### **Freehill Mining Limited**

ABN 27 091 608 025

**Interim Report - 31 December 2020** 

#### Freehill Mining Limited Corporate directory 31 December 2020

Directors Paul Davies

Raymond Charles Mangion

Jim Moore

Registered office Level 24, 570 Bourke St

Melbourne, Victoria, Australia, 3000

Principal place of business Level 24, 570 Bourke St

Melbourne, Victoria, Australia, 3000

Share register Automic Registry Services

Level 5, 126 Phillips Street

Sydney NSW 2000

Auditor Connect National Audit Pty Ltd

Level 8 350 Collins Street Melbourne, Victoria 3000

Stock exchange listing Freehill Mining Limited shares are listed on the Australian Securities Exchange (ASX

code: FHS)

Website www.freehillmining.com

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#### Freehill Mining Limited Directors' report 31 December 2020

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Freehill Mining Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2020.

#### **Directors**

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

Raymond Charles Mangion
Paul Davies
Jim Moore (appointed 18 February 2021)
Peter Hinner (resigned 18 February 2021)

#### **Principal activities**

During the financial half-year the principal continuing activities of the consolidated entity consisted of:

- Progressing the feasibility of magnetite mining at the Yerbas Buenas site
- Reviewing multiple technical issues relating to production of magnetite from Yerbas Buenas
- Engaging with Environmental consultants to initiate various approval processes.
- Initiating exploration of its newly acquired El Dorado tenements
- Reviewing potential acquisitions predicated on adding shareholder value

#### **Review of operations**

The loss for the consolidated entity after providing for income tax amounted to \$1,294,635 (31 December 2019: \$1,741,676).

#### Significant changes in the state of affairs

During the financial half year the consolidated entity acquired the El Dorado tenements. The consideration for this acquisition was 75,000,000 fully paid ordinary share valued at \$5,250,000. These tenements directly adjoined the consolidated entity's Yerbas Buenas tenements.

There were no other significant changes in affairs other than issue of fully paid ordinary shares which are outlined in note 5 to the financial statements

#### Matters subsequent to the end of the financial half-year

Since 31 December the company has issued a total of 3,349,500 fully paid ordinary shares on the conversion of options raising \$83,738 before costs. In addition the company has also issued 1,347,028 fully paid ordinary shares, valued at \$74,087 to now former CEO Peter Hinner as part of his remuneration.

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

#### 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 immediately after this directors' report.

#### Freehill Mining Limited Directors' report 31 December 2020

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

Paul Davies

Director

12 March 2021



### AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead auditor for the review of Freehill Mining Limited for the half-year ended 31 December 2020, I declare that, to the best of my knowledge and belief, there have been:

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

This declaration is in respect of Freehill Mining Limited.

**George Georgiou FCA** 

Managing Partner
Connect National Audit Pty Ltd

ASIC Authorised Audit Company No.: 521888

Melbourne, Victoria

12 March 2021

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#### **General information**

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

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

Level 24, 570 Bourke St Melbourne, Victoria, Australia, 3000

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 12 March 2021.

#### Freehill Mining Limited Statement of profit or loss and other comprehensive income For the half-year ended 31 December 2020

		Consoli	dated
	Note	Dec 20 \$	Dec 19 \$
Revenue		18,109	-
Other income Interest revenue calculated using the effective interest method		- 56	242 10
Expenses Mine production costs Corporate and administration expenses Other expenses Finance costs  Loss before income tax expense		(55,937) (1,040,732) (65,561) (150,570) (1,294,635)	(76,940) (1,231,076) (143,943) (289,969) (1,741,676)
Income tax expense			
Loss after income tax expense for the half-year attributable to the owners of Freehill Mining Limited		(1,294,635)	(1,741,676)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss Foreign currency translation		557,996	(742,927)
Other comprehensive income for the half-year, net of tax		557,996	(742,927)
Total comprehensive income for the half-year attributable to the owners of Freehill Mining Limited		(736,639)	(2,484,603)
		Cents	Cents
Basic earnings per share Diluted earnings per share	11 11	(0.09) (0.09)	(0.19) (0.19)

#### Freehill Mining Limited Statement of financial position As at 31 December 2020

	Note	Consol Dec 20 \$	lidated Jun 20 \$
Assets			
Current assets Cash and cash equivalents Trade and other receivables Other Total current assets		2,191,999 159,951 4,586 2,356,536	917,111 97,244 2,487 1,016,842
Non-current assets Receivables Property, plant and equipment Exploration and evaluation Total non-current assets	4	164,876 8,807 19,876,703 20,050,386	586,032 9,887 13,335,980 13,931,899
Total assets		22,406,922	14,948,741
Liabilities			
Current liabilities Trade and other payables Borrowings Employee benefits Total current liabilities		309,245 1,006 8,387 318,638	475,027 72,303 10,216 557,546
Non-current liabilities Borrowings Provisions Total non-current liabilities		165,240 70,000 235,240	432,839 70,000 502,839
Total liabilities		553,878	1,060,385
Net assets		21,853,044	13,888,356
Equity Issued capital Reserves Accumulated losses	5 6	35,813,344 523,385 (14,483,685)	27,096,965 (20,189) (13,188,420)
Total equity		21,853,044	13,888,356

# Freehill Mining Limited Statement of changes in equity For the half-year ended 31 December 2020

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2019	20,106,620	1,022,709	(9,866,482)	11,262,847
Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax	<u>-</u>	- (742,927)	(1,741,676)	(1,741,676) (742,927)
Total comprehensive income for the half-year	-	(742,927)	(1,741,676)	(2,484,603)
Transfer upon conversion of notes	16,784	(16,784)	-	-
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs Share-based payments	2,848,251 	- 1,575,262	<u>.</u>	2,848,251 1,575,262
Balance at 31 December 2019	22,971,655	1,838,260	(11,608,158)	13,201,757
Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity
Consolidated Balance at 1 July 2020	capital		losses	Total equity \$ 13,887,726
	capital \$	\$	losses \$	\$
Balance at 1 July 2020  Loss after income tax expense for the half-year	capital \$	<b>\$</b> (20,819)	losses \$ (13,188,420)	\$ 13,887,726 (1,294,635)
Balance at 1 July 2020  Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax	capital \$	\$ (20,819) - 557,996	losses \$ (13,188,420) (1,294,635)	\$ 13,887,726 (1,294,635) 557,996
Balance at 1 July 2020  Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax  Total comprehensive income for the half-year	capital \$ 27,096,965 - -	\$ (20,819) - 557,996 557,996	losses \$ (13,188,420) (1,294,635)	\$ 13,887,726 (1,294,635) 557,996

### Freehill Mining Limited Statement of cash flows For the half-year ended 31 December 2020

	Consoli Dec 20 \$	dated Dec 19 \$
Cash flows from operating activities Interest received Other revenue Interest and other finance costs paid Payments to suppliers and employees (inclusive of GST)	56 18,108 (146,396) (683,867)	10 242 (88,224) (1,490,549)
Net cash used in operating activities	(812,099)	(1,578,521)
Cash flows from investing activities Payments for exploration and evaluation Net cash used in investing activities	(976,649) (976,649)	(1,580,621) (1,580,621)
Cash flows from financing activities Proceeds from issue of shares Proceeds from borrowings Share issue transaction costs Repayment of borrowings  Net cash from financing activities	2,566,482 830,400 (164,603) (168,643) 3,063,636	2,600,011 1,290,770 (118,265) (514,837) 3,257,679
Net increase in cash and cash equivalents Cash and cash equivalents at the beginning of the financial half-year	1,274,888 917,111	98,537 62,480
Cash and cash equivalents at the end of the financial half-year	2,191,999	161,017

#### Note 1. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2020 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2020 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

#### New or amended Accounting Standards and Interpretations not yet effective

The consolidated entity has not early adopted any new or amended accounting standard that is not yet mandatory.

#### New or amended Accounting Standards and Interpretations adopted

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

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

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

#### Going concern

These financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As disclosed in the financial statements, the consolidated entity incurred a loss of \$1,294,635 and had net operating cash outflows of \$812,099 for the half year ended 31 December 2020. These events and conditions indicate that a material uncertainty exists which may cast significant doubt as to whether the consolidated entity will continue as a going concern.

The directors have reviewed the cashflow forecasts and believe that there are reasonable grounds to believe that the consolidated entity will be able to continue as a going concern due to the following factors:

- Since 31 December the company has issued a total of 3,349,500 fully paid ordinary shares on the conversion of options raising \$83,738 before costs; and
- Funding is expected to be raised from future capital raising. The consolidated entity has a proven track record of raising funding through debt and equity when needed to raise working capital. This record of raising funds, together with the ability to manage its position with creditors and lenders, give the board comfort that the consolidated entity will be able to pay its debts as and well they fall due.

The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessarily incurred should the consolidated entity not continue as a going concern.

#### Note 2. Impact of COVID 19 pandemic

During the half year ended 31 December 2020, the COVID-19 has continued to impact the global economy. The pandemic has adversely affected the global economy, including an increase in unemployment, decrease in consumer demand, interruptions in supply chains, and tight liquidity and credit conditions. Since its outbreak, governments worldwide have set up measures to contain the pandemic. Many countries have required entities to limit or suspend business operations, and have also implemented travel restrictions and quarantine measures. Monetary and fiscal stimulus packages have also been introduced in some countries. As the COVID-19 outbreak continues to evolve, the estimated financial impact cannot be reasonably determined at this juncture. The impact which COVID 19 has had on the consolidated entity is set out below.

#### Note 2. Impact of COVID 19 pandemic (continued)

#### Chilean operations

In response to the pandemic the Chilean government has imposed restrictions from time to time. These have resulted in delays to the processing of materials from the drilling program feeding in to the Chilean exploration program. Whilst there have been delays the pandemic is not expected to materially affect the overall program.

#### Australian operations

The impact of COVID-19 on the consolidated entity's Australian operations has not been material due to their scale and nature of operations as a holding company.

#### Note 3. Operating segments

#### Identification of reportable operating segments

The consolidated entity is organised into one operating segment: Chilean Exploration. This operating segment is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

#### Note 4. Non-current assets - exploration and evaluation

	Consoli	Consolidated	
	Dec 20 \$	Jun 20 \$	
Exploration and evaluation - at cost	19,876,703	13,335,980	

#### Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

	Exploration	
Consolidated	\$	Total \$
Balance at 1 July 2020	13,335,980	13,335,980
Additions	853,478	853,478
El Dorado tenement acquisition for shares*	5,250,000	5,250,000
Exchange differences	437,245	437,245
Balance at 31 December 2020	19,876,703	19,876,703

During the financial half year the consolidated entity acquired the El Dorada tenements. The consideration for this acquisition was 75,000,000 fully paid ordinary share valued at \$5,250,000. These tenements directly adjoined the consolidated entity's Yerbas Buenas tenements.

#### Note 5. Equity - issued capital

	Consolidated			
	Dec 20 Shares	Jun 20 Shares	Dec 20 \$	Jun 20 \$
Ordinary shares - fully paid	1,638,537,480	1,453,768,548	35,813,344	27,096,965

#### Note 5. Equity - issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2018	1,453,768,548		27,096,965
Conversion of debt	July 2020	1,874,612	\$0.043	80,000
Conversion of debt	July 2020	6,546,052	\$0.048	312,000
Conversion of performance rights	July 2020	1,000,000	\$0.066	66,500
Conversion of options	July 2020	2,555,903	\$0.025	63,898
Share placement	August 2020	10,000,000	\$0.060	600,000
Conversion of debt	August 2020	4,367,414	\$0.048	210,000
Conversion of options	August 2020	6,203,637	\$0.025	155,091
Conversion of options	September 2020	2,295,000	\$0.025	57,375
Conversion of debt	October 2020	1,725,294	\$0.058	100,000
Shares issued for acquisition of El Dorado tenments	October 2020	75,000,000	\$0.070	5,250,000
Conversion of options	October 2020	2,110,000	\$0.025	52,750
Conversion of debt	November 2020	815,883	\$0.061	50,000
Conversion of options	November 2020	41,638,149	\$0.025	1,040,954
Conversion of debt	December 2020	4,780,412	\$0.051	246,000
Conversion of options	December 2020	23,856,576	\$0.025	596,414
Less cost of capital raising			\$0.000	(164,603)
Balance	31 December 2020	1,638,537,480	<u>-</u>	35,813,344

#### Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

#### Share buy-back

There is no current on-market share buy-back.

#### Note 6. Equity - reserves

	Consoli	Consolidated		
	Dec 20 \$	Jun 20 \$		
Foreign currency reserve Share-based payments reserve	(1,104,045) 1,627,430	(1,662,041) 1,641,852		
	523,385	(20,189)		

#### Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

#### Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

#### Note 6. Equity - reserves (continued)

Movements in reserves

Movements in each class of reserve during the current financial half-year are set out below:

Consolidated	Share-based payments \$	Foreign currency \$	Total \$
Balance at 1 July 2020	1,641,852	(1,662,041) 557.996	(20,189)
Foreign currency translation Share based payments	52,078	557,996	557,996 52,078
Transfer to issued capital	(66,500)		(66,500)
Balance at 31 December 2020	1,627,430	(1,104,045)	523,385

#### Note 7. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial half-year.

#### Note 8. Contingent liabilities

A legal legal claim was lodged in prior years in Chile by a former suppliers against Yerbas Buenas SpA (YB), a fully owned subsidiary of the company. The claim is in relation to alleged breaches of contracts by YB. in consideration of advice from the Company's legal advisers in Chile, the directors believe that this matter will be resolved with minimal impact on the consolidatted position.

The consolidated entity had no other contingent liabilities at 31 December 2020.

#### Note 9. Related party transactions

Parent entity

Freehill Mining Limited is the parent entity.

Transactions with related parties

The following transactions occurred with related parties:

Consolidated		
Dec 20	Dec 19	
\$ \$		

Payment for other expenses:

Interest paid, settled via issue of shares and accrued to directors and related entities

58,627

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consoli	Consolidated	
	Dec 20 \$	Jun 20 \$	
Current payables: Unpaid fees payable to directors	19,983	40,756	

#### Note 9. Related party transactions (continued)

Loans to/from related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

Consolidated
Dec 20 Jun 20
\$ \$

Current borrowings:

Loans from directors and related entities

405,000

Terms and conditions

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

#### Note 10. Events after the reporting period

Since 31 December the company has issued a total of 3,349,500 fully paid ordinary shares on the conversion of options raising \$83,738 before costs. In addition the company has also issued 1,347,028 fully paid ordinary shares, valued at \$74,087 to now former CEO Peter Hinner as part of his remuneration.

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

#### Note 11. Earnings per share

	Consolidated	
	Dec 20 \$	Dec 19 \$
Loss after income tax attributable to the owners of Freehill Mining Limited	(1,294,635)	(1,741,676)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	1,522,352,255	914,461,665
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,522,352,255	914,461,665
	Cents	Cents
Basic earnings per share Diluted earnings per share	(0.09) (0.09)	(0.19) (0.19)

# Freehill Mining Limited Directors' declaration 31 December 2020

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2020 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

Paul Davies Director

12 March 2021



#### **Independent Auditor's Review Report**

#### To the members of Freehill Mining Limited

#### Report on the Half-year Financial Report

#### Conclusion

We have reviewed the accompanying Half-year Financial Report of Freehill Mining Ltd. Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Half-year Financial Report of Freehill Mining Ltd is not in accordance with the Corporations Act 2001, including:

- Giving a true and fair view of the consolidated entity's financial position as at 31 December 2020 and of its performance for the Half-year ended on that date; and
- Complying with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

#### The Half-year Financial Report comprises:

- Condensed statement of financial position as at 31 December 2020;
- Condensed statement of profit or loss and other comprehensive income, Condensed statement of changes in equity and Condensed statement of cash flows for the Half-year ended on that date;
- Notes 1 to 11 comprising a summary of significant accounting policies and other explanatory information; and
- The Directors' Declaration.

Responsibilities of the Directors for the Half-year Financial Report

The Directors of the Consolidated entity are responsible for:

- The preparation of the Half-year Financial Report that gives a true and fair view in accordance with Australian Accounting Standards and Corporations Act 2001
- For such internal control as the Directors determine is necessary to enable the preparation of the Half-year Financial Report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility for the review of the Half-year Financial Report

Our responsibility is to express a conclusion on the Half-year Financial Report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the Half-year Financial Report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2020 and its performance for the



half-year ended on that date; and complying with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As auditor of Freehill Mining Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

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

**George Georgiou FCA** 

Managing Partner Connect National Audit Pty Ltd

ASIC Authorised Audit Company No.: 521888

Melbourne, Victoria Date: 12 March 2021