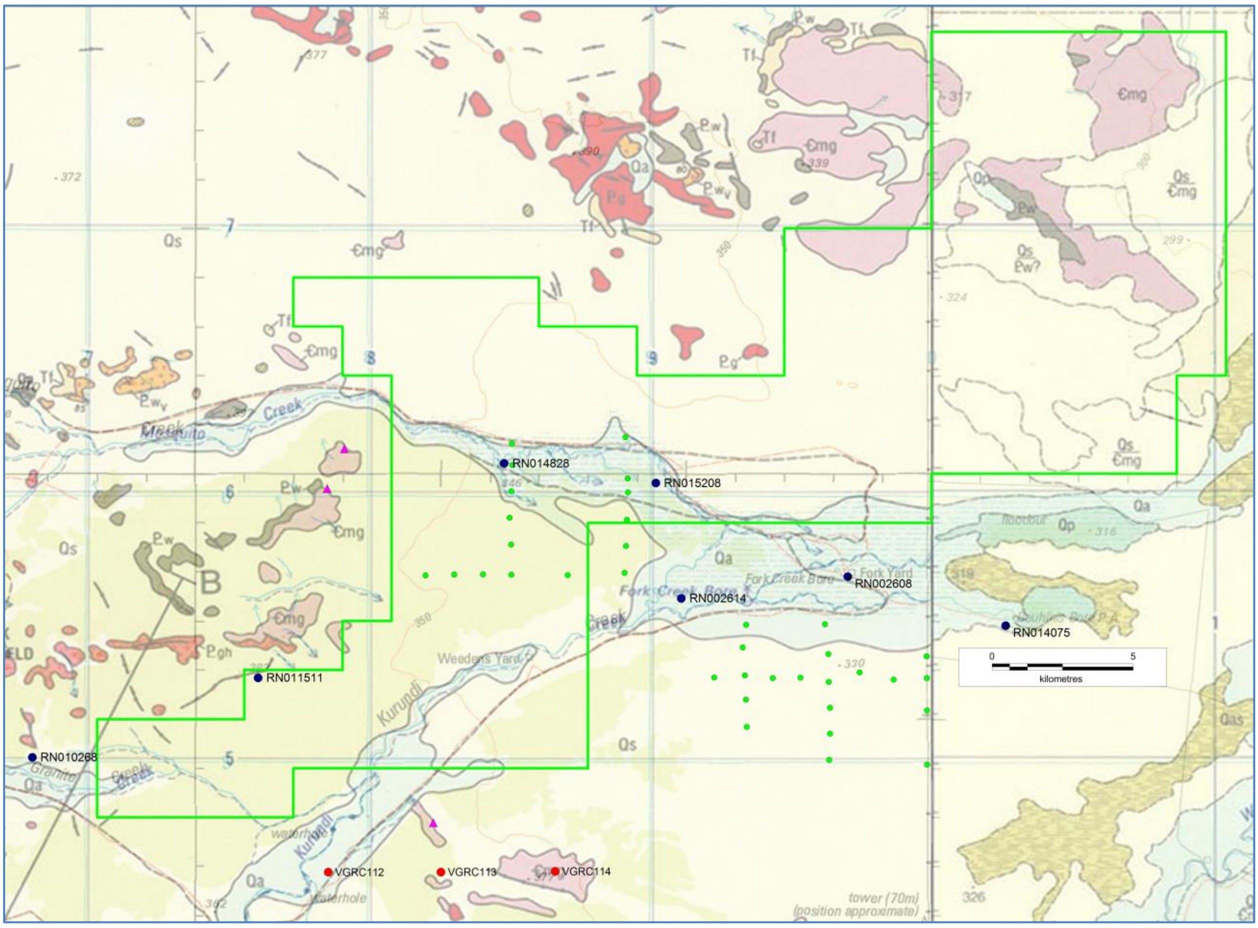

Figure 13. Previous work in the area. Green dots are percussion holes targeted on basement IOCG. Most in EL 30672 intersected prospective Cambrian stratigraphy but were not tested for phosphate. Red dots are Vale holes, 5 km apart, south of the EL. Pink triangles are Vale rock chip samples. Waterbores used in the in-house study are shown as labelled dark blue dots. The pink outcrops labelled Cmg are the few outcrops of target formation, which is otherwise under shallow surficial cover, superimposed on the topographic map. Pg is unprospective granite.

OPERATIONS REVIEW

WARREGO WISO, NT

These small Wiso Basin applications were based on waterbore RN016930 which, according to NTGS, intersected 3 m at 5.5% P_2O_5 from 39 m depth and was still in phosphate at the end of the hole. Phosphate might have also been present in waterbore RN019376/77. Higher grade and shallower phosphate might be anticipated on the area of the ELAs. ELA 31505 is on Aboriginal Land and EL 31503 is on Phillip Creek Station. The Central Australian Railway crosses ELA 31503 and the applications are also in close proximity to the Darwin – Amadeus Gas Pipeline. An in-house desktop waterbore study has been undertaken and Consent to Negotiate was issued for ELA 31505. A decision as to whether to retain these licences will be made early in the next reporting period.

Tenement	Area km^2	Blocks	Holder
ELA 31503	30.90	11	Territory Phosphate Pty Ltd
ELA 31505	21.03	7	Territory Phosphate Pty Ltd

Table 10. Warrego Wiso titles.

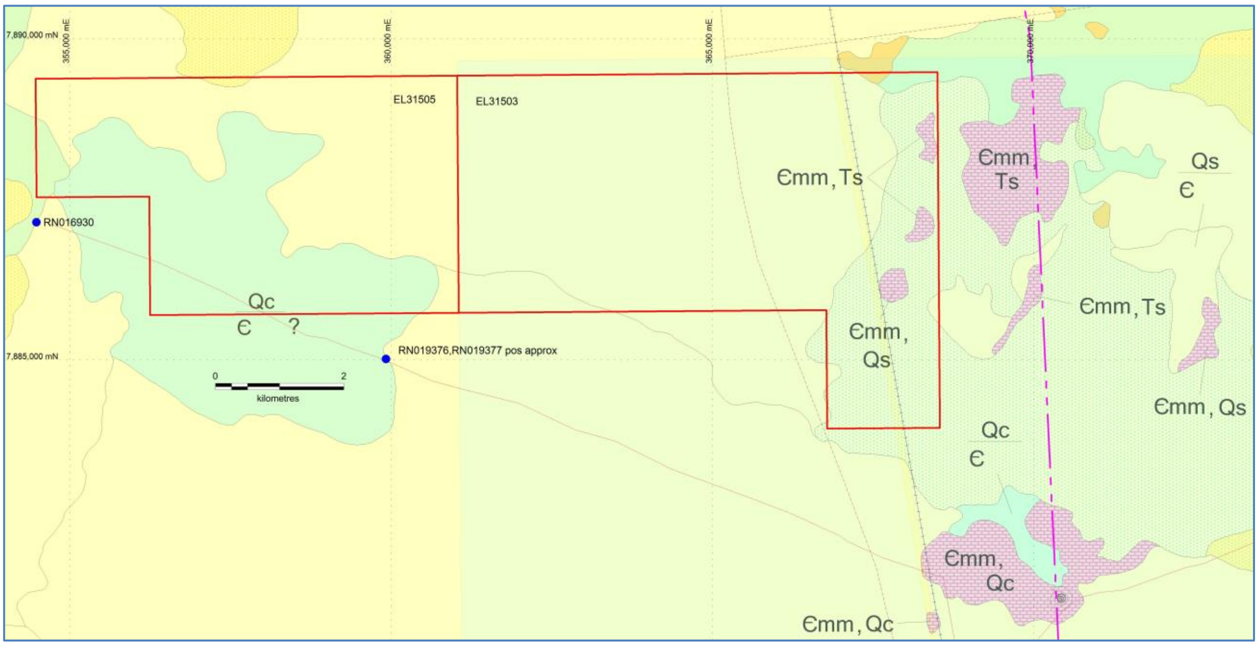

Figure 14. Warrego Wiso applications shown in relation to the Central Australian Railway and the gas pipeline (purple line).

KUNAYANGKU, NT

This application was pegged based on putative phosphate detected in an NTGS waterbore study (RN011690, Khan et al 2007, MODAT Kunayangku). An AAPA register search, a check of previous basement IOCG drilling by Giants Reef, and in-house waterbore study were undertaken. As a result, the phosphate occurrence reported by NTGS was deemed to be insignificant and in the main aquifer. The phosphate prospectivity was downgraded and ELA 31504 was withdrawn.

OPERATIONS REVIEW

SULPHATE OF POTASH PROJECTS

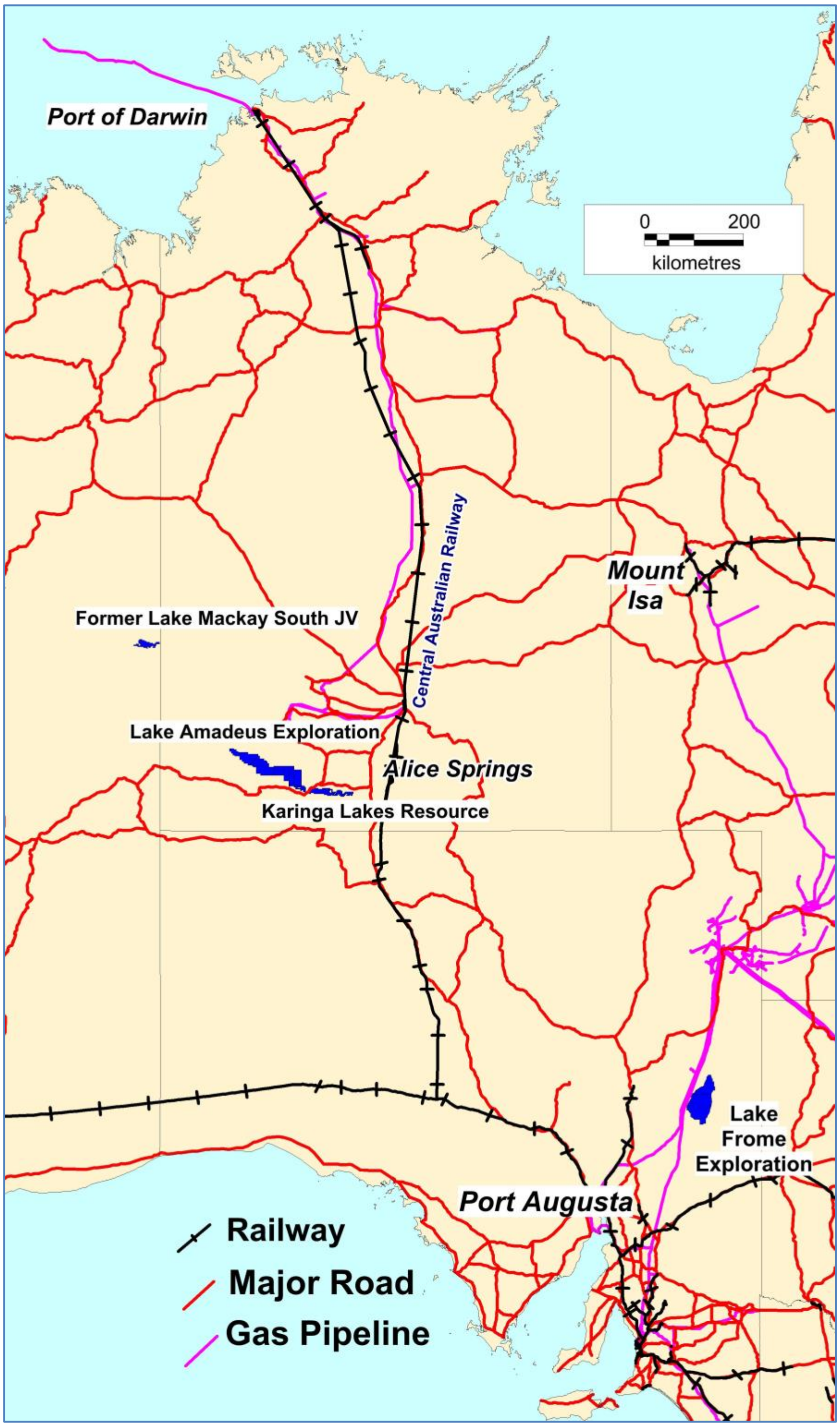

Figure 15. Verdant Minerals' and subsidiaries, potash projects and former Lake Mackay JV. Not all tenements are granted yet.

OPERATIONS REVIEW

KARINGA LAKES POTASH PROJECT, NT

The Karinga Lakes Potash project is located along the Lasseter Highway between Alice Springs and Uluru. The project contains a chain of dozens of dry salt lakes. The lake sediments and the underlying rocks contain potassium-rich brines, some of which are being fed from the Central Australian Groundwater Discharge Zone. The brines can be processed through solar evaporation and flotation, or other means, to produce potash fertiliser minerals such as sulphate of potash (SOP).

Karinga Lakes Titles

The current tenement situation is shown below. The titles were transferred to Verdant Minerals' subsidiary, Territory Potash Pty Ltd. EL 28272 was belatedly renewed by the Department of Primary Industries and Resources (DPIR) shortly after the reporting period and its new expiry date is shown in red below.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 24987	220.37	71	10/10/2006	09/10/2018	Territory Potash Pty Ltd
EL 25080	633.58	204	09/10/2006	08/10/2018	Territory Potash Pty Ltd
EL 28205	59.04	19	09/03/2011	08/03/2019	Territory Potash Pty Ltd
EL 28272	59.03	19	14/04/2011	13/04/2019	Territory Potash Pty Ltd
EL 28872	34.15	11	06/03/2012	05/03/2018	Territory Potash Pty Ltd
EL 30381	12.43	4	16/03/2015	15/03/2021	Territory Potash Pty Ltd
EL 30382	22.20	8	16/03/2015	15/03/2021	Territory Potash Pty Ltd

Table 11. Karinga Lakes potash titles.

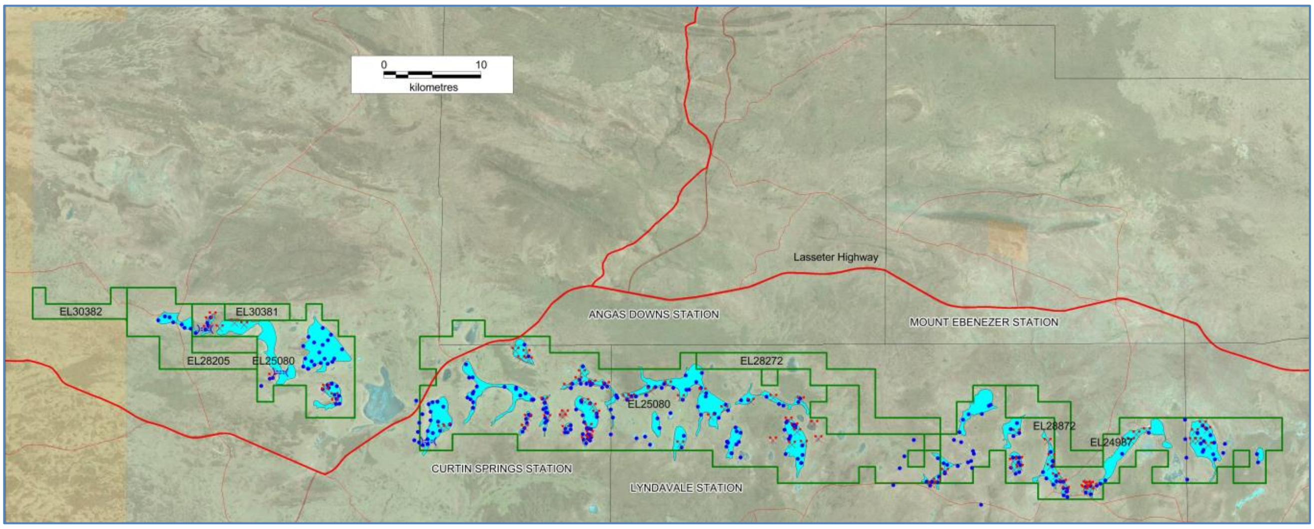

Figure 16. Karinga titles showing all sampling to date, including in areas now relinquished. Drilling (blue dots), shovel sampling (red crosses) and trenches (blue symbols, not to scale). JORC resource shown in pale blue.

Karinga Lakes Resource

A JORC 2012 Resource upgrade was released to the market on 20 February 2014 and has not changed since.

Resource Category	Potassium (tonnes)	K_2SO_4 (tonnes)	Schoenite (tonnes)
Measured	2,600,000	5,800,000	13,000,000
Indicated	210,000	460,000	1,100,000
Inferred	950,000	2,100,000	4,900,000
Total	**3,800,000**	**8,400,000**	**19,000,000**

Table 12. Karinga Lakes Brine Resource (entries have been rounded). A cut-off of 3,000 mg/l K was used.

The sulphate of potash (K_2SO_4) tonnage represents the in-situ brine with no recovery factor applied. It will not be possible to extract all of the contained brine by pumping of trenches or bores; the amount which can be extracted depends on many factors including the permeability of the sediments, the drainable porosity, and the recharge dynamics of the aquifers.

OPERATIONS REVIEW

Karinga Lakes Earn-In Agreement

Australian water technology company, Aqua Guardian Group Limited (AGG) has entered into a A$3 million earn-in agreement with Verdant Minerals Ltd (Verdant) to earn up to 40% of the Karinga Lakes Sulphate of Potash Project. This was announced to the ASX on 10 August 2017. The agreement is based on the staged commercialisation of aMES™ - a novel mineral processing technology developed for the more efficient and cost effective production of valuable minerals from salt lake brines than traditional production methodologies. Verdant Minerals has also secured the exclusive rights to the aMES™ technology for brine projects in the Northern Territory and South Australia. Verdant Minerals may also elect to participate in two additional brine projects proposed by AGG over the next 6 years, anywhere in the world, which may include other brine hosted mineral projects including those focused on the production of lithium, as well as other SOP projects.

OPERATIONS REVIEW

LAKE AMADEUS POTASH PROJECT, NT

Six contiguous ELs applications cover all of Lake Amadeus in the NT. The applications include 1,010 km^2 of lake area along a 130 km length. The eastern boundary is contiguous with the Karinga Lakes Project and corresponds to the Aboriginal Land Rights Act (ALRA)/pastoral boundary. The Lake Amadeus sediments are known to be much thicker than at Karinga. The best historical potassium assay is a Bureau of Mineral Resources (BMR) sample from a spring just off the southern edge of Lake Amadeus itself. This sample had 6,100 mg/l (= ppm) potassium. This is over twice the cut-off concentration used in the Karinga Lakes Resource. Newmont gave a brine assay of 3,950 ppm potassium at an unspecified location "from a soakage near the surface of the lake". Newmont also drilled twinned holes into the Bitter Springs Formation "basement" under Lake Amadeus (plotted in the following Figure). The Bitter Springs aquifer at 80-110 m depth did not contain significant potassium at that location.

All the Lake Amadeus applications are on Aboriginal land as defined under the Aboriginal Land Rights Act (ALRA). The titles have gone into five year ALRA moratorium during which the Traditional Owners can reopen negotiations but not Verdant Minerals. The applications have been transferred a subsidiary company.

Tenement	Area km^2	Blocks	Application Date	Holder
ELA 30194	218.00	70	05/12/2013	Territory Potash Pty Ltd
ELA 30195	622.88	200	05/12/2013	Territory Potash Pty Ltd
ELA 30196	446.18	143	05/12/2013	Territory Potash Pty Ltd
ELA 30197	633.44	203	05/12/2013	Territory Potash Pty Ltd
ELA 30389	527.56	186	09/05/2014	Territory Potash Pty Ltd
ELA 30650	190.51	61	04/11/2014	Territory Potash Pty Ltd

Table 13. Lake Amadeus potash applications.

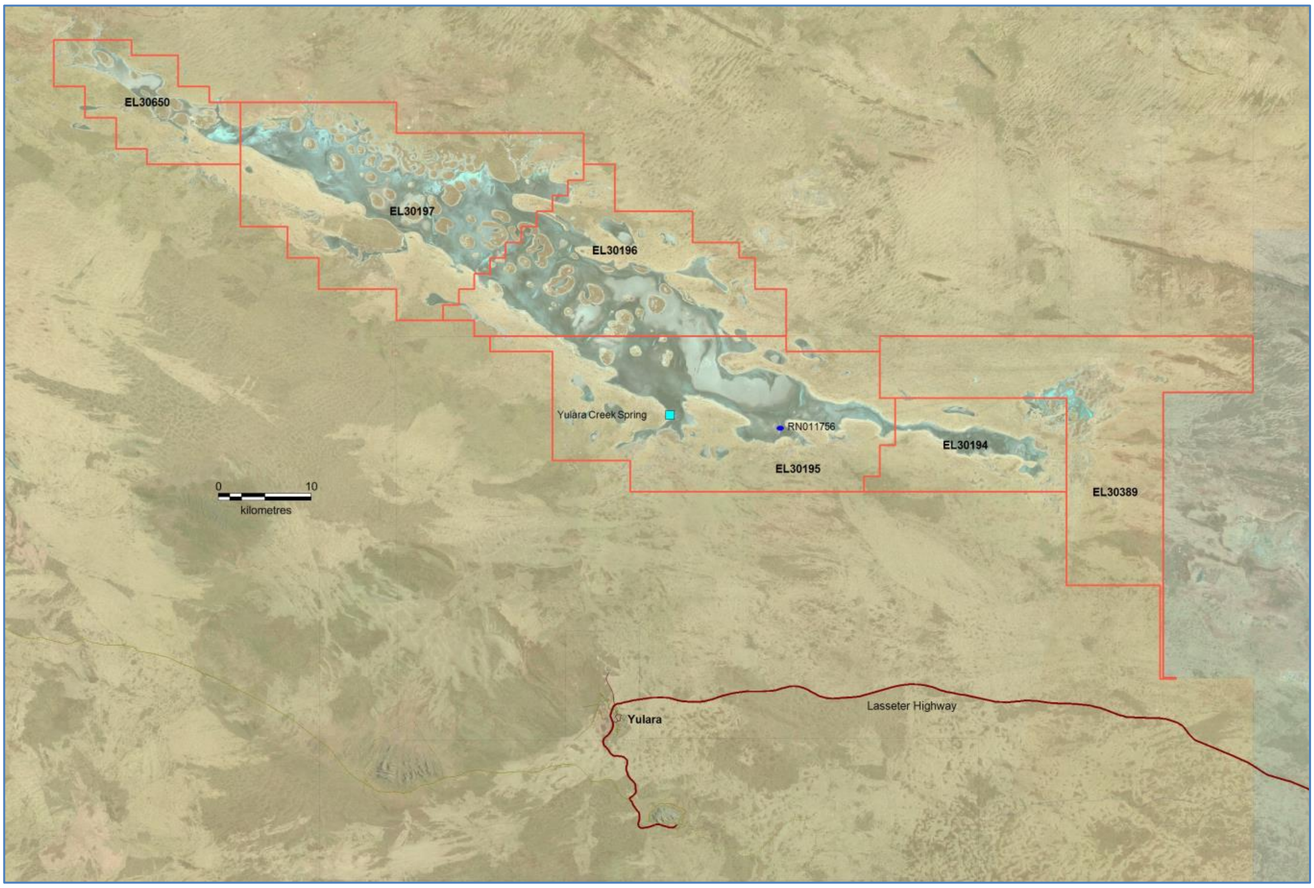

Figure 17. Yulara Creek Spring (BMR Sample 90201) and the collars of Newmont's twinned drillholes, one recorded as a waterbore RN011755, plotted on the Lake Amadeus applications. Aboriginal land in yellow. These Lake Amadeus applications abut Karinga Lakes to the east.

OPERATIONS REVIEW

LAKE FROME POTASH, SA

A series of titles of 2,718 km^2 cover the entire of Lake Frome in SA. The lake has previously been explored for alkali evaporites and a single hole was drilled just off the lake by a previous explorer targeting lithium, all without success. All available historical data has been compiled by Verdant Minerals. Erroneous and superseded geochemical data in the South Australian Government database has been disregarded. Negotiation of an exploration agreement with the Adnyamathanha Traditional Lands Association (ATLA), traditional owners of the Lake Frome area, continues. Another on-country meeting was held. It was agreed that an exploration agreement with ATLA for Lake Frome was appropriate and a draft agreement is under review. The titles were renewed after the reporting period and the new expiry dates are shown below.

Tenement	Area km^2	Grant Date	Expiry	Holder
EL 5546	949	05/01/2015	04/01/2019	Verdant Minerals Ltd
EL 5547	995	05/01/2015	04/01/2019	Verdant Minerals Ltd
EL 5548	774	05/01/2015	04/01/2019	Verdant Minerals Ltd

Table 14. Lake Frome titles.

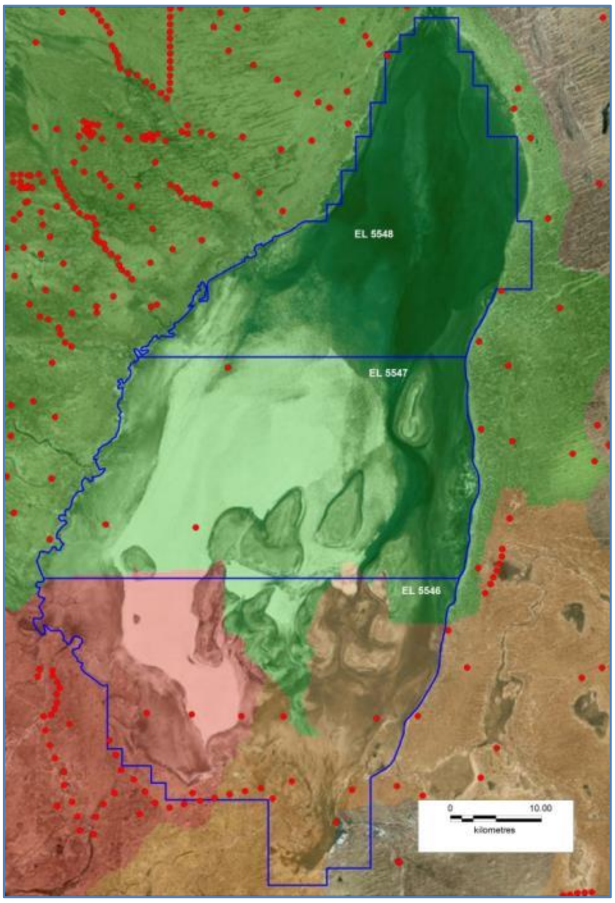

Figure 18. Lake Frome titles. Historic drillholes are shown as red dots. There has been very little drilling on the lake itself. The catchments shown with a red tint were rated by Geoscience Australia as most prospective for potassium, albeit based on some spurious historical assays and little other data.

OPERATIONS REVIEW

LAKE MACKAY SOUTH POTASH, WA

A former Joint Venture gave Verdant Minerals potash exploration rights to the southern part of Lake Mackay as held by a Toro Energy subsidiary. The Joint Venture is now dissolved because Toro Energy wished to surrender the titles and the tenements are being rationalised.

LAKE MACDONALD POTASH, WA and NT

Three titles across WA and NT covered all of Lake MacDonald which straddles the border. Both WA titles were granted; the NT title was still an application. It was decided to withdraw the NT application and surrender the granted WA titles at Lake MacDonald because this project was no longer considered a key component of the Company’s potash portfolio.

SILICA (HIGH PURITY QUARTZ)

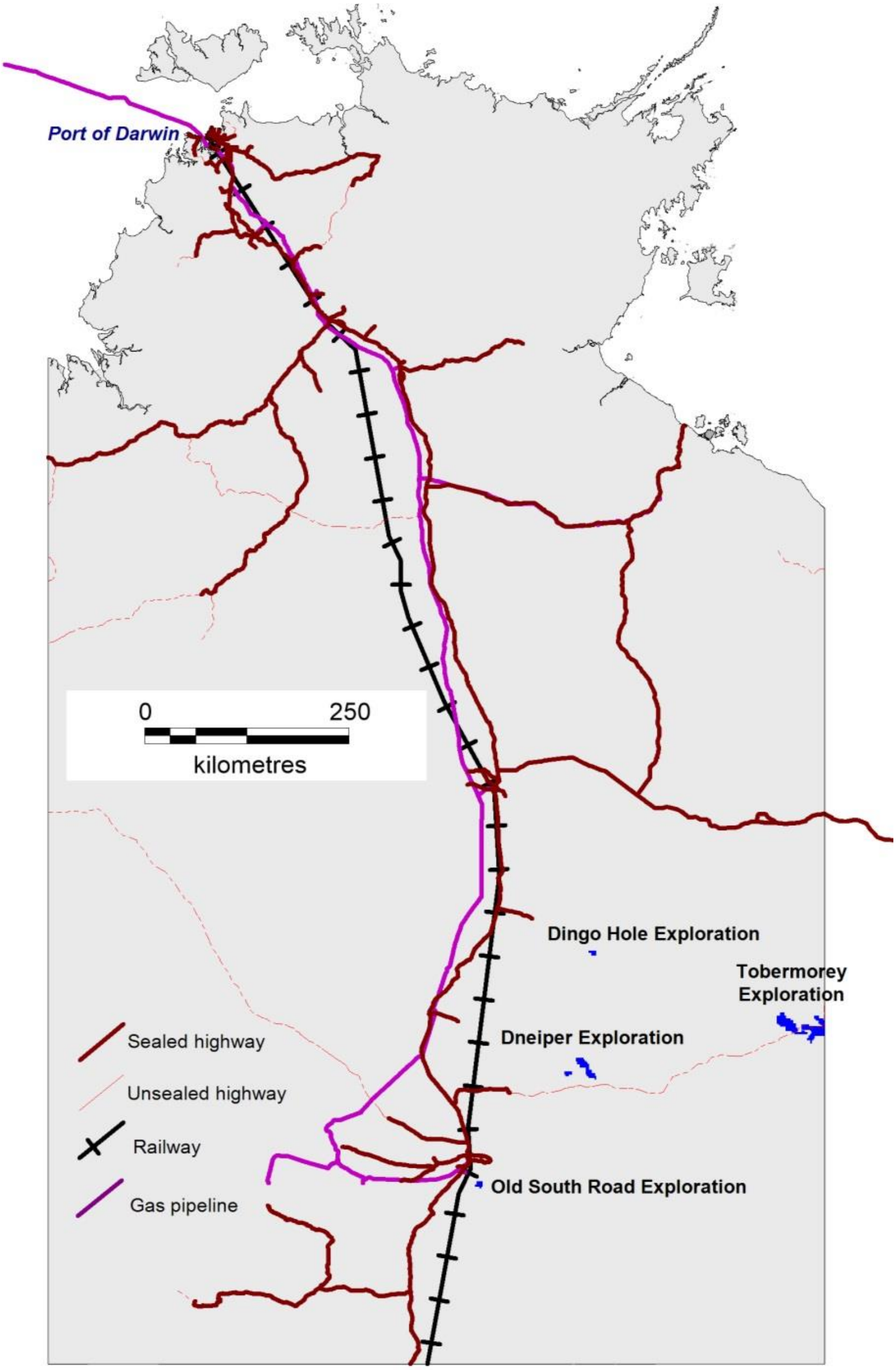

Figure 19. Silica projects in the Northern Territory.

OPERATIONS REVIEW

DINGO HOLE SILICA, NT

This project is targeting potentially high-purity silica quartz rock. A silica bulk sample was sent overseas for specialist analysis. Results, including critical melt testing, are still awaited. This work is ongoing and has been repatriated to a tier one Australian University. The work is being conducted as a research project with no cost the Verdant Minerals.

Tenement	Area km^2	Blocks	Grant Date	Expiry	Holder
EL 31078	35.16	11	15/01/2016	14/01/2022	Verdant Minerals Ltd

Table 15. Dingo Hole title.

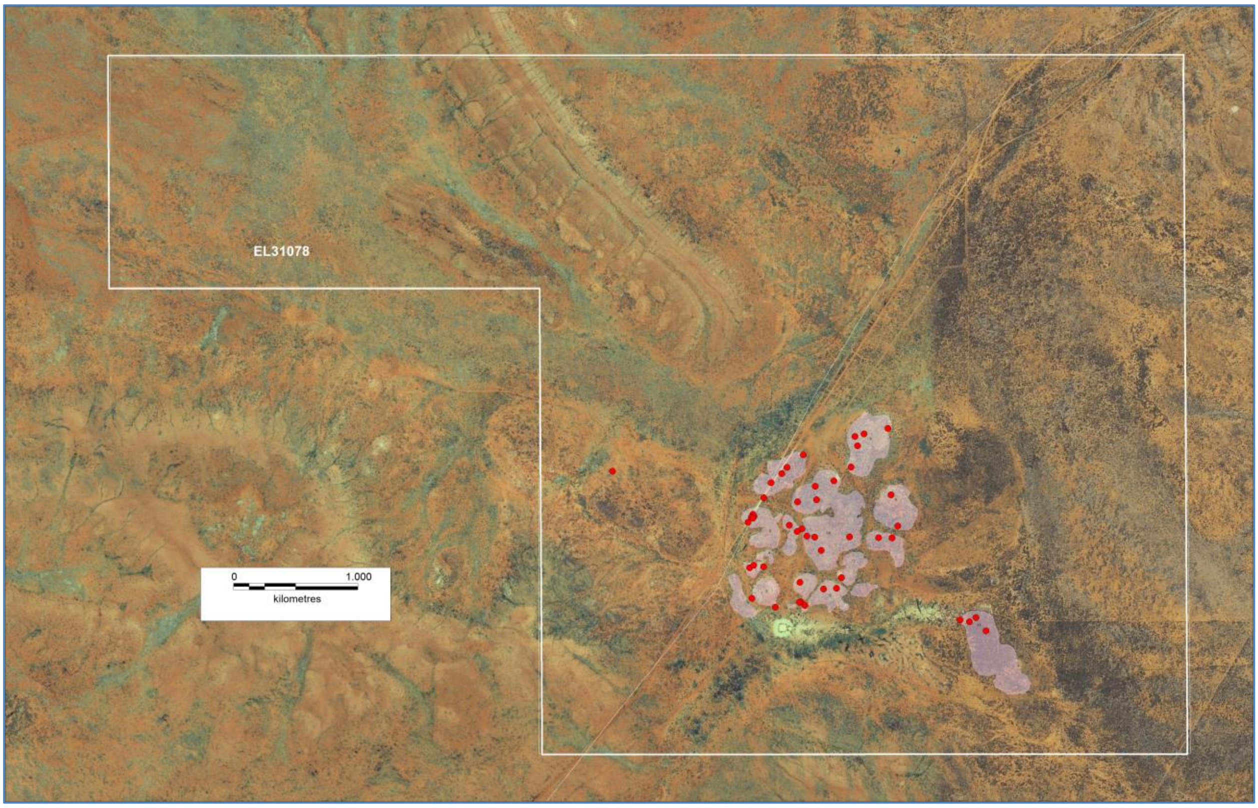

Figure 20. Dingo Hole Silica Project showing sampling to date and minimum extent of outcrop interpreted from satellite imagery.

OPERATIONS REVIEW

TOBERMOREY SILICA PROJECT, NT

This project is located along the Plenty Highway, adjacent to the NT/Qld border, 390 km from the Central Australian railway (via Ammaroo), 170 km from a railhead at Dajarra in Qld, and 240 km to Mount Isa. It covers mapped Austral Downs Limestone (Cza) which contains white chalcedonic quartz. The grant of the titles has been deferred until the results of the Dingo Hole analytical work are known.

Tenement	Area km^2	Blocks	Holder
ELA 31033	349.70	110	Territory Mining Pty Ltd
ELA 31034	359.08	113	Territory Mining Pty Ltd

Table 16. Tobermorey silica titles.

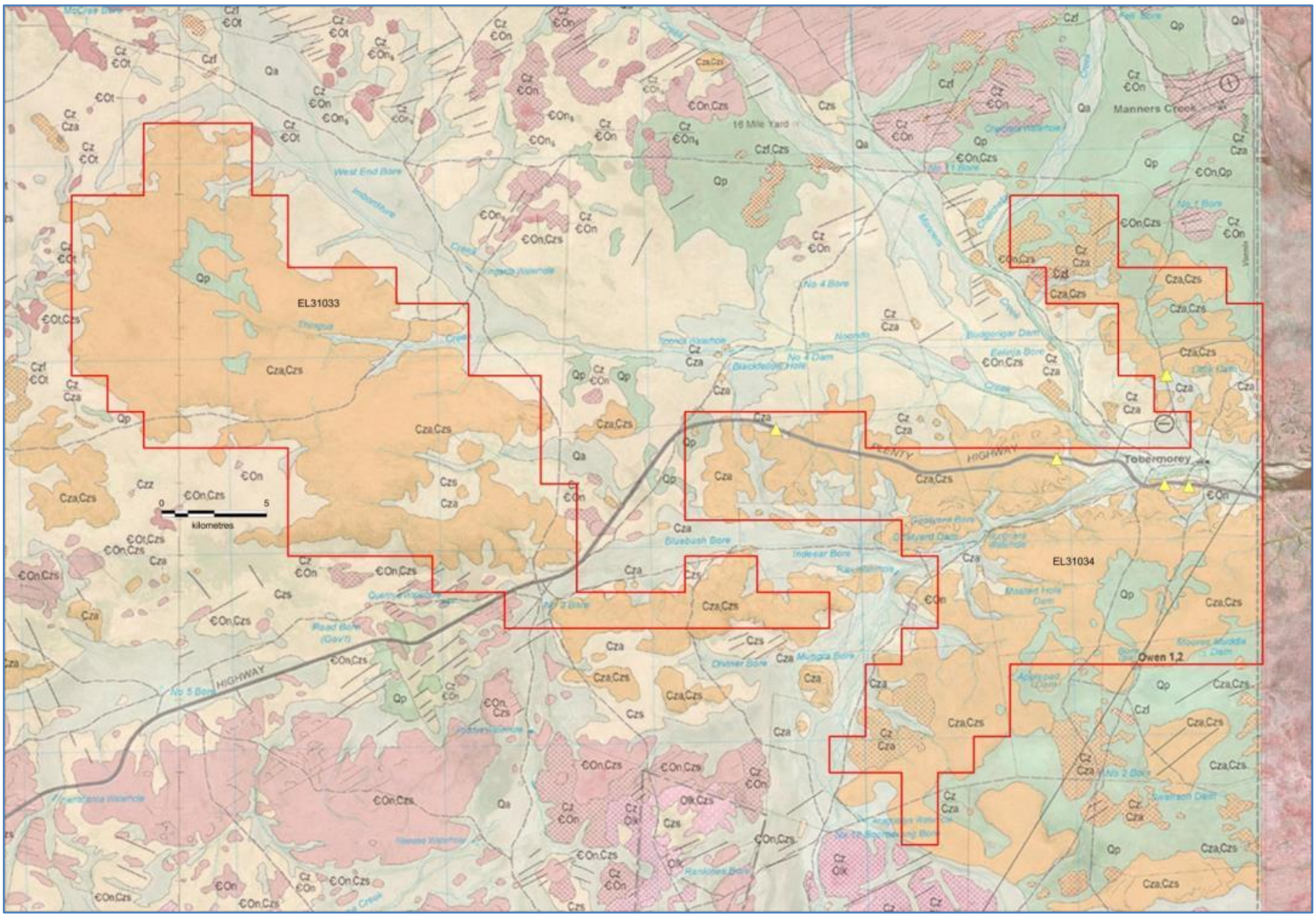

Figure 21. Tobermorey Silica Project applications, geology and previous sampling shown as yellow triangles. The NT/Queensland border is shown on the right.

OPERATIONS REVIEW

DNEIPER SILICA PROJECT, NT

This project is just north of the Plenty Highway, 120 km south of Ammaroo and 135 km from the Central Australian Railway. It covers mapped Waite Formation (Tw). Historical exploration was mainly for uranium, base metals and diamonds. Rio took some rockchip samples but their locations were not recorded. ABM Resources previously sampled silcrete on Waite Formation (EL 24454, CR2010-0521) and these results have been captured. They didn't test for SiO_2 as such, but the lowest Al by ME-MS61 was over 2% and ranged up 3.66% which is too high for HPQ. Further sampling would be required. The grant of the titles has been deferred until the results of the Dingo Hole analytical work are known.

Tenement	Area km^2	Blocks	Holder
ELA 31035	37.99	12	Territory Mining Pty Ltd
ELA 31036	205.92	65	Territory Mining Pty Ltd

Table 17. Dneiper silica applications.

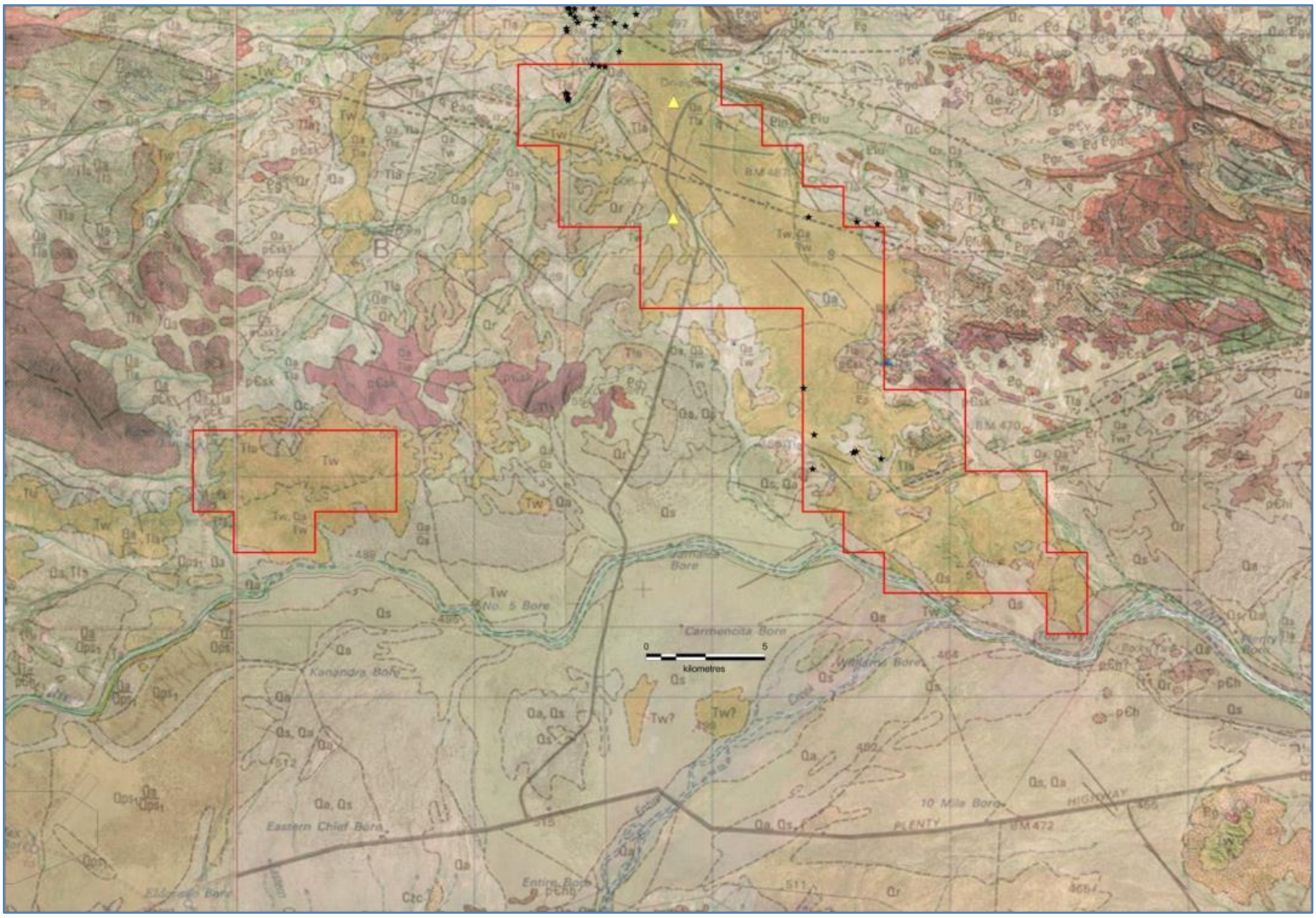

Figure 22. Dneiper Silica Project applications and geology with previous sampling by ABM as black stars and other previous samples as yellow triangles.

OPERATIONS REVIEW

OLD SOUTH ROAD SILICA PROJECT, NT

This single application is along the old railway corridor (which will sterilise some of the EL), 36 km southeast of Alice Springs and 19 km from the new Central Australian Railway. The geology has been mapped differently on different generations of maps that cover the ELA. There are several formations which are described as hosting chalcedonic white silica either as part of, or above, a silcrete, or with, or without, a limestone host. The only previous exploration by others was for uranium or base metals and there are no samples of relevance. The grant of the title has been deferred until the results of the Dingo Hole analytical work are known.

Tenement	Area km^2	Blocks	Holder
ELA 31041	43.80	14	Territory Mining Pty Ltd

Table 18. Old South Road silica application.

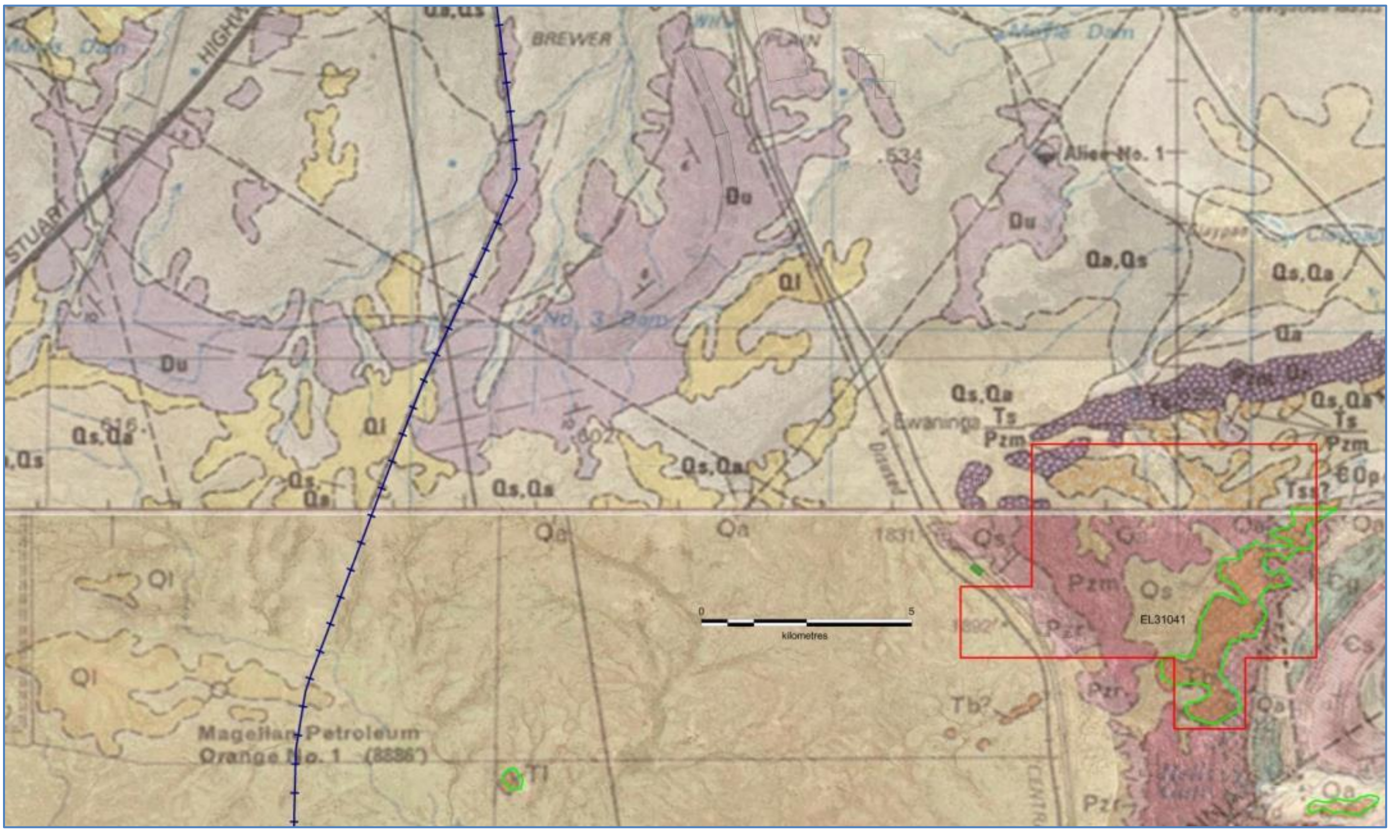

Figure 23. Old South Road Silica application on published geology. Tl, outlined in green, is considered the most prospective unit followed by Qs and Ts.

OTHER TARGET COMMODITIES

WESTMORELAND PROJECT, NT

This project targeting U/Au included two MLNs and a JV over EL 23573 with Lagoon Creek Resources which is a subsidiary of Laramide. There was no activity funded by Verdant Minerals under the JV. MLN 578 (Cobar II) and MLN 585 (Eva) have now been sold with the transfer shown on STRIKE on 22 May 2017.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 23573	189.90	65	23/12/2003	22/12/2017	Central Australian Phosphate/Lagoon Ck

Table 19. Central Australian Phosphate JV title in the Westmoreland Project.

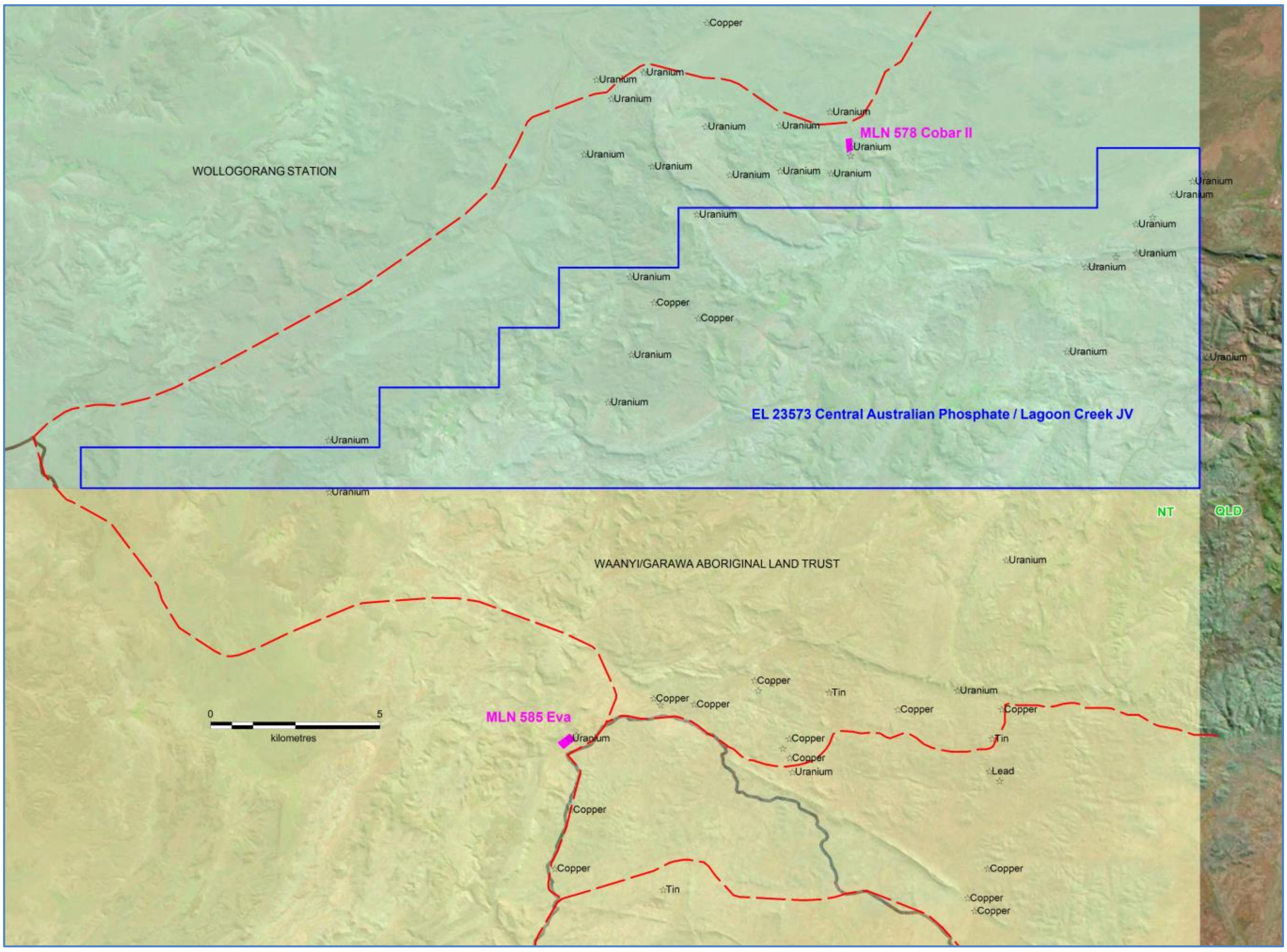

Figure 24. Westmoreland Project adjacent to the Queensland border showing MODAT mineral occurrences.

TOP END PROJECT – MT BUNDEY / MT GOYDER, NT

The Top End Project is in an established polymetallic province within 20 km of the Toms Gully gold mine. Verdant Minerals has withdrawn from all but an inactive joint venture with Crocodile Gold (now Primary Minerals) over exploration tenements surrounding the Tom's Gully Gold Mine. Rehabilitation of all work by Verdant Minerals has been completed and the security bond released by the NT Department of Primary Industries and Resources (DPIR).

OPERATIONS REVIEW

SILVER VALLEY, NT

This metals EL was granted during the reporting period. It covers the Murray Downs Dome. Uranium and lithium are not targets.

Tenement	Area km^2	Blocks	Grant	Expiry	Holder
EL 31340	157.98	50	07/04/2017	06/04/2023	Territory Mining Pty Ltd

Table 20. Silver Valley application.

The application is on Murray Downs Perpetual Pastoral Lease east of Ali Curung and between Singleton and Ammaroo phosphate projects. In the north, the ELA borders Aboriginal Land/Davenport Ranges National Park. An AAPA Register Search has been received and there are no sites of significance on the ELA. The ELA has a history of small-scale lead mining going back at least to the 1950s and despite the name "Silver Valley" and the high Ag grades, silver was not considered the primary target historically. There are several named Pb-Ag vein prospects called Silver Valley 1-4 and other unnamed outcropping epigenetic polymetallic prospects and occurrences within the ELA. There has been no systematic (gridded) surface sampling, no drilling (other than possibly undocumented work in the 1960s at one prospect) and there is no local geophysical data. The area was last worked by unlisted AMI Resources whose selective surface sample assays have been compiled by Verdant Minerals. These are regarded as encouraging for vein-style polymetallic mineralisation. There is an opportunity to use modern geophysics to target mineralisation under cover away from the known surface prospects.

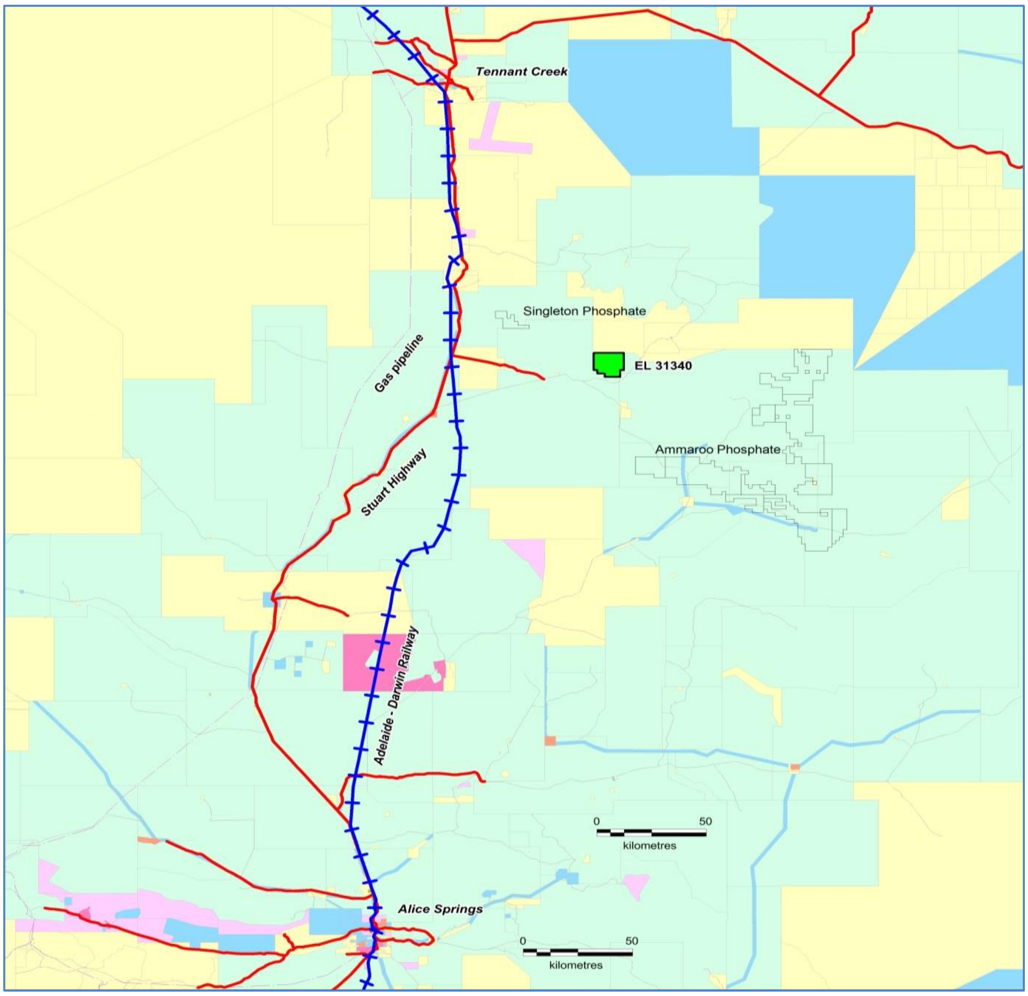

Figure 25. Regional setting of EL 31340 between Tennant Creek and Alice Springs and in close proximity to Territory Phosphate's flagship Ammaroo project. Pastoral Lease is shown in green, Aboriginal Land in yellow and Crown Land in blue.

OPERATIONS REVIEW

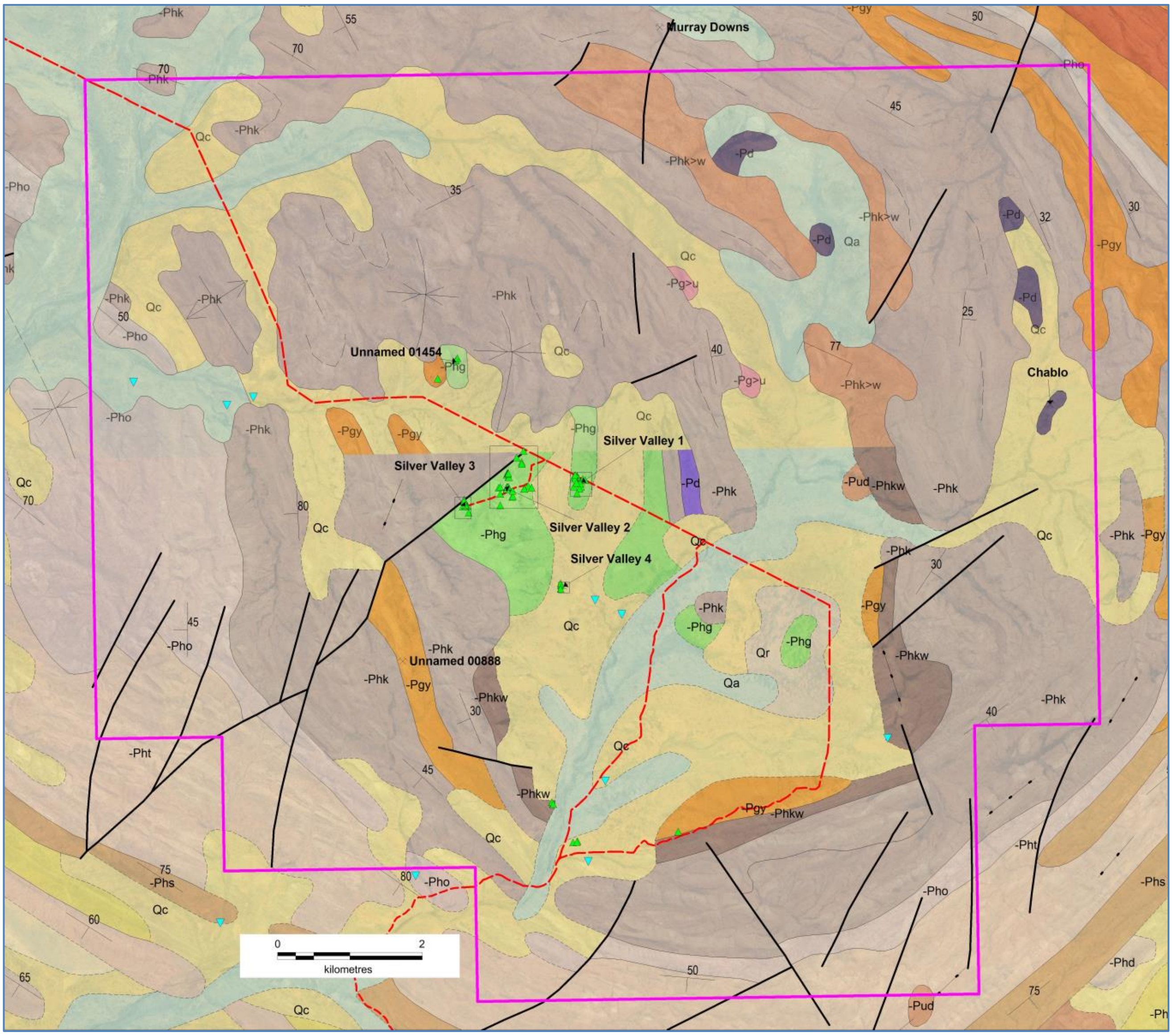

Figure 26. Silver Valley EL 31340 showing the documented prospects and the previous AMI Resources surface sampling, rockchips as green triangles, pan concentrates as blue triangles, plotted on published geology and satellite imagery.

RESOURCE REGISTER as of 30 June 2017

The brine resource on the former JV titles over Lake Mackay has been removed. Eva uranium/gold has been sold.

Commodity	Project	Ownership	Resource Category	Mt P_2O_5	Grade P_2O_5%	Cut-Off P_2O_5%	JORC	Announced	Status
Phosphate	Ammaroo, NT	Territory Phosphate Pty Ltd	Measured	136	15.4	10	2012	Verdant Minerals 15 March 2017	PFS completed, BFS underway
			Indicated	165	15.5				
			Inferred	840	13				
			Total	1,141	14				
	Ammaroo South, NT	Territory Phosphate Pty Ltd	Inferred	70	13	10	2012	Rum Jungle Resources 12 June 2014	exploration

Commodity	Project	Ownership	Resource Category	Mt K_2SO_4	Grade mg/L K	Cut-Off mg/L K	JORC	Announced	Status
Potash	Karinga Lakes, NT	Territory Potash Pty Ltd	Measured	5.8	-	3,000	2012	Rum Jungle Resources 20 February 2014	scoping study completed
			Indicated	0.46	-				
			Inferred	2.1	-				
			Total	8.4	av 4,760				

Notes

Territory Phosphate Pty Ltd and Territory Potash Pty Ltd are wholly-owned subsidiaries of Verdant Minerals Ltd (formerly Rum Jungle Resources Ltd). All resources are listed as of the time of the ASX announcement given above and have not changed materially since. Figures are rounded and totals include rounding errors.

OPERATIONS REVIEW

DISCLAIMER

This Annual Report has been prepared by Verdant Minerals Ltd (Verdant Minerals) and is available to shareholders (Recipients) for use in considering their interests in Verdant Minerals' assets.

The Annual Report has been prepared to assist Recipients in making their own evaluation of Verdant Minerals and its subsidiaries and does not purport to contain all of the information that a shareholder or prospective acquirer may require. None of Verdant Minerals, its shareholders, its related bodies corporate and advisers, and each of those parties' officers, employees, agents and associates (each a Relevant Person) is, or may be taken to be, under any obligation to correct, update or revise the report or any written or oral communications given to the Recipient in the course of its evaluation of Verdant Minerals. In all cases, Recipients must (a) conduct their own independent investigations and analysis of Verdant Minerals and the information set out in the report, (b) rely entirely on such investigations and analysis and not in this report in relation to their assessment Verdant Minerals and (c) form their own opinion as to whether or nor not to seek to invest in Verdant Minerals' assets.

Any forward looking statements (including forecasts) included in this report are not representations as to future matters and should not be relied upon by Recipients. The statements are based on a large number of assumptions about future events and are subject to significant uncertainties and contingencies, many of which are outside the control of Verdant Minerals. No representation is made that any forecast or future event will be achieved. Actual results may vary significantly from the forecasts. Each Recipient should make its own enquiries and investigations regarding the assumptions, uncertainties and contingencies which may affect Verdant Minerals' assets.

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Chris Tziolis
BSc, MA, MBA, MAICD
Managing Director

FURTHER TECHNICAL INFORMATION

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E-mail info@verdantminerals.com.au

DIRECTORS' REPORT

The directors present their report together with the consolidated financial statements of the Group comprising Verdant Minerals Ltd (the Company) and its subsidiaries for the year ended 30 June 2017 and the auditor's report thereon.

DIRECTORS

The directors of the Company at any time during or since the end of the financial year and up to the date of this report:

Mr James Whiteside	Non-Executive Chairman	(Appointed 6 October 2016) (Nominated chairman 24 November 2017)
Mr Jason Conroy	Non-Executive Director	(Appointed 7 August 2017)
Mr Robert Cooper	Non-Executive Director	
Mr Jeff Landels	Non-Executive Director	(Resigned 15 September 2017)
Mr David Muller	Non-Executive Chairman	(Resigned 24 November 2016)
Mr Chris Tziolis	Managing Director	

COMPANY SECRETARY

Mr Bruce Arnold BAgEc, CA was appointed Company Secretary on 31 July 2013 and has held the role of Company Secretary and Chief Financial Officer for a number of public companies.

PRINCIPAL ACTIVITIES

The principal activities of the Group during the course of the financial year were the exploration and evaluation of fertiliser minerals (in particular phosphate and sulphate of potash) and exploration for other minerals in northern and central Australia.

DIVIDENDS

The Directors recommend that no dividend be paid or declared at this point in time. No amounts have been paid or declared by way of dividends during the year.

OPERATING AND FINANCIAL REVIEW

Review of Operations

A detailed operations review and highlights discussion is included in the front section of this annual report.

Operating Results

The consolidated entity recorded a loss after tax of $3,086,274 after impairment and write downs of $611,062 in exploration costs (2016 loss $5,060,223). The impairment reflects the assessment of future potential made in relation to areas of interest that that have been deemed non-prospective and where no further testing is anticipated. In this situation costs associated with the tenements are impaired and written off in the profit or loss and other comprehensive income statement. Corporate costs of $2,048,669 (2016 $1,857,256) increased marginally during the year. Exploration and evaluation expenditure (including tenement holding costs and development studies) for the year was $3,278,717 (2016 $1,778,407).

Shareholder Performance

	2017	2016	2015	2014
Loss attributable to shareholders ($)	3,086,274	5,060,223	1,922,469	7,317,965
Basic EPS (Loss) cents per share	(0.32)	(1.27)	(0.50)	(0.42)
Dividends	Nil	Nil	Nil	Nil
Closing Share price at 30 June	$0.025	$0.02	$0.051	$0.086

DIRECTORS' REPORT

Review of Financial Position

The Group's net assets decreased by 5.4% compared to the prior year reflecting the expenditure undertaking the bankable feasibility study and corporate costs from operations for the year. The cash balance was $6,540,369 at 30 June 2017.

Future Developments, Business Strategies and Prospects

The Group strategy is to actively continue its evaluation and project development activities in Northern Australia. The principal focus in the short to medium term will be the Ammaroo phosphate bankable feasibility study and to a limited extent the Karinga Lakes potash project. Other prospects considered to have potential (including Silica) will have work programmes sufficient to maintain the tenements and enable assessment of the areas of interest in the medium term.

The overarching objective is to progress the phosphate bankable feasibility study and obtain approvals to enable value to be realised through the development of a fertiliser mineral production business in due course.

Business Risks

Economic Factors
Share market conditions may affect the value of the Company's quoted securities regardless of operating performance. Share market conditions are affected by many factors such as economic outlook; interest and inflation rates; currency exchange rates; investor sentiment; demand and supply of capital; terrorism or other hostilities and fiscal, monetary and regulatory policies.

Market Conditions
The market price of the shares in the Company can rise and fall and may be subject to unpredictable influences on the market and exploration stocks in particular. The future performance or return on investment cannot be warranted. A key risk for a minerals development company to manage is the need to maintain access to capital markets in order to source equity from new and existing shareholders to fund the retention of land tenure, feasibility studies and to progress towards project development.

Tenement Title
Each tenement is for a specific term with annual expenditure and reporting obligations as well as conditions requiring compliance. Consequently the Company could lose part or all of a tenement if conditions are not met or if insufficient funds are available to meet expenditure commitments as and when they arise. The inability to meet tenement conditions may affect the operations, financial position and /or performance of the Company.

Native Title
Areas of interest are potentially subject to native title claims and identification of areas of cultural significance which may affect future operations or performance if relevant agreements cannot be established.

Political, Commodity Price and Exchange Rate Risks
The potential to establish the timing and investment in projects and operations will depend on, expected revenues that will be exposed to commodity price and exchange rate risk which are impacted by volatility in international markets and political factors including approvals to operate.

Upgrading Resources to Reserves
Resource and reserve estimates are judgments based on knowledge, experience and industry practice in compliance with reporting codes such as JORC. By their nature resource estimates are imprecise and depend on interpretations which can lead to variations through an ore body.

Environmental Risk
Exploration and project development activity has the potential to cause environmental disturbance and exposure if it is not managed. Rehabilitation is conducted progressively but not withstanding this, unforeseen environmental liabilities may arise.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

As an exploration company the regular access to capital markets and ongoing support from shareholders is necessary to support exploration programmes.

As reported in the previous year R&D tax offsets received for certain projects have been under review by a Government agency. Findings by AusIndustry have been unfavourable and therefore a provision of $640,526 has been recorded representing the expected amount to be repaid.

Other than as noted above or otherwise disclosed in this report, there were no other significant changes in the nature of activities that occurred during the course of the financial year under review.

DIRECTORS' REPORT

EVENTS SUBSEQUENT TO REPORTING DATE

No matter or circumstance has arisen since the end of the financial year that has significantly affected, or may significantly affect the Group's operations, the results of those operations or the Group's state of affairs, in subsequent financial years.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The Group proposes to continue its project development activities. Specifically, the Company aims to continue phosphate evaluation activities on the Ammaroo project. The completion of a bankable feasibility study and approvals will form the basis for potential to actively pursue project investment and financing. The implementation of off-take agreements and the attraction of development and financing partnerships will be critical in moving the project forward. Neither of these is currently in place.

ENVIRONMENTAL REGULATION

The Group has a policy of complying with its environmental performance obligations in accordance with regulations determined by statute and regional entities in the areas in which it undertakes its exploration activities. The directors of the Group are not aware of any breach of environmental legislation or any matter which requires disclosure with respect to any significant environmental regulation associated with its operating activities.

INFORMATION ON DIRECTORS

Mr James Whiteside

Chairman – Non-Executive ***Qualifications*** BSc Ag, Grad Dip Bus Admin, GAICD

Experience and Expertise

Appointed to Verdant Minerals Ltd board in October 2016

Mr Whiteside is the Chief Executive Officer of Ausveg Ltd. He has had a successful and senior career in agriculture, previously as Chief Operating Officer of Incitec Pivot Fertilisers ("IPF"), a division of Incitec Pivot Limited ("IPL"). IPF is Australia's largest input manufacturer and supplier into Australian agriculture, and is also a significant exporter of Australian made fertiliser into export markets. Whilst at IPF he was responsible for the establishment of a global trading joint venture based in Hong Kong, Quantum Fertilisers, and was CEO of Quantum for over five years. He also had executive responsibility for global procurement and supply chain for the IPL Group.
Mr Whiteside was a director of Quantum Fertilisers and he is a past director and chairman of Fertilizer Australia and a director of the International Fertilizer Association. He is a current director of Agribusiness Australia.

Other Listed Directorships - Nil

Mr Jason Conroy

Non-Executive Director ***Qualifications*** BCom, MBA, FCPA, MAICD

Experience and Expertise

Appointed to Verdant Minerals Ltd board in August 2017

Mr Conroy was Chief Financial Officer of DUET Group, a member of the ASX100, for 9 years. DUET owned and operated five energy infrastructure businesses and was acquired in May 2017 for $7.4 billion by a consortium of global infrastructure investors. Prior to DUET, Mr Conroy had gained experience in restructuring, advisory, venture capital, corporate development and corporate finance roles in Australia and overseas.

Other Listed Directorships - Nil

DIRECTORS' REPORT

INFORMATION ON DIRECTORS (continued)

Mr Robert Cooper

Non-Executive Director ***Qualifications*** BE (Mining), MEngSc, MAusIMM CP(Min), MAICD

Experience and Expertise

Appointed to Verdant Minerals Ltd board in July 2016.

Mr Cooper is a mining engineer with more than 25 years' industry experience, having held leadership roles across a diverse range of commodities, both in Australia and overseas. He has a broad foundation of operating and technical experience in both operations and project development. He has held leadership positions with BHP Billiton as General Manager of Leinster Nickel Operations within Nickel West and as Asset President of Ekati Diamonds in Canada. More recently he held positions with Discovery Metals as General Manager - Operations in Botswana and as General Manager - Development in their Brisbane office. Mr Cooper is currently the CEO of CopperChem Limited and Exco Resources Limited, both of which are 100% owned subsidiaries of the Washington H Soul Pattinson Group.

Following a rights issue under a prospectus dated 17 May 2016 Mr Cooper was nominated to the Board by Verdant Minerals major shareholder Washington H Soul Pattinson which holds 38.28% after underwriting the Rights Issue.

<u>Other Listed Directorships</u>
Syndicated Metals Limited
Novonix Limited

Mr Jeff Landels

Non-Executive Director ***Qualifications*** BSc (Hons)

Experience and Expertise

Appointed to Verdant Minerals Ltd board in October 2012. - Resigned 15th September 2017

Mr Landels was the General Manager of (then) Western Mining Corporation's fertiliser Operations at Phosphate Hill, Mt Isa and Townsville from 2002 to 2006. Prior to this he spent over 30 years in the pulp and paper industry in both Australia and New Zealand. He was the Group General Manager for PaperlinX at its Gippsland operations and General Manager at AMCOR's Maryvale operations.

<u>Other Listed Directorships</u> – Nil

Mr Chris Tziolis

Managing Director ***Qualifications*** BSc, MA, MBA, MAICD

Experience and Expertise

Appointed to Verdant Minerals Ltd board in June 2013.

Mr Tziolis was appointed to Verdant Minerals (then Rum Jungle Resources) as Director of Development Projects in October 2012. On 30 June 2014 he was appointed as Managing Director. Prior to this he held senior management roles at Rio Tinto, most recently as the Chief Development Officer of Energy Resources of Australia Ltd. He was also the Manager of Business Development and Manager of Rail and Port Infrastructure with Rio Tinto Coal Australia. Prior to Rio Tinto, he was a consultant with McKinsey and Company primarily engaged on strategy development and operational performance improvement for global mining companies. Mr Tziolis commenced his career as an operations officer in the Royal Australian Navy which included command of a patrol vessel. He is a Member of the Australian Institute of Company Directors and has an MBA, MA in International Relations and a BSc in Chemistry.

<u>Other Listed Directorships</u> - Nil

DIRECTORS' REPORT

MEETINGS OF DIRECTORS

The number of Board meetings held during the year for each director who held office during the financial year and the numbers of meetings attended by each director is as follows:

	Board Meetings of Directors		Audit Committee	
	Number eligible to attend	Meetings attended	Number eligible to attend	Meetings attended
James Whiteside	6	6	1	1
Robert Cooper	8	8	2	2
Jeff Landels	8	7	2	2
David Muller	4	4	2	1
Chris Tziolis	8	8	-	*-

***** Participated by invitation

DIRECTORS' INTERESTS

The relevant interests of the directors (and related parties) in securities of the Company at the date of this report are as follows:

	Ordinary shares	Options over ordinary shares
James Whiteside	400,000	5,000,000
Jason Conroy	200,000	-
Robert Cooper	1,500,000	2,500,000
Jeff Landels	600,000	2,500,000
Chris Tziolis	2,125,025	17,000,000

SHARES UNDER OPTIONS

Unissued ordinary shares of Verdant Minerals Ltd under option at the date of this report are as follows:

Grant date	Vesting date	Expiry date	Exercise price	Number of options
01/07/2014	01/07/2014	01/07/2018	* $0.1601	4,550,000
01/07/2014	01/07/2015	01/07/2019	* $0.2101	3,550,000
16/12/2016	Subject to VWAP hurdles	30/06/2018 to 31/12/2019	$0.025	22,000,000
31/03/2017	Subject to VWAP hurdles	30/06/2018 to 31/12/2019	$0.035	5,000,000
				35,100,000

* Updated in accordance with the plan rules after Rights issue.

No option holder has any right under the options to participate in any other share issue of the Company or any other entity.

Shares issued on the exercise of options

During the year ended 30 June and to the date of this report there were no shares issued on the exercise of options.

REMUNERATION REPORT – AUDITED

(a) Policy for determining the nature and amount of key management personnel remuneration

The Board of Verdant Minerals Ltd is responsible for determining and reviewing compensation arrangements for the directors, chief executive officer and the executive team. The Board's remuneration policy is to ensure that the remuneration package properly reflects the person's duties and responsibilities, with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and executive team. Such officers can be given the opportunity to receive their base emolument in a variety of forms. It is intended that the manner of payment chosen will be optimal for the recipient without creating undue cost to the Group.

In accordance with corporate governance guidelines, the structure of non-executive director and executive remuneration is separate and distinct.

(i) Non-Executive Director Remuneration

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Structure

Remuneration of non-executive directors is determined by the Board, within the maximum amount approved by the shareholders from time to time (currently set at an aggregate of $250,000 per annum). The Board intends to undertake an annual review of its performance and the performance of the Board committees against goals set at the start of the year.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst the directors is reviewed annually. The Board may consider advice from external consultants as well as the fees paid to non-executive directors of comparable companies when undertaking its annual review.

Each director receives a fee for being a director of the Company. Directors who are called upon to perform extra services beyond the director's ordinary duties may be paid for those services on a commercial rate basis. Options may also be issued to directors with the approval of shareholders.

(ii) Senior Executive Remuneration (including executive directors)

Objective

The Company aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company and to:

- Reward executives for company, business unit and individual performance against targets set by reference to appropriate benchmarks;
- Align the interest of executives with those of shareholders;
- Link reward with the strategic goals and performance of the Company; and
- Ensure total remuneration is competitive by market standards.

Structure

In determining the level and make-up of executive remuneration, the Board may obtain independent advice from external consultants on market levels of remuneration for comparable executive roles. It is the Board's policy that employment contracts are entered into with all senior executives.

(iii) Variable remuneration – Short and Long Term Incentives (executives and executive directors)

Objective

The objectives of incentives are to:

- Recognize the ability and efforts of the employees of the Company who have contributed to the success of the Company and to provide them with rewards where deemed appropriate;
- Provide an incentive to the employees to achieve the long term objectives of the Company and improve the performance of the Company; and
- Attract persons of experience and ability into employment with the Company and foster and promote loyalty between the Company and its employees.

REMUNERATION REPORT – AUDITED (continued)

Structure

Long term incentives granted to senior executives are options issued in accordance with an Employee Share Option Plan, which has been subject to shareholders' approval. At the commencement of each financial year, the Company and each senior executive will agree upon a set of financial and non-financial objectives related to the senior executive's job responsibilities and targeted to the business and financial performance. There is currently no short term incentive scheme and no bonuses are paid while the Company is in exploration phase.

(b) Remuneration, Company performance and shareholder wealth.

The development of remuneration policies and structure are considered in relation to the effect on Company performance and shareholder wealth. They are designed by the Board to align Director and executive behaviour with improving Company performance and, ultimately shareholder wealth.

The Board considers at this stage in the Company's development, that share price growth itself is an adequate measure of total shareholder return.

Executives are currently remunerated based on a base pay and options. The options granted are considered by the Board to provide an alignment between the employees' and shareholders' interests.

(c) Key management personnel

Unless otherwise stated, the following persons were key management personnel of Verdant Minerals Ltd during the financial year under review:

Name	Date appointed	Date resigned	Position held
James Whiteside	6 October 2016		Chairman
Robert Cooper	1 July 2016		Non-executive Director
Jeff Landels	18 October 2012	15 September 2017	Non-executive Director
Chris Tziolis	15 October 2012		Managing Director
David Muller	13 October 2006	24 November2016	Past Chairman
Bruce Arnold	31 July 2013		Company Secretary/Chief Financial Officer
Nigel Doyle	1 February 2008		Exploration Manager

(d) Details of remuneration

Compensation paid, or payable by the Company to key management personnel is set out below. Key management personnel include all directors of the Company and executives who, in the opinion of the Board have authority and responsibility for planning, directing and controlling the Group directly or indirectly.

2017	Short-term benefits		Post-employment	Share-based payments		Proportion of remuneration share based
	Salary and fees	Non Cash	Superannuation	Options	Total	
	$	$	$	$	$	%
Non-executive directors						
James Whiteside *Chairman*	41,723	-	3,964	*43,900	89,587	49.0
Robert Cooper	40,000	-	3,800	*21,950	65,750	33.4
Jeff Landels	40,000	-	3,800	*21,950	65,750	33.4
David Muller	24,167	-	2,296	-	26,463	-
Total non-executive directors	**145,890**	**-**	**13,860**	**87,800**	**247,550**	**-**
Executive director						
Chris Tziolis	330,417	-	29,583	105,400	465,400	22.6
Total executive directors	**330,417**	**-**	**29,583**	**105,400**	**465,400**	**-**
Other key management personnel						
Bruce Arnold	200,000	17,160	19,000	28,250	264,410	10.7
Nigel Doyle	200,000	-	19,000	28,250	247,250	11.4
Total other key management personnel	**400,000**	**17,160**	**38,000**	**56,500**	**511,660**	**-**
Total directors' and executive remuneration	**876,307**	**17,160**	**81,443**	**249,700**	**1,224,610**	**-**

* Options approved by shareholders at the AGM 24 November 2016

DIRECTORS' REPORT

REMUNERATION REPORT AUDITED (continued)

Where a director undertakes work that is in addition to the traditional role and duties as a director then a payment can be made on an arm's length basis for consulting services with board approval. In 2017 a payment of $11,340 was made to the chairman (Mr Whiteside) for consulting, contact and liaison with the fertiliser industry.

2016	Short-term benefits		Post-employment	Share-based payments		Proportion of remuneration performance based
	Salary and fees	Non Cash	Superannuation	Options	Total	
	$		$	$	$	%
Non-executive directors						
David Muller	*60,000	-	5,700	-	65,700	-
Jeff Landels	*40,000	-	3,800	-	43,800	-
Total non-executive directors	**100,000**	**-**	**9,500**	**-**	**109,500**	**-**
Executive directors						
Chris Tziolis	*330,000	-	30,000	-	360,000	-
Total executive directors	**330,000**	**-**	**30,000**	**-**	**360,000**	**-**
Other key management personnel						
Bruce Arnold	200,000	21,810	19,000	-	240,810	-
Nigel Doyle	200,000	-	19,000	-	219,000	-
Total other key management personnel	**400,000**	**21,810**	**38,000**	**-**	**459,810**	**-**
Total directors' and executive remuneration	**830,000**	**21,810**	**77,500**	**-**	**923,310**	**-**

* Note that directors' fees and salary were agreed to being reduced by 20% in 2015/16 year.

There were no bonus payments in 2017 or 2016.

(e) Service agreements

On appointment to the Board, non-executive directors enter into service agreements with the Company in the form of a letter of appointment. The letter summarises the Board's policies and terms, including compensation, relevant to the office of director.

Remuneration and other terms of employment for the Managing Director and other key management personnel are recorded in service agreements. Major provisions of the agreements relating to remuneration are set out below.

Chris Tziolis, Executive Director – Managing Director

- Term of Agreement – open ended effective 1 July 2014.
- Base package $360,000 including SGC superannuation.
- Contract may be terminated by executive giving three month's notice or payment in lieu thereof.
- Company may terminate (without cause) by giving 12 months notice or payment in lieu of notice or a combination of notice and a payment in lieu.
- Company may terminate immediately where there is cause.

Bruce Arnold, Company Secretary & Chief Financial Officer

- Term of Agreement – open ended commencing 24 July 2013.
- Contract may be terminated by either party with one month's notice or payment in lieu thereof.

Nigel Doyle, Exploration Manager

- Term of Agreement – open ended commencing 1 February 2008.
- Contract may be terminated by either party with one month's notice or payment in lieu thereof.

DIRECTORS' REPORT

REMUNERATION REPORT - AUDITED (continued)

(f) Share–based compensation

Details of options over ordinary shares in the Company provided as remuneration to each director and key management personnel of the Company are set out below. When exercised, each option is convertible into one ordinary share of Verdant Minerals Ltd. Options are issued by the Board and the exercise price prior to 30 June 2016 was double the average weighted share price at the date of being awarded. After the 30 June 2017 there are vesting hurdle prices (volume weighted average share prices for 10 days) that must be exceeded to vest and be exercisable. There are no other performance criteria.

	Grant Date	No. of options	No. of options vested during year	Fair value per option at grant date (cents)	Exercise price (cents)	Expiry date	Date exercisable
James Whiteside	14/12/16**	5,000,000	-	0.83 to 0.91	2.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents
Robert Cooper	14/12/16**	2,500,000	-	0.83 to 0.91	2.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents
Jeff Landels	14/12/16**	2,500,000	-	0.83 to 0.91	2.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents
Chris Tziolis	01/07/14*	3,000,000	-	2.36	16.01	01/07/18	01/07/14
Chris Tziolis	01/07/14*	2,000,000	-	2.50	21.01	01/07/19	01/07/15
Chris Tziolis	14/12/16**	12,000,000	-	0.83 to 0.91	2.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents
Nigel Doyle	01/07/14	750,000	-	2.36	16.01	01/07/18	01/07/14
Nigel Doyle	01/07/14	750,000	-	2.50	21.011	01/07/19	01/07/15
Nigel Doyle	31/03/17	2,000,000		1.30 to 1.49	3.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents
Bruce Arnold	01/07/14	400,000	-	2.36	16.01	01/07/18	01/07/14
Bruce Arnold	01/07/14	400,000	-	2.50	21.01	01/07/19	01/07/15
Bruce Arnold	31/03/17	2,000,000		1.30 to 1.49	3.5	30/6/18 to 31/12/2019	Vesting hurdles 5, 8, 12 cents

* Issued after 2014 AGM with shareholder approval. ** Issued after 2016 AGM with shareholder approval.

Options are granted to attract and retain key management personnel and the number is set by the Board.

There is no performance hurdles attaching to the options granted other than service vesting conditions that the employee must be employed to exercise the options. In the event of termination (specified circumstances) only vested options are entitled to be exercised up to 30 days after termination. Unvested options are forfeited unless retained with Board approval.

During the year there were no alterations to the terms and conditions of options granted since their grant date.

Analysis of movements in options

During the year 27,000,000 options were issued under the Company's Employee Share Option Plan. No options lapsed or expired as during the year. As at 30 June 2017 the Company's share price was 2.5 cents.

	A Value of options granted	B Value of options exercised	C Value at expiry date	D Remuneration that consists of options
	$	$	$	%
Directors of Verdant Minerals Ltd				
James Whiteside	43,900	-	-	49.0
Robert Cooper	21,950	-	-	33.4
Jeff Landels	21,950	-	-	33.4
Chris Tziolis	105,400	-	-	22.6
Other key management personnel				
Nigel Doyle	28,250	-	-	11.4
Bruce Arnold	28,250	-	-	10.7

DIRECTORS' REPORT

REMUNERATION REPORT - AUDITED (continued)

A = the value at grant date, calculated in accordance with AASB 2 – Share-based Payment, of options granted during the year as part of remuneration.

B = the value at exercise date of options that were granted as part of remuneration and were exercised during the year, being the intrinsic value (spot price less exercise price) of the options at that date.

C = the value at lapse or expiry date of options that were granted as part of remuneration and that lapsed during the year. The value is determined at the time of lapsing and usually out of the money at the expiry.

D = the percentage of the value of remuneration consisting of options, based on the value of options expensed during the current year.

The assessed fair value at grant date of options granted to the individuals is expensed in the reporting period in which the grant occurs and the amount is included in the remuneration tables appearing on the previous page. Fair values at grant date are independently determined using a Black-Scholes option pricing model or Monte Carlo simulation that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

For each grant of options, the percentage of the grant value that vested in the financial year, and the percentage that was forfeited because the person did not meet the service performance criteria, are set out below. The options generally expire after 3 to 4 years.

	Year granted	Vested	Yet to Vest	Forfeited	Financial years in which the options vest
		%	%	%	
Directors of Verdant Minerals Ltd					
James Whiteside	2016	-	100		Subject to vesting hurdles 5, 8, 12 cents
Robert Cooper	2016	-	100	-	Subject to vesting hurdles 5, 8, 12 cents
Jeff Landels	2016	-	100	-	Subject to vesting hurdles 5, 8, 12 cents
Chris Tziolis	2014	100	-	-	2014 & 2015
Chris Tziolis	2016	-	100	-	Subject to vesting hurdles 5, 8, 12 cents
Other key management personnel					
Nigel Doyle	2014	100	-	-	2014 & 2015
Nigel Doyle	2017	-	100	-	Subject to vesting hurdles 5, 8, 12 cents
Bruce Arnold	2014	100	-	-	2014 & 2015
Bruce Arnold	2017	-	100	-	Subject to vesting hurdles 5, 8, 12 cents

Option holdings

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

Name	Balance at start of year	Granted as Compensation	Exercised	Other Changes	Balance at end of year	Vested and exercisable
Directors of Verdant Minerals Ltd						
J D Whiteside	-	5,000,000	-	-	5,000,000	-
R J Cooper	-	2,500,000			2,500,000	-
J D Landels	-	2,500,000	-	-	2,500,000	-
C N Tziolis	5,000,000	12,000,000	-	-	17,000,000	5,000,000
Other key management personnel of the Group						
N J Doyle	1,500,000	2,000,000	-	-	3,500,000	1,500,000
B W Arnold	800,000	2,000,000	-	-	2,800,000	800,000

DIRECTORS' REPORT

REMUNERATION REPORT - AUDITED (continued)

Share holdings

The number of shares in the Company held during the financial year by each director of Verdant Minerals Ltd and other key management personnel of the Group, including their personally related parties are set out below. There were no shares granted during the reporting period as compensation.

Name	Balance at start of the year	Received during the year on exercise of options	Other changes during the year	Balance at end of the year
Directors of Verdant Minerals Ltd				
Ordinary Shares				
R J Cooper and related parties	-	-	1,500,000	1,500,000
J D Landels and related parties	300,000	-	300,000	600,000
C N Tziolis and related parties	2,125,025	-	-	2,125,025
Other key management personnel of the Group				
N J Doyle and related parties	820,747	-	(263,000)	557,747
B W Arnold and related parties	186,800	-	-	186,800

End of Remuneration Report – Audited

INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

During or since the end of the year, the Company has not given any indemnity to a current or former officer or auditor against a liability or made any agreement under which an officer or auditor may be given any indemnity of the kind covered by the Corporations Act 2001.

During the year, the Company paid premiums in respect of directors' and officers' indemnity insurance contracts for the period ended 30 June 2017. The insurance contracts offer continued indemnity to officers of the Company where the person is no longer an officer at the time the claim is made. The Company paid a premium of $35,000 to insure the directors and secretaries of the Company during the financial year. This does not include such liabilities that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for them or someone else or to cause detriment to the Company.

DIRECTORS' REPORT

PROCEEDINGS ON BEHALF OF THE COMPANY

The Company is not aware that any person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings in which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

The Company was not a party to proceedings during the year or to the date of this report.

NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group is appropriate.

The board has considered the non-audit services provided during the year by the auditor and is satisfied that the provision of non-audit services is compatible with and did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed to ensure that they do not impact the impartiality and objectivity of the auditor;
- the services provided do not undermine the general principles relating to Auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants.*

Details of the amounts paid or payable to the auditors for audit services provided during the year are set out in note 17 in the financial report.

During the year the following fees were paid or payable for non-audit services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	Consolidated Group	
	2017	**2016**
	$	**$**
Non-audit services		
R&D support	-	83,944
Total remuneration for non-audit services	**-**	**83,944**

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 48.

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

James D Whiteside

Chairman

Chris N Tziolis

Managing Director

Darwin, Northern Territory
25 September 2017

CORPORATE GOVERNANCE

The Board of Directors is responsible for the corporate governance of Verdant Minerals Ltd (the Company) and its controlled entities (the Group). The Group acknowledges and adopts the best practice where reasonable, taking into account the size of the Company and its activities when establishing policy and procedures. Corporate governance is having a set of core values and behaviours that ensure integrity, accountability and protection of the interests of all stakeholders – including shareholders, personnel, suppliers and communities in which the Group operates.

The Board of Directors supports the Corporate Governance Principles and Recommendations (3rd Edition, released in March 2014) (ASX Recommendations) developed by the ASX Corporate Governance Council (Council) and in accordance with ASX listings rules uses these principles as guidelines for establishing policy and procedures.

The Company endeavours to follow guidelines and practices are broadly consistent with the ASX Recommendations. In some instances the Board considers that the implementation of a small number of ASX Recommendations is not appropriate or reasonable given the size of the company and the scale of operations as the company is in exploration and evaluation phase at this point in time.

The Corporate Governance Statement (CGS) and ASX Appendix 4G – Key to Disclosures lodged to the ASX disclose the extent to which the Company has followed the ASX Recommendations or otherwise departed from recommendations during the Reporting Period. The statement is current to the date 28th September 2016 and addresses the following principles:

ASX Corporate Governance Principles

Principle 1 – Lay solid foundations for management and oversight

Principle 2 – Structure the Board to add value

Principle 3 – Act ethically and responsibly

Principle 4 – Safeguard integrity in corporate reporting

Principle 5 – Make timely and balanced disclosure

Principle 6 – Respect the rights of security holders

Principle 7 – Recognise and manage risk

Principle 8 – Remunerate fairly and responsibly

The Company's 2017 Corporate Governance Statement, ASX Appendix 4G (Key to Disclosures of Corporate Governance Principles and Recommendations) and other ancillary corporate governance related documents can also be sourced on the Company's website at the following URL: http://www.verdantminerals.com.au/about/corporate-governance

Auditor's Independence Declaration under Section 307Cof the Corporations Act 2001

KPMG

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Verdant Minerals Ltd

I declare that, to the best of my knowledge and belief, in relation to the audit of Verdant Minerals Ltd for the financial year ended 30 June 2017 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Clive Garland
Partner

Darwin

25 September 2017

ANNUAL FINANCIAL REPORT – 30 JUNE 2017

Contents

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2017

	Notes	2017 $	2016 $
Income from continuing operations			
Other income	4.	226,595	340,487
Total income		**226,595**	**340,487**
Expenses from continuing operations			
Audit fees	18.	(77,056)	(73,721)
Corporate advisory costs		(140,536)	(263,185)
Employee benefits expense	6.	(1,088,720)	(779,859)
Impairment of exploration and evaluation assets	12.	(611,062)	(3,543,454)
Insurance		(68,835)	(60,866)
Occupancy		(94,901)	(97,846)
Office service costs		(289,302)	(308,620)
Share registry fees		(34,290)	(86,085)
Stock exchange fees		(41,809)	(55,728)
Travel		(200,982)	(113,996)
R&D grant expense	26.	(640,526)	-
Other		(5,631)	(3,332)
Depreciation	5.	(6,607)	(14,018)
Loss on disposal of assets		(12,612)	-
Total expenses		**(3,312,869)**	**(5,400,710)**
Loss before income tax		**(3,086,274)**	**(5,060,223)**
Income tax expense		-	-
Loss for the year		**(3,086,274)**	**(5,060,223)**
Other comprehensive income		-	-
Total comprehensive loss attributable to members of the Company		**(3,086,274)**	**(5,060,223)**
Earnings per share for loss attributable to ordinary equity holders of the Company			
		Cents	**Cents**
Basic and diluted (loss) per share	21.	(0.32)	(1.27)

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION – AS AT 30 JUNE 2017

	Notes	2017 $	2016 $
Current assets			
Cash and cash equivalents	8.	6,540,369	12,175,854
Trade and other receivables	9.	100,413	125,638
Other assets	10.	395,497	356,637
Total current assets		**7,036,279**	**12,658,129**
Non-current assets			
Property, plant and equipment	11.	631,964	749,769
Exploration and evaluation assets	12.	43,333,291	40,667,102
Total non-current assets		**43,965,255**	**41,416,871**
TOTAL ASSETS		**51,001,534**	**54,075,000**
Current liabilities			
Trade and other payables	13.	326,282	1,227,320
Short-term provisions	14.	754,465	104,444
Total current liabilities		**1,080,747**	**1,331,764**
TOTAL LIABILITIES		**1,080,747**	**1,331,764**
NET ASSETS		**49,920,787**	**52,743,236**
EQUITY			
Contributed equity	15.	83,976,565	83,976,565
Reserves	16.	1,711,555	1,447,730
Accumulated losses	16.	(35,767,333)	(32,681,059)
TOTAL EQUITY		**49,920,787**	**52,743,236**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY – FOR THE YEAR ENDED 30 JUNE 2017

	Notes	Share capital $	Share-based payments reserve $	Accumulated losses $	Total $
2017					
Balance at 30 June 2016		83,976,565	1,447,730	(32,681,059)	52,743,236
Loss for the year		-	-	(3,086,274)	(3,086,274)
Share based payment expense		-	263,825	-	263,825
Balance at 30 June 2017		**83,976,565**	**1,711,555**	**(35,767,333)**	**49,920,787**
2016					
Balance at 30 June 2015		73,356,647	1,447,730	(27,620,836)	47,183,541
Loss for the year		-	-	(5,060,223)	(5,060,223)
Shares issued during the year, net of transaction costs		10,619,918	-	-	10,619,918
Share based payment expense		-	-	-	-
Balance at 30 June 2016		**83,976,565**	**1,447,730**	**(32,681,059)**	**52,743,236**

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS – FOR THE YEAR ENDED 30 JUNE 2017

	Notes	2017 $	2016 $
Cash flows from operating activities			
Interest received		219,462	57,636
Subsidies received		-	280,291
Payments to suppliers and employees		(1,745,654)	(1,865,925)
Net cash (used in) operating activities	20 (a).	**(1,526,192)**	**(1,527,998)**
Cash flows from investing activities			
Payments for property, plant and equipment		(11,049)	(5,070)
Receipts for property, plant and equipment		111,100	9,000
Payments for exploration and evaluation assets		(3,278,717)	(1,778,407)
(Payments) Refund for Term Deposits (secured)		(40,000)	425,000
Net cash (used in) investing activities		**(3,218,666)**	**(1,349,477)**
Cash flows from financing activities			
Share issue (net of costs)		-	11,429,580
Payments for capital raising		(890,627)	-
Net cash provided by financing activities		**(890,627)**	**11,429,580**
Net (decrease) increase in cash and cash equivalents		(5,635,485)	8,552,105
Cash and cash equivalents at the beginning of the year		12,175,854	3,623,749
Cash and cash equivalents at the end of the year		**6,540,369**	**12,175,854**

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS – FOR THE YEAR ENDED 30 JUNE 2017

Note

1. Summary of significant accounting policies

The consolidated financial statements of the Company as at and for the year ended 30 June 2017 comprise the Company and its subsidiaries (together the Group). The Group is a for profit entity and primarily is involved in the exploration of minerals and other metals and is domiciled in Australia.
The consolidated financial statements were authorised by the Board of Directors on 25 September 2017.

Basis of Preparation

The consolidated financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards (AASBs), other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001.*

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards 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.

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.

The financial statements are presented in Australian dollars, which is the Company's functional currency.

Going Concern

Notwithstanding the loss for the year of $3,086,274 the financial statements have been prepared on a going concern basis, which contemplates continuity of normal activities and realisation of assets and settlement of liabilities in the normal course of business. The Group's current assets exceed its current liabilities at 30 June 2017 by $5,955,532 (2016: $11,326,365) and net cash outflows from operating and investing were $4,744,858 for the year (2016: net operating and investing outflow $2,877,475). As is generally the case for explorers, the ability of the Company to continue exploration and evaluation activities as a going concern including meeting its obligations is dependent upon accessing investor funds in the capital markets.

The Board believes the going concern basis of the financial statements is appropriate due to:
- availability of cash reserves of $6,540,369 at 30 June 2017; and
- the ability for the Group to manage the level of activity and curtail expenditure if necessary relative to the availability of cash reserves.

The Board anticipates the Group is able to raise additional equity capital or funds from other sources for working capital and planned expenditure as the Group has a history of securing such funding as required in the past to support their confidence. In the unexpected outcome that the Company is not able to raise additional capital in future periods there may be some uncertainty whether the Company will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at amounts stated in the financial report.

a) Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Verdant Minerals Ltd ("Company" or "parent entity") as at 30 June 2017 and the results of all subsidiaries for the year then ended.

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Group at the acquisition date.

1. Summary of significant accounting policies (continued)

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Investments in subsidiaries are accounted for at cost in the financial statements of Verdant Minerals Ltd.

Business combinations

All acquisition costs are expensed in the period in which they occur.

The contingent consideration associated with a business combination is included as part of the cost of the business combination. These are recognised at the fair value of expected payment. Any subsequent changes in the fair value or probability of settlement are recognised in the statement of comprehensive income, except to the extent that they relate to conditions that existed at the date of acquisition that are identified during any “measurement period”. In this case, the cost of acquisition is adjusted.

At acquisition any excess consideration over the fair value of net identifiable assets acquired for exploration assets will be firstly measured for tenement value and any residual value if any recorded as goodwill.

b) Segment reporting

A management approach is taken to the identification, measurement and disclosure of operating segments. Operating segments are identified on the basis of internal reports that are regularly reviewed by the chief operating decision maker for the purpose of allocating resources and assessing performance.

c) Income tax

The income tax expense or revenue for the period is the tax payable on the current period’s taxable income based on the national income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amounts and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

d) Revenue recognition

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group’s activities as described below.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances and duties and taxes paid.

Interest revenue

Interest is recognised on a time proportion basis using the effective interest method.

1. Summary of significant accounting policies (continued)

e) Impairment of assets (other than exploration and evaluation)

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequent if events or changes in circumstances indicate that they might be impaired. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised in the statement of comprehensive income for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of impairment at each reporting date.

f) Cash and cash equivalents

For cash-flow presentation purposes cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

g) Exploration and evaluation expenditure

Exploration and evaluation costs, including costs of acquiring licences, are capitalised as exploration and evaluation assets on an areas of interest basis. Costs incurred before the Group has obtained the legal rights to explore an area are recognised as an expense in the income statement.

Exploration and evaluation assets are only recognised if the rights to the area of interest are current and either:

i. the expenditures are expected to be recouped through successful development and exploitation of the area of interest or by its sale; or

ii. activities in the areas of interest have not, at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest is continuing.

Exploration and evaluation assets are assessed for impairment when sufficient data exists to determine technical feasibility and commercial viability and information suggests that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

Impairment will generally occur when the following circumstances exist:

- The tenement has expired or will expire in the near future and is not expected to be renewed;
- Further exploration and evaluation of mineral resources in the specific area are not budgeted or planned; and
- Exploration and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable resources and the decision has been made to discontinue such activities in the specified area.

Once the technical feasibility and commercial viability of an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are tested for impairment and then reclassified from exploration and evaluation expenditure to development assets.

Restoration costs that are incurred are capitalised into the cost of the exploration and evaluation phases that give rise to the need for restoration. Rehabilitation obligations are covered by lodgement of bank guarantees with the government.

h) Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Trade and other receivables are generally due for settlement within 30 days.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

1. Summary of significant accounting policies (continued)

i) Investments and other financial assets

The Group classifies its financial assets in the following categories: financial assets at fair value through profit or loss, available-for-sale, loans and receivables and held-to-maturity investments. The classification depends on the purpose for which the assets were acquired.

The Group has no financial assets at fair value through profit or loss, held-to-maturity investments or available-for-sale financial assets.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities greater than 12 months after the balance sheet date which are classified as non-current assets.

Subsequent to initial recognition, loans and receivables are carried at amortised cost using the effective interest rate method. The Group assesses at each balance date whether there is objective evidence that a financial asset or group of financial assets is impaired.

j) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

k) Contributed equity

Ordinary shares are classified as equity.

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

l) Leases

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership, are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of financial charges, are included in liabilities. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the estimated useful life of the asset. Where there is no reasonable certainty that the lessee will obtain ownership, the asset is depreciated over the shorter of the lease term and the asset's useful life.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease.

1. Summary of significant accounting policies (continued)

m) Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation of assets is generally calculated on the diminishing value (DV) method to allocate their cost, net of their residual values, over their estimated useful lives. The depreciation rates used for each class of depreciable asset are consistent with the prior period and disclosed below:

Classification	*Rate*	*Depreciation Basis*
Motor vehicles	15 - 18.75%	DV
Scientific instruments	22.5 - 33.33%	DV
Office equipment	12.5 – 50%	DV
Leasehold improvements	20%	Straight line
Furniture and fittings	11.25 - 20%	DV
Plant and equipment	7.5 - 40%	DV
Site camp equipment	7.5 – 25%	DV

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

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the income statement.

n) Employee benefits

i. Wages and salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised in respect of employee's services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

ii. Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to anticipated future wages and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity that match as closely as possible to the estimated future cash outflows.

iii. Superannuation

The Group makes contributions to defined contribution superannuation funds. Contributions are recognised as an expense as they become payable.

iv. Share-based payments

Share-based compensation benefits are provided to employees via the Verdant Minerals Ltd (established as the Rum Jungle Resources Ltd) Employee Share Option Plan.

The fair value of options granted for services rendered is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised as an expense over the period during which the employee becomes unconditionally entitled to the options.

1. Summary of significant accounting policies (continued)

o) Earnings per share

i. *Basic earnings per share*

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

ii. *Diluted earnings per share*

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

p) Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

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 taxation authority is included with other receivables or payables in the balance sheet.

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 taxation authority, are presented as operating cash flows.

q) Foreign currency translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

r) New standards and interpretations not yet adopted

A number of new standards and amendments to standards are effective for annual periods beginning after 1 July 2017. Although earlier application maybe permitted, currently the Group has no plans to adopt the standards earlier.

AASB 9 Financial Instruments (December 2014) and Amendments to Australian Accounting Standards arising from AASB 9 (AASB 2014-7, AASB 2014-8). The amendment .which becomes effective for periods beginning from 1 January 2018. . The Group is not required to adopt the amendments until the annual reporting period ending 30 June 2019. The amendment proposes a revised framework for the classification and measurement of financial assets and financial liabilities. The amendment is not expected to have significant impact on the financial statements of the Group.

AASB 115 Revenue from Contracts with Customers is effective for periods beginning from 1 January 2018. The Group is not required to adopt this new standard until the annual reporting period ending 30 June 2019. The potential impact of the standard has been assessed at this stage to have no material impact.

AASB 16 Leases is effective for periods beginning from 1 January 2019. The Group is not required to adopt this new standard until the annual reporting period ending 30 June 2020. The Group will assess the potential impact of the application of AASB 16 on its financial statements, including the potential impact of the various transition provisions available to the Group. On a high level basis, if the Group was to adopt AASB 16 as at 30 June 2017, the present value of the future minimum lease payments for non-cancellable operating leases would be recognised as a financial liability in the statement of financial position, and under one of the transition provisions available to the Group, it would recognise a right-of-use asset.

2. Financial risk management

The Group's principal financial instruments comprise cash and term deposits. The main purpose of these financial instruments is to manage the finances for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. It is, and has been throughout the period under review, the Group's policy that no trading in speculative financial instruments shall be undertaken. The main risks arising from the Group's financial instruments are liquidity and interest rate risk (during the financial period and up to the date of this report).

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in note 1 to the financial statements.

Primary responsibility for identification and control of financial risks rests with the Board of directors. However, the day-to-day management of these risks is under the control of the Managing Director and the Chief Financial Officer. The Board agrees with the strategy for managing future cash flow requirements and projections.

a) Financial instruments

The Group and the parent entity hold the following financial instruments:

	Consolidated Group	
	2017	2016
	$	$
Financial Assets		
Cash and cash equivalents	6,540,369	12,175,854
Other	395,497	356,637
Trade and other receivables *	100,413	125,638
	7,036,279	12,658,129
Financial Liabilities		
Trade and other payables **	326,282	1,227,320
	326,282	1,227,320

* Loans and receivables category

** Financial liabilities at amortised cost category

b) Market risk

i. Foreign exchange risk

The Group does not operate internationally and is not exposed to foreign exchange risk.

ii. Price risk

The Group is not exposed to any significant equity security or commodity price risk.

iii. Interest rate risk

The Group's exposure to interest rate risk arises predominately from cash and cash equivalents bearing variable interest rates. At balance date the Group maintained the following variable rate accounts:

	30 June 2017		30 June 2016	
	Weighted average interest rate	Balance	Weighted average interest rate	Balance
	%	$	%	$
Cash and cash equivalents - floating (including secured term deposits)	2.1	6,930,369	2.4	12,525,854
Total cash and cash equivalents		6,930,369		12,525,854

At balance date, if the interest rates had changed, as illustrated in the table below, with all other variables remaining constant, after-tax profit would have been affected as follows:

	After-tax profit higher / (lower)		Equity higher / (lower)	
	2017	2016	2017	2016
	$	$	$	$
Consolidated				
+1% (100 bp)	97,281	19,600	97,281	19,600
-1% (100 bp)	(97,281)	(19,600)	(97,281)	(19,600)

2. Financial risk management (continued)

c) *Credit risk*

Credit risk primarily arises from cash and cash equivalents and term deposits deposited with banks. Cash and cash equivalents and term deposits are currently placed with Westpac Banking Corporation, which has an independently rated credit rating of AA. The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets as summarised in the table above.

d) *Liquidity risk*

Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents in order to meet the Group's forecast requirements. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Surplus funds are generally only invested in bank deposits. At reporting date, the Group and parent entity did not have access to any undrawn borrowing facilities.

Maturity of financial liabilities

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date.

Group – 30 June 2017	**Less than 3 months**	**Total contractual cash flows**	**Carrying amount**
	$	**$**	**$**
Trade and other payables	326,282	326,282	326,282

Group – 30 June 2016	**Less than 3 months**	**Total contractual cash flows**	**Carrying amount**
	$	**$**	**$**
Trade and other payables	1,227,320	1,227,320	1,227,320

e) *Fair valuation estimation*

The carrying amount of financial assets (net of any provision for impairment) and financial liabilities as disclosed in note 2 (a) above is assumed to approximate their fair values primarily due to their short maturities.

3. Critical accounting estimates and judgments

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition seldom equal the related actual results.

Set out below is information about:

- critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements; and
- assumptions and estimates that have risk of resulting in adjustments that may be material is subsequent financial years.

Critical judgements

Going concern

A key assumption underlying the preparation of the financial statements is that the entity will continue as a going concern. As a going concern the group is considered to be able to pay its debts as and when they are due and to continue in operation without any intention or necessity to liquidate or otherwise wind up operations. A significant amount of judgement has been required in assessing that the entity is a going concern.

Deferred tax assets

The Group has made a judgement not to recognise the deferred tax assets disclosed in note 7(b) as the directors remain uncertain as to their future opportunity for application against any future taxable income.

Estimates and assumptions

Exploration and evaluation assets (note 12)

Determining the recoverability of exploration and evaluation expenditure capitalised in accordance with the group's accounting policy (note 1 (g)) requires estimates and assumptions as to future events and circumstances, in particular, whether successful development and commercial exploitation or sale of the respective areas of interest will be achieved. Critical to this assessment is the estimates and assumptions as to Ore Resources, timing of the expected cash flows, exchange rates, commodity prices and future capital requirements. The Group determines and reports ore resources under the standards incorporated in the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves, 2012 edition (the JORC Code).

Changes in these estimates and assumptions as new information about the presence or recoverability of ore resources becomes available, may impact the assessment of the recoverable amount of exploration and evaluation assets. If, after having capitalised the expenditure a judgement is made that recovery of the expenditure is unlikely, an impairment loss is recorded in the statement of profit or loss and other comprehensive income.

Where exploration and evaluation activities in a particular area of interest have not reached a stage to allow a reasonable assessment to be made regarding the existence of economically recoverable reserves results will be reviewed as test work continues. Accordingly, exploration and evaluation assets may be subject to impairment in the future.

Impairment of assets

The recoverable amount of each non-financial asset or cash-generating unit (CGU) is determined as the higher of the potential value in use and fair value less costs to sell. Determination of the recoverable amount of an asset or CGU based on a discounted cash flow model requires the use of estimates and assumptions, including discount rate, timing of probable cash flows, the expected life of the resource, exchange rates, commodity prices, capital requirements and future operating performance. Changes in these estimates and could result in an adjustment to the carrying amount of an asset.

	2017 $	2016 $
4. Other income		
Interest income	226,595	57,636
Research & Development Subsidy	-	280,291
Profit on disposal of fixed assets	-	2,560
	226,595	**340,487**
5. Depreciation		
Depreciation of non-current assets		
Motor vehicles *	35,570	43,660
Scientific instruments *	4,973	7,018
Office equipment	4,433	11,543
Furniture & fittings	1,889	2,120
Leasehold improvements	285	356
Plant & equipment *	27,198	27,702
Site camp equipment *	30,794	34,059
	105,142	126,458
*Depreciation of exploration assets capitalised to Exploration and evaluation assets	(98,535)	(112,440)
	6,607	**14,018**
6. Employee benefits expense		
Wages, salaries, directors' fees, and other remuneration expenses	1,270,986	1,189,477
Superannuation	118,813	111,650
Share-based payments expense	263,825	-
Movement in employee entitlement provisions	9,495	14,709
Capitalised to exploration and evaluation assets	(574,399)	(535,977)
	1,088,720	**779,859**
7. Income tax expense		
(a) Reconciliation of income tax expense to prima facie tax		
Loss before income tax	(3,086,274)	(5,060,223)
Tax (Benefit) thereon at 30% (2016: 30%)	(925,882)	(1,518,067)
Tax effect of amounts that are not deductible/ (taxable) in calculating taxable income:		
Research and development tax credit	-	(84,087)
Share based expense	79,148	-
Non-deductible items	193,964	1,052
Sundry timing differences	(1,049,640)	263,377
Equity raising costs current year amortised	-	(56,713)
(Under) / Overstated prior year	-	126,675
	(1,702,410)	(1,267,764)
Deferred tax assets not recognised	1,702,410	1,267,764
Income tax expense	-	-

	2017	2016
	$	$

7. Income tax expense (continued)

(b) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items:

	2017 $	2016 $
Tax losses	29,015,512	27,313,102
Temporary differences	(8,539,754)	(7,490,114)
Temporary differences and tax losses	20,475,758	19,822,988

Tax expense / income, deferred tax liabilities and deferred tax assets arising from temporary differences and tax losses are not recognised as it is not probable that currently the Group can assume that future taxable profits will be available against which deductible temporary differences and tax losses can be utilised in the short to medium term.

(c) Tax consolidation

The company and its wholly-owned Australian entities formed a tax-consolidated group on 1 July 2014 and therefore are taxed as a single consolidated entity. Verdant Minerals Ltd is the head entity for the tax-consolidated group.

Due to the existence of a tax funding arrangement between the entities in the tax-consolidated group, amounts can be recognised as payable to or receivable by the company and each member of the group in relation to the tax contribution amounts paid or payable between the parent entity and the other members of the tax-consolidated group in accordance with the arrangement.

Nature of tax funding arrangements and tax sharing agreements

Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax-sharing agreement with the head entity. Under the terms of the tax funding arrangement, Verdant Minerals Ltd and each of the entities in the tax-consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the current and tax liability or current tax asset of the entity.

The tax sharing agreement entered into between members of the tax-consolidated group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or if an entity leaves the tax-consolidated group. The effect of the tax sharing agreement is that each member's liability for tax payable by the tax-consolidated group is limited to the amount payable to the head entity under the tax funding arrangement.

8. Cash and cash equivalents

	2017 $	2016 $
Cash at bank and on hand	590,369	12,025,854
Term deposits	5,950,000	150,000
	6,540,369	**12,175,854**

Cash in at call bank accounts bear floating interest rates of an average 0.8% (2016: 1.0%). Term deposits during the year were held with Westpac Banking Corporation and ANZ with had an average maturity of 3 months and earned interest of approximately 2.25%.

9. Trade and other receivables

	2017 $	2016 $
Current		
Other receivables	**100,413**	**125,638**

Other receivables mainly represent entitlement to interest receivable on term deposits and recoverable GST.
No receivables are past due or impaired.

10. Other assets

	2017 $	2016 $
Prepayments	5,497	6,637
Term deposits (secured against Bank Guarantees in lieu of Security Deposits)	390,000	350,000
	395,497	**356,637**

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11. Property, plant and equipment

	2017 $	2016 $
Motor vehicles – at cost	455,948	519,296
Accumulated depreciation	(322,620)	(326,687)
	133,328	192,609
Scientific instruments – at cost	192,659	191,752
Accumulated depreciation	(182,264)	(177,291)
	10,395	14,461
Office equipment – at cost	136,316	135,203
Accumulated depreciation	(127,065)	(122,633)
	9,251	12,570
Furniture and fittings – at cost	43,419	43,034
Accumulated depreciation	(28,195)	(26,305)
	15,224	16,729
Leasehold improvements – at cost	75,821	75,821
Accumulated depreciation	(74,683)	(74,399)
	1,138	1,422
Plant and equipment – at cost	266,642	257,997
Accumulated depreciation	(144,345)	(117,143)
	122,297	140,854
Site camp equipment – at cost	531,702	531,702
Accumulated depreciation	(191,371)	(160,578)
	340,331	371,124
Total property , plant and equipment	**631,964**	**749,769**

Summary of individual asset groups

Motor vehicles

	2017	2016
Carrying amount at beginning of year	192,609	236,269
Additions	-	-
Disposals	(23,712)	-
Depreciation	(35,569)	(43,660)
Carrying amount at end of year	133,328	192,609

Scientific instruments

	2017	2016
Carrying amount at beginning of year	14,461	21,479
Additions	907	-
Disposals	-	-
Depreciation	(4,973)	(7,018)
Carrying amount at end of year	10,395	14,461

	2017 $	2016 $

11. Property, plant and equipment (continued)

	2017 $	2016 $
Office equipment		
Carrying amount at beginning of year	12,570	22,103
Additions	1,113	2,010
Disposals	-	-
Depreciation	(4,432)	(11,543)
Carrying amount at end of year	9,251	12,570
Furniture and fittings		
Carrying amount at beginning of year	16,729	18,849
Additions	385	-
Disposals	-	-
Depreciation	(1,890)	(2,120)
Carrying amount at end of year	15,224	16,729
Leasehold improvements		
Carrying amount at beginning of year	1,422	1,778
Additions	-	-
Disposals	-	-
Depreciation	(284)	(356)
Carrying amount at end of year	1,138	1,422
Plant and equipment		
Carrying amount at beginning of year	140,854	171,936
Additions	8,644	3,060
Disposals	-	(6,440)
Depreciation	(27,201)	(27,702)
Carrying amount at end of year	122,297	140,854
Site camp equipment		
Carrying amount at beginning of year	371,124	405,183
Additions	-	-
Disposals	-	-
Depreciation	(30,793)	(34,059)
Carrying amount at end of year	340,331	371,124
Group Summary		
Carrying Amount at beginning of year	749,769	877,597
Additions	11,049	5,070
Disposals	(23,712)	(6,440)
Depreciation	(105,142)	(126,458)
Carrying amount at end of year	**631,964**	**749,769**

	2017 $	2016 $

12. Exploration and evaluation assets

	2017 $	2016 $
At cost	43,333,291	40,667,102
Carrying amount at beginning of year	40,667,102	42,291,709
Expenditure	3,377,251	1,918,847
Impairment of exploration and evaluation assets	(611,062)	(3,543,454)
Sale of Tenements	(100,000)	-
Carrying amount at end of year	**43,333,291**	**40,667,102**

The ultimate recoupment of these costs is dependent upon the successful development and commercial exploitation, or alternatively sale, of the respective areas of interest.

The exploration and evaluation targets are assessed regularly and when an area of interest has been adequately tested and deemed unprospective for target commodities the tenement costs are impaired where there is no further work anticipated and no development potential. The impairment reflects assessment by management for tenements where evaluation has been assessed to be complete during the period. The Group's focus has moved to new areas of interest including fertiliser minerals such as phosphate and potash. Any exploration costs in the period that are not captured specifically as tenement associated costs are included in the impairment charge.

13. Trade and other payables

	2017 $	2016 $
Trade creditors	275,282	1,081,320
Other creditors	-	95,000
Accrued expenses	51,000	51,000
Total trade and other payables	**326,282**	**1,227,320**

Trade payables and accrued expenses are generally unsecured, non-interest bearing and due approximately 1 month from the date of recognition.

14. Short-term provisions

	2017 $	2016 $
	113,939	104,444
Employee entitlements		
Provision for R&D grant review	640,526	-
	754,465	**104,444**

15. Contributed equity

	Company 2017 $	Company 2016 $
Ordinary shares – fully paid	**83,976,565**	**83,976,565**

(a) Movements in contributed equity

	No. of shares	$
Balance at 30 June 2016	963,761,492	83,976,565
Qualifying costs attributable to equity:	-	-
Balance at 30 June 2017	**963,761,492**	**83,976,565**

Ordinary shares entitle the holder to participate in dividends and the proceeds from winding up of the company in proportion to the number of shares held and amounts paid.

On a show of hands every holder of ordinary shares present at a meeting either in person or by proxy, is entitled to one vote, and upon a poll, each share is entitled to one vote.

(b) Capital risk management

When managing capital, management's objective is to ensure the Group continues as a going concern and to maintain a structure to enable the lowest cost of capital available, with sufficient capital available for exploration and evaluation of tenements.

In order to maintain or adjust the capital structure, the Group may seek to issue new shares.

Consistent with others in the industry, the Group and the parent entity monitor capital on the basis of forecast exploration and evaluation expenditure required to reach a stage which permits a reasonable assessment of the existence or otherwise of an economically recoverable reserve. Total capital is calculated as "equity" as shown in the balance sheets.

(c) Future share issue under Option Deed (Termination of Royalty)

Under an Option Deed approved by shareholders on 24 November 2016 Verdant Minerals may allot and issue shares to effect termination of a royalty where the option is exercised by 31 December 2017. The number of shares expected to be issued is $800,000 divided by $0.02 and therefore issue 40,000,000 ordinary shares.

(d) Share options

At 30 June 2017, the following options for ordinary shares in Verdant Minerals Ltd were on issue:

	2017 Number	2016 Number
Director options	27,000,000	5,000,000
Employee options	8,100,000	3,100,000
	35,100,000	**8,100,000**

16. Reserves and accumulated losses

	2017	2016
	$	$
(a) Reserves		
Share-based payments reserve	1,711,555	1,447,730
Movements:		
Share-based payments reserve		
Balance at beginning of year	1,447,730	1,447,730
Share based payment expense	263,825	-
Balance at end of year	**1,711,555**	**1,447,730**

(b) Accumulated losses

Movements in accumulated losses were as follows:

	2017	2016
Balance at beginning of year	(32,681,059)	(27,620,836)
Net (loss) for the year	(3,086,274)	(5,060,223)
Balance at end of year	**(35,767,333)**	**(32,681,059)**

(c) Nature and purpose of reserves

Share-based payments reserve

The share-based payments reserve is used to recognise the fair value of options granted over the vesting period.

17. Segment Information

Segment information is presented using a "management approach" i.e. segment information is provided on the same basis as information used for internal reporting purposes by the Board including making strategic decisions. The Board has determined that there is only one operating segment because there is no other discrete information provided to them. The Board only receives consolidated financial information for the Company. The Company operates in one business segment being mineral exploration and evaluation and one geographic segment being Northern Australia.

The Company is not selling products and as such no information has been provided on a product basis. The company has no sales revenue and no customers. As such no information is relevant for sales revenue on a geographic basis.

18. Remuneration of auditors

During the year the following fees were paid or payable for services provided by the auditor of the parent entity.

	2017	2016
1. Audit services	$	$
KPMG	77,056	73,721
2. Other services		
Other advisory R&D	-	83,944
	77,056	**157,666**

19. Key management personnel disclosures

Key management personnel compensation

	2017 $	2016 $
Short-term employee benefits	893,467	851,810
Post-employment benefits	81,443	77,500
Share-based payments	249,700	-
	1,224,610	**929,310**

As expensed to the profit and loss statement and/or capitalised to exploration.

Information regarding individual director and other key management compensation is included in the remuneration report in the Directors' report.

Loans to key management personnel

There were no loans to key management personnel at any time during the financial year.

Other transactions with key management personnel

If the directors undertake work that is in addition to the traditional role and duties as a director then a payment maybe made for consulting services with the approval of the board. In 2017 a payment of $11,340 was made to the chairman for consulting, contact and liaison with the fertiliser industry.

There were no other transactions with key management personnel other than reimbursement of company expenses incurred by them in performing their respective duties.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

20. Cash flow information

	Consolidated Group 2017 $	2016 $
(a) Reconciliation of loss after income tax to net cash outflow from operating activities		
Loss for the year	(3,086,274)	(5,060,223)
Non cash employee based expense – share-based payments	263,825	-
Depreciation	6,607	14,018
Loss on disposal of assets	12,612	-
Profit on sale of assets	-	(2,560)
Impairment of exploration and evaluation assets	611,062	3,543,454
Increase in provisions	650,021	15,349
Decrease / (Increase) in trade and other receivables	26,365	(77,977)
(Decrease) / Increase in trade payables	(10,410)	39,941
Net outflow from operating activities	**(1,526,192)**	**(1,527,998)**

(b) Non-cash investing and financing activities

Nil

21. Earnings per share

	Company 2017 Cents	2016 Cents
(a) Basic and diluted earnings per share		
Loss from operations attributable to the ordinary equity holders of the company	(0.32)	(1.27)

(b) Weighted average number of ordinary shares used as the denominator

	2017 Number	2016 Number
Number used in calculating basic and diluted earnings per share	963,761,492	399,762,986

(c) Information concerning earnings per share

Options granted are considered to be potential ordinary shares. Details relating to options are set out in the directors' report and note 22.

In 2017 and 2016 the options are anti-dilutive and are therefore not included in the calculation of diluted earnings per share. The options potentially could dilute basic earnings per share in the future.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

22. Share-based payments

Options have been issued to key management personnel. The number of options issued, the strike price of options issued and all other relevant terms have been set having regard to the person's position in the Company and level of experience. All employee options have a maximum life of three to four years. Such options vest according to the terms that are agreed at the time of grant between the Company and the employee, however options normally vest either immediately upon grant or progressively over the life of the option. Upon termination by either Verdant Minerals Ltd or by the employee, vested options can be exercised up to 30 days after termination. Upon termination all unvested options normally lapse.

Set out below are the summaries of options granted as share-based payments for services and incentives to directors and employees.

Grant date	Expiry date	Exercise Price	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Forfeited during the year Number	Balance at end of the year Number	Vested and exercisable at end of the year Number
Group – 2017								
01/07/2014	01/07/2018	$0.1601	4,550,000	-	-	-	4,550,000	4,550,000
01/07/2014	01/07/2019	$0.2101	3,550,000	-	-	-	3,550,000	3,550,000
14/12/2016	30/06/2018	$0.025	-	6,500,000	-	-	6,500,000	-
14/12/2016	30/06/2019	$0.025	-	9,000,000	-	-	9,000,000	-
14/12/2016	31/12/2019	$0.025	-	6,500,000	-	-	6,500,000	-
31/03/2017	30/06/2018	$0.035	-	1,250,000	-	-	1,250,000	-
31/03/2017	30/06/2019	$0.035	-	2,500,000	-	-	2,500,000	-
31/03/2017	31/12/2019	$0.035	-	1,250,000	-	-	1,250,000	-
			8,100,000	27,000,000	-	-	35,100,000	8,100,000
Weighted average exercise price			$0.1820	$0.02669	-	-	$0.0627	$0.1820
Weighted average share price at exercise date					-			
Group – 2016								
19/12/2012	15/10/2015	$0.43	1,500,000	-	-	1,500,000	-	-
19/12/2012	15/10/2015	$0.49	9,000,000	-	-	9,000,000	-	-
01/07/2014	01/07/2018	$0.1601	4,550,000	-	-	-	4,550,000	4,550,000
01/07/2014	01/07/2019	$0.2101	3,550,000	-	-	-	3,550,000	3,550,000
			18,600,000	-	-	10,500,000	8,100,000	8,100,000
Weighted average exercise price			$0.3541	-	-	$0.4814	$0.1820	$0.1820

No options expired or were forfeited during the reporting period, no options were exercised and 27,000,000 options were granted during the year.

The assessed fair value at grant date of options issued is determined using the Black Scholes option pricing model which takes into account the exercise price, the term of the option, the share price at grant date and expected volatility of the underlying share, the expected dividend yield and the risk free rate for the term of the option.

In respect of the options issued to directors and employees during the 2016 /2017 being the prior year, the model inputs were as follows:

	Options issued December 2016			Options issued March 2017		
Options issued	6,500,000	9,000,000	6,500,000	1,250,000	2,50,000	1,250,000
Consideration	-	-	-	-	-	-
Options Life (years)	1.46	2.46	3.46	1.17	2.17	2.67
Exercise price (cents)	2.5c	2.5c	2.5c	3.5c	3.5c	3.5c
Share price at valuation date	2.7c	2.7c	2.7c	4.0c	4.0c	4.0c
Expected volatility	67%	67%	67%	65%	65%	65%
Expected dividend yield	-	-	-	-	-	-
Risk free interest rate	1.70%	1.83%	1.86%	1.17%	1.76%	1.83%
Vesting 10 day VWAP Hurdle (cents)	5.0c	8.0c	12.0c	5.0c	8.0c	12.0c
Fair value (cents)	0.83c	0.89c	0.91c	1.30c	1.49c	1.37c

The expected price volatility is based on the historical volatility of a number of similar entities (based on a period with a similar life of the options).

22. Share-based payments (continued)

	2017	2016
Expenses arising from share-based transactions	**$**	**$**
Options issued to directors and employees		
- Employee benefits expense	263,825	-
	263,825	**-**

23. Subsidiaries

The consolidated financial statements of Verdant Minerals Ltd incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1(a).

Name of entity	Country of incorporation	Class of shares	Equity holding*	
			2017	2016
			%	%
Territory Mining Pty Ltd	Australia	Ordinary	100	100
Territory Potash Pty Ltd	Australia	Ordinary	100	100
Territory Phosphate Pty Ltd	Australia	Ordinary	100	100
Central Australian Phosphate Pty Ltd	Australia	Ordinary	100	100

*The proportion of ownership interest is equal to the proportion of voting power held.

24. Related parties

a. Key management personnel

Disclosures relating to key management personnel are set out in note 19.

b. Loans to/from related parties

The Company has not entered into any loan agreements with related parties.

c. Major shareholder

There were no transactions with the major shareholder in the year ended 30 June 2017.

Under a prospectus dated 17 May 2016 Pitt Capital Partners Limited underwrote a rights issue. Pitt Capital is a wholly owned subsidiary of Washington H Soul Pattinson and Company Limited (WHSP). Following the rights issue on 21 June 2016 WHSP shareholding was 38.28% as a result of the underwriting and became a related party of the Company. The underwriting fee and management fees of $809,661 (recorded in 2016) for the rights issue to Pitt Capital were on an arms length commercial basis.

25. Commitments

Operating Leases

	2017	2016
	$	$
Property and office equipment		
Not later than 1 year	69,033	71,408
Later than 1 year but not later than 5 years	-	1,869
Later than 5 years	-	-
	69,033	**73,277**

Property leases for some facilities are rolling monthly commitments. For the purpose of the ongoing business a /minimum commitment of six months is reflected in the commitments for leases.

Exploration expenditure

In order to maintain an interest in the exploration tenements the Group is committed to meet the conditions under which the tenements were granted. The timing and amount of exploration expenditure and obligations of the Group are subject to the minimum expenditure requirements of the relevant regulatory bodies and may vary significantly from the forecast based on availability of funds and the results of the work performed, which will determine the prospectivity of the relevant areas of interest. The obligations are not provided for in the financial statements.

Commitments in relation to minimum statutory expenditures with respect to mining tenements:

	2017	2016
	$	$
Within one year	1,106,378	1,577,777
Later than one year but not later than five years	1,710,786	2,523,083
	2,817,154	**4,100,860**

26. Contingencies

As reported at 30 June 2016 the Company has been under review by a government agency in relation to one project subject to research and development grants. During the period the findings of an AusIndustry review was unfavourable and with the implication that the grants were repayable and a provision has been raised. The Company has vigorously defended the basis of the work and the claim as being appropriate. However, there is expected to be a settlement to mediation after the date of this report.

A provision $640,526 has been brought to account, being an estimate of the adjustment that will form the basis of settlement.

As at the date of this report there are no contingent liabilities.

27. Subsequent events

No significant events have occurred since balance date that would impact materially upon the Group and that would warrant separate disclosure in this report.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

28. Joint Operations – Exploration

JV Project	Parties	Tenements	Verdant Minerals interest 30 June 2017
Top End	Primary Minerals Ltd Verdant Minerals Ltd	Various EL's amended by Primary Minerals tenement restructure.	Uranium Exploration Agreement 100% Uranium No rights other minerals
Westmoreland	Central Australian Phosphate Pty Ltd Lagoon Creek Resources Pty Ltd	EL 23573	Tenements 50/50

29. Parent Entity Information

The financial statements for the parent entity show the following aggregate amounts:

	2017 $	2016 $
Statement of Financial Position		
Current assets	7,035,959	12,642,780
Non-current assets	43,947,882	41,322,438
Total assets	50,983,841	53,965,218
Current liabilities	1,080,747	1,246,764
Total Liabilities	1,080,747	1,246,764
Equity		
Contributed equity	83,976,565	83,976,565
Reserves	1,711,555	1,447,730
Accumulated losses	(35,785,026)	(32,705,841)
Total equity	49,903,094	52,718,454
Statement of Profit or Loss and Other Comprehensive Income		
Loss for the year	(3,079,185)	(6,069,535)
Total comprehensive loss for the year	(3,079,185)	(6,069,535)

The parent entity has not provided any financial guarantees in respect of subsidiaries, nor did it have any contingent liabilities as at 30 June 2017 or 30 June 2016.

Commitments of the parent entity are the same as those for the Group reflected in note 25.

DIRECTORS' DECLARATION

1. In the Directors' opinion
   (a) the consolidated financial statements and notes set out on pages 50 to 76 are in accordance with the Corporations Act 2001, including:
      i. complying with Australian Accounting Standards and the Corporations Regulations 2001; and
      ii. giving a true and fair view of the Group's financial position as at 30 June 2017 and of its performance, as represented by the results of their operations and their cash flows, for the financial year ended on that date; and
   (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
   (c) the audited remuneration disclosures set out in the remuneration report comply with Accounting Standard AASB 124 Related Party Disclosures.
2. The Directors have been given the declarations by the Chief Executive Officer and the Chief Financial Officer required by section 295A of the Corporations Act 2001.
3. The Directors draw attention to Note 1 to the consolidated financial statements which include a statement of compliance with International Financial Reporting Standards.

This declaration made in accordance with a resolution of the Directors.

James Whiteside

James D Whiteside

Chairman

Chris N Tziolis

Managing Director

Darwin, Northern Territory
25 September 2017

INDEPENDENT AUDITOR'S REPORT

KPMG

Independent Auditor's Report

To the shareholders of Verdant Minerals Ltd

Report on the audit of the Financial Report

Opinion

We have audited the ***Financial Report*** of Verdant Minerals Ltd (the Company).

In our opinion, the accompanying Financial Report of the Company is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the ***Group***'s financial position as at 30 June 2017 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The ***Financial Report*** comprises:

- Consolidated Statement of financial position as at 30 June 2017
- Consolidated Statement of profit or loss and other comprehensive income, Consolidated Statement of changes in equity, and Consolidated Statement of cash flows for the year then ended
- Notes including a summary of significant accounting policies
- Directors' Declaration.

The ***Group*** consists of the Company and the entities it controlled at the year-end or from time to time during the financial year.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 *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 fulfilled our other ethical responsibilities in accordance with the Code.

KPMG

Key Audit Matters

The ***Key Audit Matters*** we identified are:

- Exploration and Evaluation Assets
- Going concern basis of accounting

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report of the current period.

These matters were addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Exploration and Evaluation Assets ($43.3 million)

Refer to Note 12 to the Financial Report

The key audit matter	How the matter was addressed in our audit
Exploration and evaluation expenditure capitalised (E&E) is a key audit matter due to: • the significance of the activity to the Group's business and the balance (being 85% of total assets); and • the greater level of audit effort to evaluate the Group's application of the requirements of the industry specific accounting standard AASB 6 *Exploration for and Evaluation of Mineral Resources*, in particular the conditions allowing capitalisation of relevant expenditure and presence of impairment indicators. The presence of impairment indicators would necessitate a detailed analysis by the Group of the value of E&E, therefore given the criticality of this to the scope and depth of our work, we involved senior team members to challenge the Group's determination that no such indicators existed. In assessing the conditions allowing capitalisation of relevant expenditure, we focused on: • the determination of the areas of interest (areas); • documentation available regarding rights to tenure, via licensing, and compliance with relevant conditions, to maintain current rights to an area of interest and the Group's intention and capacity to continue the relevant E&E activities; • the Group's determination of whether the	Our procedures included: Our audit procedures included: • Evaluating the Group's accounting policy to recognise exploration and evaluation assets using the criteria in the accounting standard; • We assessed the Group's determination of its areas of interest for consistency with the definition in the accounting standard. This involved analysing the licenses in which the Group holds an interest and the exploration programmes planned for those for consistency with documentation such as license related technical conditions, joint venture agreements, results of the external expert engaged by the Group, and planned work programmes; • For each area of interest, we assessed the Group's current rights to tenure by corroborating the ownership of the relevant license to government registries and evaluating agreements in place with other parties. We also tested for compliance with conditions, such as minimum expenditure requirements, on a sample of licenses; • We tested the Group's additions to E&E for the year by evaluating a sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Group's accounting policy and the requirements of the accounting standard; • We evaluated Group documents, such as

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E&E are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its sale. In assessing the presence of impairment indicators, we focused on those that may draw into question the commercial continuation of E&E activities for areas of interest where significant capitalised E&E exists. In addition to the assessments above, and given the financial position of the Group we paid particular attention to: • the ability of the Group to fund the continuation of activities; • results from latest activities regarding the existence or otherwise of commercially viable quantity of Phosphate and potash reserves.	minutes of Board meetings, for consistency with their stated intentions for continuing E&E in certain areas. We corroborated this through interviews with key operational and finance personnel. • We analysed the Group's determination of recoupment through successful development and exploitation of the area or by its sale by evaluating the Group's documentation of planned future activities including work programmes and project and corporate budgets for a sample of areas. • We obtained project and corporate budgets identifying areas with existing funding and those requiring alternate funding sources. We compared this for consistency with areas with E&E, for evidence of the ability to fund continued activities. We identified those areas relying on alternate funding sources and evaluated the capacity of the Group to secure such funding.

Going concern basis of accounting	
Refer to Note 1 to the Financial Report	
The key audit matter	**How the matter was addressed in our audit**

The Group's use of the going concern basis of accounting and the associated extent of uncertainty is a key audit matter due to the high level of judgement required by us in evaluating the Group's assessment of going concern and the events or conditions that may cast significant doubt on their ability to continue as a going concern. These are outlined in Note 1.
 	
The Directors have determined that the use of the going concern basis of accounting is appropriate in preparing the financial report. Their assessment of going concern was based on cash flow projections. The preparation of these projections incorporated a number of assumptions and significant judgements, and the Directors have concluded that the range of possible outcomes considered in arriving at this judgement does not give rise to a material uncertainty casting significant doubt on the Group's ability to continue as a going concern.
 	
We critically assessed the levels of uncertainty,
	Our procedures included:
	
	• We analysed the cash flow projections by:
	
	  • Evaluating the underlying data used to generate the projections. We specifically looked for their consistency with those used by the Directors, and tested by us, as set out in the exploration and evaluation assets key audit matter, their consistency with the Group's intentions, as outlined in Directors minutes, and their comparability to past practices;
	
	  • Analysing the impact of reasonably possible changes in projected cash flows and their timing, to the projected periodic cash positions. Assessing the resultant impact to the ability of the Group to pay debts as and when they fall due and continue as a going concern. The specific areas we focused on were informed from our test results of the

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as it related to the Group's ability to continue as a going concern, within these assumptions and judgements, focusing on the following: • the Group's planned levels of exploration and operational expenditures, and the ability of the Group to manage cash outflows within available funding. • the Group's ability to raise additional funds from shareholders or other parties and the projected timing thereof. This included source of funds, availability of fund type, feasibility and status/progress of securing those funds; and In assessing this key audit matter, we involved senior audit team members who understand the Group's business, industry and the economic environment it operates in.	accuracy of previous Group cash flow projections and sensitivity analysis on key cash flow projection assumptions. • Assessing the planned levels of exploration and operating expenditures for consistency of relationships and trends to the Group's historical results, results since year end, and our understanding of the business, industry and economic conditions of the Group; • We read Directors minutes to understand and assess the Group's ability to raise additional shareholder funds; • We evaluated the Group's going concern disclosures in the financial report by comparing them to our understanding of the matter, the events or conditions incorporated into the cash flow projection assessment, the Group's plans to address those events or conditions, and accounting standard requirements.

Other Information

Other Information is financial and non-financial information in Verdant Mineral Ltd's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001;*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

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- assessing the Group and Company's ability to continue as a going concern. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- 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 *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_files/ar2.pdf. This description forms part of our Auditor's Report.

Report on the Remuneration Report

Opinion

In our opinion, the Remuneration Report of Verdant Minerals Ltd for the year ended 30 June 2017, complies with *Section 300A* of the *Corporations Act 2001*.

Directors' 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 responsibilities

We have audited the Remuneration Report included in pages 40 to 45 of the Directors' report for the year ended 30 June 2017.

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

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Clive Garland

Clive Garland
Partner

Darwin
25 September 2017

TENEMENT SCHEDULE at 30 June 2017

Commodity	Project & Tenements	Registered Holder	Tenement Ownership	Expiry Date	Area Blocks	Area km^2
Phosphate	**Ammaroo NT**					
	EL 24726	Territory Phosphate Pty Ltd	100%	31 March 2018	157	501.54
	EL 25183	Territory Phosphate Pty Ltd	100%	18 April 2019	24	76.58
	EL 25184	Territory Phosphate Pty Ltd	100%	18 April 2017*	43	137.40
	EL 25185	Territory Phosphate Pty Ltd	100%	18 April 2017*	128	408.25
	EL 27987	Territory Phosphate Pty Ltd	100%	26 October 2018	5	15.99
	EL 28402	Territory Phosphate Pty Ltd	100%	19 June 2017*	22	70.27
	EL 28403	Territory Phosphate Pty Ltd	100%	19 June 2017*	67	214.02
	EL 28648	Territory Phosphate Pty Ltd	100%	24 October 2017	4	12.81
	EL 29373	Territory Phosphate Pty Ltd	100%	13 September 2018	96	306.99
	EL 29374	Territory Phosphate Pty Ltd	100%	13 September 2018	125	400.68
	EL 30520	Territory Phosphate Pty Ltd	100%	31 March 2018*	27	86.42
	EL 30663	Territory Phosphate Pty Ltd	100%	30 July 2021	33	105.25
	MLA 29463	Territory Phosphate Pty Ltd	100%	na	na	6375 ha
	MLA 29854	Territory Phosphate Pty Ltd	100%	na	na	9074 ha
Phosphate	**Singleton NT**					
	EL 30613	Territory Phosphate Pty Ltd	100%	14 June 2021	21	67.42
Phosphate	**Patanella NT**					
	EL 24716	Territory Phosphate Pty Ltd	100%	30 November 2017	59	187.11
	EL 24724	Territory Phosphate Pty Ltd	100%	01 December 2017	15	47.57
Phosphate	**Brunchilly NT**					
	EL 30222	Territory Phosphate Pty Ltd	100%	14 October 2020	236	768.25
	EL 30223	Territory Phosphate Pty Ltd	100%	14 October 2020	156	507.24
	EL 30224	Territory Phosphate Pty Ltd	100%	14 October 2020	221	718.44
Phosphate	**Burge Bore NT**					
	EL 30225	Territory Phosphate Pty Ltd	100%	14 May 2021	108	352.87
Phosphate	**Weedens NT**					
	EL 30672	Territory Phosphate Pty Ltd	100%	30 July 2021	139	447.96
Phosphate	**Warrego West NT**					
	ELA 31503	Territory Phosphate Pty Ltd	100%	na	11	30.90
	ELA 31505	Territory Phosphate Pty Ltd	100%	na	7	21.03
Potash	**Karinga Lakes NT**					
	EL 24987	Territory Potash Pty Ltd	100%	09 October 2018	71	220.37
	EL 25080	Territory Potash Pty Ltd	100%	08 October 2018	204	633.58
	EL 28205	Territory Potash Pty Ltd	100%	08 March 2019	19	59.04
	EL 28272	Territory Potash Pty Ltd	100%	13 April 2017*	19	59.03
	EL 28872	Territory Potash Pty Ltd	100%	05 March 2018	11	34.15
	EL 30381	Territory Potash Pty Ltd	100%	15 March 2021	4	12.43
	EL 30382	Territory Potash Pty Ltd	100%	15 March 2021	8	22.2
Potash	**Lake Amadeus NT**					
	ELA 30194	Territory Potash Pty Ltd	100%	na	70	218.00
	ELA 30195	Territory Potash Pty Ltd	100%	na	200	622.88
	ELA 30196	Territory Potash Pty Ltd	100%	na	143	446.18
	ELA 30197	Territory Potash Pty Ltd	100%	na	203	633.44
	ELA 30389	Territory Potash Pty Ltd	100%	na	186	527.56
	ELA 30650	Territory Potash Pty Ltd	100%	na	61	190.51
Potash	**Lake Mackay South JV WA**					
	E 80/3486	Verdant Minerals Ltd	100%	15 May 2017*	69	69.0
Potash	**Lake Frome SA**					
	EL 5546	Verdant Minerals Ltd	100%	04 January 2017*	na	949.00
	EL 5547	Verdant Minerals Ltd	100%	04 January 2017*	na	995.00
	EL 5548	Verdant Minerals Ltd	100%	04 January 2017*	na	774.00
Silica	**Dingo Hole NT**					
	EL 31078	Verdant Minerals Ltd	100%	14 January 2022	11	35.16
Silica	**Tobermorey NT**					
	ELA 31033	Territory Mining Pty Ltd	100%	na	110	349.70
	ELA 31034	Territory Mining Pty Ltd	100%	na	113	359.08
Silica	**Dneiper NT**					
	ELA 31035	Territory Mining Pty Ltd	100%	na	12	37.99
	ELA 31036	Territory Mining Pty Ltd	100%	na	65	205.92
Silica	**Old South Road NT**					
	ELA 31041	Territory Mining Pty Ltd	100%	na	14	43.80
Metals	**Silver Valley NT**					
	EL 31340	Territory Mining Pty Ltd	100%	06 April 2023	50	157.98
	Westmoreland NT					
Uranium	EL 23573	50% Central Australian Phosphate Pty Ltd 50% Laramide JV (Lagoon Creek Resources)	50% / 50%	22 December 2017	65	189.90

key: EL / E - Exploration Licence ML - Mineral Lease A - Application *renewal lodged prior to 30 June 2017

ADDITIONAL SHAREHOLDER INFORMATION

Additional information required by the ASX Limited ("ASX") Listing Rules as at 22 September 2017 and not disclosed elsewhere in the report is set out below.

Substantial shareholders

The following shareholders have lodged substantial shareholder notices with ASX:

Substantial Shareholder	Number of RUM Shares held	Percentage of issued share capital
Washington H Soul Pattinson and Co Ltd	368,941,067	38.28%

Distribution of Shareholders

The distribution of security holders is as follows:

Range of holding	Shareholders	Number of Ordinary Shares
100,001 and over	564	915,984,686
10,001 – 100,000	1,060	43,540,961
5,001 – 10,000	3332	2,747,050
1,001 – 5,000	476	1,294,553
1 – 1,000	576	194,242
Totals	**3,008**	**963,761,492**

The number of shareholders holding less than a marketable parcel of ordinary shares is 1,608.

Voting Rights (Ordinary Shares)

The voting rights attaching to Ordinary Shares are governed by the Constitution. On a show of hands every person present who is a member or representative of a member shall have one vote and on a poll, every member present in person or by proxy or by attorney or duly authorised representative shall have one vote each share held. Options have no voting rights.

On-Market Buyback

There is no current on-market buyback.

Listed Options

There are no listed options

Securities exchange

The Company is listed on the Australian Securities Exchange. The Home exchange is Melbourne.

Other information

Verdant Minerals Ltd incorporated and domiciled in Australia, is a publicly listed company limited by shares.

ADDITIONAL SHAREHOLDER INFORMATION (continued)

Twenty Largest Shareholders

Name	Number of Shares	% Held of Issued Capital
WASHINGTON H SOUL PATTINSON AND COMPANY LIMITED	368,941,067	38.28
J P MORGAN NOMINEES AUSTRALIA LIMITED	38,650,255	4.01
CITICORP NOMINEES PTY LIMITED	28,016,163	2.91
FARJOY PTY LTD	27,420,683	2.85
BRISPOT NOMINEES PTY LTD <HOUSE HEAD NOMINEE A/C>	26,539,874	2.75
JOHN A NEWTON & WANDA G NEWTON <DRAWONE S/F A/C>	25,000,000	2.59
3RD WAVE INVESTORS LTD	16,000,000	1.66
LION SELECTION GROUP LTD	15,393,455	1.60
KEO PROJECTS PTY LTD <SUPERANNUATION FUND A/C>	13,059,462	1.36
KENSINGTON CAPITAL MANAGEMENT PTY LTD	13,000,000	1.35
DRAWONE PTY LTD <NEWTON INVESTMENT A/C>	12,500,000	1.30
FINCHING PTY LTD SF A/C	10,927,510	1.13
BARBWAY PTY LTD <SPENCER FAMILY A/C>	10,497,639	1.09
MR IAN LAWTON BARDEN + MRS LESLEY CORRIE BARDEN <BARDEN SUPER FUND A/C>	10,000,000	1.04
MRS MARION MATTHEWS + MR STEPHEN MATTHEWS	8,035,000	0.83
RJ & KE SUPER FUND PTY LTD <RJ & KE SUPER FUND A/C>	6,375,000	0.66
CHAFCO PTY LTD <D CHAFFEY SUPER FUND A/C>	6,175,000	0.64
FINCHING PTY LTD	5,107,143	0.53
NOVASC PTY LTD <BELLIS AUSTRALIA S/F A/C>	5,000,000	0.52
TINTERN (VIC) PTY LTD <A & P MILLER FAMILY A/C>	4,900,432	0.51
Total	**651,538,683**	**67.60**
Balance of Register	**312,222,809**	**32.40**
Grand Total	**963,761,492**	**100.00**