

# **Alliance Resources Limited**

ABN 38 063 293 336

**Interim Report - 31 December 2020** 

# Alliance Resources Limited Corporate directory 31 December 2020

Directors Ian J Gandel (Chairman)

Kevin J Malaxos (Managing Director)

Anthony D Lethlean (Non-Executive Director) Stephen F Johnston (Non-Executive Director)

Company secretary Robert P Tolliday

Registered Office and Suite 3

Principle Place of Business 51-55 City Road

Southbank Victoria 3006 Phone +61 3 9697 9090

Share register Computershare Investor Services

**GPO Box 2975** 

Melbourne Victoria 3001

Auditor BDO Audit Pty Ltd

Collins Square Tower Four Level 18, 727 Collins Street Melbourne Victoria 3008

Stock exchange listing Alliance Resources Limited shares are listed on the ASX (ticker code: AGS)

Website www.allianceresources.com.au

Email info@allianceresources.com.au

# Alliance Resources 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 Alliance Resources 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 the Company during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Ian Jeffrey Gandel Kevin John Malaxos Anthony Dean Lethlean Stephen Frederick Johnston

#### **Principal activities**

The principal activities of the Consolidated Entity during the six months ended 31 December 2020 were exploring its projects in South Australia (Wilcherry Project) and Western Australia for gold and base metals.

#### **Review of operations**

The loss for the Consolidated Entity after providing for income tax amounted to \$673,000 (31 December 2019: \$762,000).

During the period, the Consolidated Entity released its Annual Report for the year to 30 June 2020. It also released its Quarterly Activities Reports to 30 June 2020 and 30 September 2020, with significant events as follows:

#### Wilcherry Project

The Company through its wholly owned subsidiary, Alliance (Eyre) Pty Ltd ('Eyre'), owns the Wilcherry Project 100%. The Project is located within the southern Gawler Craton on the northern Eyre Peninsula, South Australia and comprises seven exploration licences over approximately 1,500 km². The highest priority exploration target is the Weednanna Gold Deposit (Weednanna). The half year highlights from the Wilcherry Project include:

- > an update to the gold Mineral Resource at the Weednanna deposit in November 2020. The revised gold Mineral Resource totalled 1.1 million tonnes grading 4.3 g/t for 152,000 ounces;
- > announcing a maiden Iron Mineral Resource for the Weednanna deposit, reporting 1.15 million tonnes at 59.4% Fe;
- > a Research Project agreement was signed with CSIRO to undertake analysis of the Weednanna Au-Fe deposit genesis to better understand the mineralised system to assist with targeting future exploration;
- > during November and December 2020 a 19 hole RC drilling program for 3,098 metres was completed into Shoots 7 and 8 at the Weednanna project to increase confidence in these mineralised blocks and upgrade the Mineral Resource classification from Inferred to Indicated Resource category. Individual 1 metre samples were collected from site during January 2021 and submitted for assaying, with results expected during March 2021;
- > Following completion of the Metallurgical testwork project during the September Quarter, Alliance completed an evaluation of shortlisted Engineering companies to undertake the detailed design of the Weednanna gold processing plant. The contract was awarded to Mintrex Pty Ltd in December. The final design, including drawings and component listings, for the proposed 250,000 tonnes per annum CIL gold processing plant is scheduled to be delivered in Q2, 2021. This information will provide sufficient detail to issue a construction tender in Q3, 2021; and
- > Mine design and cost analysis works for the Weednanna project were awarded during December to Orewin Pty Ltd. The works include open pit optimisation for gold and iron ore mineralisation, underground development and ore stope design, scheduling and cost estimates for each activity. This work is planned for completion in Q2, 2021.

# Alliance Resources Limited Directors' report 31 December 2020

West Australian Gold Projects (Alliance 100%)

The Nepean Project is located approximately 60 km southwest of Kalgoorlie, Western Australia. Following success of the auger soil sampling program completed during March 2020 to extend the previously defined gold in soil anomalism, an application was made for two Exploration Licenses and a Prospecting license adjacent to the existing Nepean North tenement. A detailed literature search commenced in the September quarter on these additional tenements to catalogue all previous exploration reports and assay results undertaken by previous explorers, prior to preparing the exploration programs for 2021. The next phase of exploration planned at the Nepean Project is aircore drilling to test for gold in regolith anomalism, which can be used as a vector towards a primary gold deposit.

Field visits were undertaken to the Penrith Prospect area within the Nepean Project to assess surface cover conditions, accurately locate historic drill holes and assess the geology intersected in historic drill holes, prior to finalise planning for the aircore drilling program.

#### Corporate

During the reporting period:

Cash reserves

The Consolidated Entity had available cash reserves of approximately \$453,000 at 31 December 2020.

Announcement of non-renounceable rights issue

On 7 December 2020, the Company announced a non-renounceable rights issue entitling shareholders to subscribe for one new share for every six shares held on the record date of 10 December 2020 at an issue price of \$0.17 per share. The funds are to be applied to RC drilling and diamond drilling for exploration, feasibility study work, process plant engineering design, mine design and operating costs determination, offer expenses and working capital. The non-renounceable entitlement offer closed on 27 January 2021 and resulted in 29,717,054 new shares being issued, \$5.052 million capital raised with costs of approximately \$114,500.

Investment in Tyranna Resources Limited and Centennial Mining Limited

As at 31 December 2020 the Consolidated Entity holds 46,254,885 ordinary shares in Tyranna Resources Limited (TYX) and 11,000,000 ordinary shares in Centennial Mining Limited (CTL). In December 2020, the Company's investment in TYX was sold down resulting in the receipt of approximately \$184,000 and a realised loss of \$744,000.

On 21 March 2019, CTL was placed into Administration and on 7 June 2019 CTL executed a Deed of Company Arrangement (DOCA) with the DOCA being amended on 13 October 2020. Pursuant to the amended DOCA, the shares of CTL are to be transferred for \$Nil to Golden River Resources Pty Ltd. Upon the effectuation of this share transfer, the CTL investment will be removed from the Balance Sheet (CTL has already been written down to \$Nil).

#### Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Consolidated Entity during the financial half-year.

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

The Company successfully completed a capital raising of approx. \$5.052 million post half-year end, as detailed in the Corporate section of the Directors' Report.

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.

# **Rounding of amounts**

The Company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

# Alliance Resources Limited Directors' report 31 December 2020

# **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.

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

Anthony Lethlean

Thelle

Chairman - Audit & Risk Committee

12 March 2021 Melbourne



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# DECLARATION OF INDEPENDENCE BY WAI AW TO THE DIRECTORS OF ALLIANCE RESOURCES LIMITED

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

- 1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- 2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Alliance Resources Limited and the entities it controlled during the period.

Wai Aw Director

**BDO Audit Pty Ltd** 

Melbourne, 12 March 2021

# **Alliance Resources Limited** Contents

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#### **General information**

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

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

#### Registered office Principal place of business Suite 3 Suite 3 51-55 City Road 51-55 City Road Southbank Victoria 3006 Southbank Victoria 3006

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.

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The financial statements were authorised for issue, in accordance with a resolution of Directors, on 12 March 2021. The Directors have the power to amend and reissue the financial statements.

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

		lidated 31 Dec 2019 \$'000
Revenue Interest income	2	15
Other income	50	-
Expenses Depreciation expense Expense of share options granted Tenement costs abandoned Occupancy expenses Administration expenses Legal expenses Director fees Company secretarial Marketing and investor relations Finance costs  Loss before income tax expense	(59) (50) (13) (27) (439) (8) (92) (35) - (2)	(3) - (10) (374) (191) (85) (35) (18) (1)
Income tax expense		
Loss after income tax expense for the half-year attributable to the owners of Alliance Resources Limited	(673)	(762)
Other comprehensive income		
Items that will not be reclassified subsequently to profit or loss Change in fair value of equity investments at FVOCI	290	(20)
Other comprehensive income for the half-year, net of tax	290	(20)
Total comprehensive income for the half-year attributable to the owners of Alliance Resources Limited	(383)	(782)
	Cents	Cents
Basic loss per share Diluted loss per share	(0.38) (0.38)	(0.50) (0.50)

# **Alliance Resources Limited** Statement of financial position As at 31 December 2020

	Consolidated		
	Note	31 Dec 2020 \$'000	30 Jun 2020 \$'000
Assets			
Current assets			
Cash and cash equivalents	3	453	1,561
Trade and other receivables		59	96
Other assets			63
Total current assets		589	1,720
Non-current assets			
Trade and other receivables		45	15
Financial assets at fair value through other comprehensive income	4	447	341
Property, plant and equipment	_	651	696
Right-of-use assets	5	114	124
Exploration and evaluation	6	13,607	12,562
Total non-current assets		14,864	13,738
Total assets		15,453	15,458
Liabilities			
Current liabilities			
Trade and other payables	_	722	424
Lease liabilities	7	19	19
Employee benefits		48	14
Total current liabilities		789	457
Non-current liabilities			
Lease liabilities	8	96	106
Employee benefits		66	5
Total non-current liabilities		162	111
Total liabilities		951	568
Net assets		14,502	14,890
Equity	^	F0 7F0	E0 04 4
Contributed equity	9	53,759	53,814
Reserves Accumulated losses		(1,209)	(2,293)
Accumulated 1055e5		(38,048)	(36,631)
Total equity		14,502	14,890

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

Consolidated	Contributed equity \$'000	Reserves \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2019	51,815	(2,511)	(34,880)	14,424
Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax		- (20)	(762)	(762) (20)
Total comprehensive income for the half-year	-	(20)	(762)	(782)
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs Share-based payments	115	- 3	- -	115 3
Balance at 31 December 2019	51,930	(2,528)	(35,642)	13,760
Consolidated	Contributed equity \$'000	Reserves \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2020	53,814	(2,293)	(36,631)	14,890
Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax		- 290	(673)	(673) 290
Total comprehensive income for the half-year	-	290	(673)	(383)
Realised loss on disposal of financial assets at fair value through other comprehensive income	-	744	(744)	-
Transactions with owners in their capacity as owners: Share-based payments Transaction costs incurred during the period in relation to the	-	50	-	50
entitlement offer completed post half-year end	(55)	-		(55)
Balance at 31 December 2020				

# Alliance Resources Limited Statement of cash flows For the half-year ended 31 December 2020

	Consolidated		lidated
	Note	31 Dec 2020 \$'000	31 Dec 2019 \$'000
Cash flows from operating activities Payments to suppliers and employees		(172)	(900)
Finance Costs Cashflow boost		(172) (2) 50	(1)
Casimow boost			(004)
Interest received		(124)	(901) 14
Net cash used in operating activities		(122)	(887)
Cash flows from investing activities			
Payments for exploration and evaluation Payment for a security bond		(1,058)	(1,578)
Proceeds from disposal of investments		(30) 184	
Net cash used in investing activities		(904)	(1,578)
Cash flows from financing activities			
Proceeds from issue of shares		<u>-</u>	165
Share issue transaction costs		(55) (27)	(4)
Repayment of lease liabilities		(21)	(23)
Net cash (used in)/from financing activities		(82)	138
Net decrease in cash and cash equivalents		(1,108)	(2,327)
Cash and cash equivalents at the beginning of the financial half-year		1,561	3,693
Cash and cash equivalents at the end of the financial half-year	3	453	1,366

# 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, unless otherwise stated.

#### 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.

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

#### Going concern

For the half-year ended 31 December 2020, the Consolidated Entity made a loss after taxation of \$673,000 and had net cash outflows from operating activities of \$122,000, net cash outflows from investing activities of \$904,000 and net cash outflows from financing activities of \$82,000. At 31 December 2020, the Consolidated Entity reported cash and cash equivalents of \$453,000 and net current liabilities of \$200,000.

The directors have prepared the financial statements on a going concern basis, which contemplates the continuity of normal business activity, the realisation of assets and the settlement of liabilities through the normal course of business for the following reasons:

- The Consolidated Entity has a history of successfully raising funds and post half-year end the Company successfully completed a \$5.052 million raising. The Consolidated Entity also has the ability to raise further capital without shareholder approval under ASX Listing Rules 7.1 and 7.1A.
- The Consolidated Entity has prepared a twelve-month cash flow budget which includes additional cash outflows for exploration activity, which can be deferred in part if there are delays in raising capital or insufficient capital is raised to fund forecast expenditure.

On the basis that sufficient funding is expected to be raised to meet the Consolidated Entity's expenditure forecasts, the directors consider that the Consolidated Entity remains a going concern and these financial statements have been prepared on this basis.

# Note 2. Operating segments

The Consolidated Entity operates in the mineral exploration and mining industry in Australia.

The Consolidated Entity has adopted AASB 8 Operating Segments whereby segment information is presented using a 'management approach'. Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions. The Consolidated Entity operates predominately in one geographical location. The Consolidated Entity does not have any operating segments with discrete financial information. The Consolidated Entity does not have any customers, and all the Consolidated Entity's assets and liabilities are located within Australia.

The Board of Directors review internal management reports on a monthly basis that is consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cashflows. As a result no reconciliation is required because the information as presented is what is used by the Board of Directors to make strategic decisions including assessing performance and in determining the allocation of resources.

# Note 3. Current assets - cash and cash equivalents

	Consc	Consolidated	
	31 Dec 2020 \$'000	30 Jun 2020 \$'000	
Cash at bank	378	1,486	
Cash on deposit	75	75	
	453	1,561	

# Note 4. Non-current assets - financial assets at fair value through other comprehensive income

	Conso 31 Dec 2020 \$'000	lidated 30 Jun 2020 \$'000	
Ordinary shares - cost Revaluation of investments to fair value	3,056 (2,609)	3,984 (3,643)	
	447	341	
Reconciliation Reconciliation of the fair values at the beginning and end of the current and previous financial half-year are set out below:	31 Dec 2020 \$'000		
Opening fair value Partial disposals - Investment in Tyranna Resources Ltd Movement in fair value	341 (184) 290		
Closing fair value	447		

Refer to note 11 for further information on fair value measurement.

# Note 5. Non-current assets - right-of-use assets

			Conso 31 Dec 2020 \$'000	lidated 30 Jun 2020 \$'000
Leasehold improvements - right-of-use Less: Accumulated depreciation			124 (10)	147 (23)
			114	124
There were no re-measurements or modifications to the Cons arrangements during the half year.	olidated Entity's	leasing		
Note 6. Non-current assets - exploration and evaluation				
			Conso 31 Dec 2020 \$'000	lidated 30 Jun 2020 \$'000
Exploration and evaluation costs carried forward - WA			172	91
Exploration and evaluation costs carried forward - Wilcherry P	roject		13,435	12,471
			13,607	12,562
Note 7. Current liabilities - lease liabilities			Conso 31 Dec 2020 \$'000	lidated 30 Jun 2020 \$'000
Lease Liability - property			19	19
Note 8. Non-current liabilities - lease liabilities				lidated
			31 Dec 2020 \$'000	30 Jun 2020 \$'000
Lease Liability - property			96	106
Note 9. Equity - contributed equity				
	31 Dec 2020 Shares	Conso 30 Jun 2020 Shares	olidated 31 Dec 2020 \$'000	30 Jun 2020 \$'000
Ordinary shares - fully paid	178,300,080	178,300,080	53,759	53,814

# Note 9. Equity - contributed equity (continued)

Movements in ordinary share capital

Details	Date	Shares	\$'000
Balance Costs associated with capital raising completed post half-year end	1 July 2020 31 December 2020	178,300,080	53,814 (55)
Balance	31 December 2020	178,300,080	53,759

#### 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.

# Note 10. Equity - dividends

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

#### Note 11. Fair value measurement

#### Fair value hierarchy

The following tables detail the Consolidated Entity's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

Consolidated - 31 Dec 2020	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Assets Ordinary shares	447			447
Total assets	447			447
Consolidated - 30 Jun 2020	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Assets Ordinary shares	341	_	-	341
Total assets	341	-	-	341

There were no transfers between levels during the financial half-year.

# Note 12. Events after the reporting period

The Company successfully completed a capital raising of approx. \$5.052 million post half-year end, as detailed in the Corporate section of the Directors' Report.

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.

# Alliance Resources 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

Anthony Lethlean

T. Lelle

Chairman - Audit & Risk Committee

12 March 2021 Melbourne



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# INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Alliance Resources Limited

# Report on the Half-Year Financial Report

#### Conclusion

We have reviewed the half-year financial report of Alliance Resources Limited (the Company) and its subsidiaries (the Group), which comprises the statement of financial position as at 31 December 2020, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

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

#### Basis for conclusion

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

#### Responsibility of the directors for the financial report

The directors of the Company 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 the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.



# Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether 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 Group's financial position as at 31 December 2020 and its financial performance for the half-year ended on that date and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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.

**BDO Audit Pty Ltd** 

Wai Aw Director

Melbourne, 12 March 2021