RBR GROUP Limited

ASX Release

31 August 2021

Appendix 4E

The following information must be given to ASX under listing rule 4.3A.

Current Reporting Period	1 July 2020 to 30 June 2021
Previous corresponding reporting period	1 July 2019 to 30 June 2020

Results for announcement to the market

	2021 $	2020 $	Change %
Revenue from ordinary activities	2,674,597	331,765	706.2%
Employee expenses and Consultants fees	(865,473)	(878,541)	1.5%
Net loss for the year	(2,077,095)	(1,889,675)	-9.9%
Net comprehensive loss attributable to equity holders of RBR Group Ltd	(2,074,765)	(1,890,152)	-9.8%
Dividends	-	-	-

Net tangible assets per security	2021 $	2020 $
Net tangible assets	43,899	(1,034,081)
Ordinary shares	1,281,980,086	884,484,168
Net tangible assets per security	0.003 cents	(0.117 cents)

Commentary on Results

Refer to the attached unaudited financial report for detailed commentary on the results for the period.

Details of entities over which control has been gained or lost during the period

Gained control of Projectos Dinamicos, Lda in Mozambique through a 50% acquisition of its shareholding.

Dividends

No dividend has been paid since the end of the previous financial year and no dividend is recommended for the current year.

Dividend Reinvestment Plans

Not applicable.

Material interest in entities which are not controlled entities

Not applicable.

Foreign Entity Accounting Standards

Not applicable.

Independent audit review

This report should be read in conjunction with the attached Financial Report for the period ended 30 June 2021 which is in the process of being audited.

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For the purpose of ASX Listing Rule 15.5, this announcement has been authorised for release by the board.

RBR GROUP Limited

ABN 38 115 857 988

UNAUDITED FINANCIAL REPORT
For the year ended 30 June 2021

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REVIEW OF OPERATIONS AND ACTIVITIES

RBR focused its attention and efforts in Mozambique on the opportunities presented by the ramp up of construction of the onshore facilities for the LNG projects in Mozambique. The Company's plans remained unchanged, that is, to capitalise on this huge future LNG opportunity by providing a comprehensive, integrated solution to the challenge of employing suitably skilled local workers. In this regard, RBR's commercial services span the identification and recruitment of prospective workers against specific priorities and criteria, assessing their existing skills (recognition of prior learning) against accepted standards, training them both on and off the job until they are deemed fully competent, and managing their employment and placement with client companies.

RBR continued to develop and upgrade areas of the Wentworth camp in Palma, Cabo Delgado, to render the facility fit for the commencement of training and general operational activities. The global COVID-19 pandemic was a key consideration in decision-making during the reporting period. Fortunately, RBR reacted to this threat at an early stage, updating and modifying its procedures to comply with best practice and thereby minimising the impact on the group.

This proactive approach also enabled RBR to secure approval to commence a UKaid-supported construction internship programme for a group of Palma locals sourced from the Catalisa Work Readiness Programme. Catalisa is sponsored by the developers of the LNG project.

The Company bolstered its capabilities through the introduction of complementary technologies in the fields of geolocation and distance learning. The widespread requirement for workers to quarantine ahead of deployment into the workplace has further advanced the relevance of technology. The Company launched its white-labelled mobile device-based remote learning and assessment app, which operates across all three platforms (Apple/iOS, Android, Huawei). It allows users to access training and/or refresher modules, with assessments, in English or Portuguese and without using mobile data. Using this app, individuals can undertake quick and flexible, workplace-relevant refresher training and their employers gain some benefit during this "idle" quarantine time. This product is in use in South Africa.

RBR secured exclusive rights to implement a geolocation technology in Mozambique which combines productivity analysis, health monitoring (including early-warning of elevated body temperature as a COVID-19 symptom) and contact tracing. This is a proven product already in use in Australia.

During October 2020, the Company announced a Memorandum of Understanding ("MoU") to develop, via joint venture, an oil & gas specification accommodation camp at the Wentworth facility. This camp would be used to accommodate people working on the nearby LNG project, potentially as a COVID-19 quarantine camp pre- and post-deployment.

The MoU progressed in January 2021 to an agreement to purchase a 50% share in redeployable camp provider Projectos Dinamicos, Lda ("PD") which had secured an 18-month contract with the EPC contractor of the Mozambique LNG Project to develop a 668-bed camp for workers on the project. RBR would commit funding to PD of up to $2.7 million (subject to exchange rates) to be applied towards the development of the camp, and for working capital. The development of the camp began in December 2020 and the 18-month tenancy agreement with the Client commenced on 18 January 2021.

The accommodation camp contract commenced on schedule in January 2021, with an agreed construction programme to add further beds until full capacity of 668 beds was reached in April. Tragically, the town of Palma was attacked by insurgents late-March leading to an evacuation of the town and the camp experiencing some minor structural damage and extensive looting of movable, but insured, items. At that stage, 340 beds and related infrastructure had been installed.

Despite Palma subsequently reverting to the control of Mozambique's security forces and their allies, all activity at the camp (further development as well as ongoing maintenance) remains suspended until such time as the security forces declare the threat over and allow companies and their personnel to return to the town.

As of 30 June 2021, PD has remitted Service Acceptance Papers ("SAP", which are essentially preliminary invoices) for the 6 months of January to June to the contract client, CCS Joint Venture, totalling USD$1,817,100 (RBR equity share 50%). These amounts remain unpaid and are now subject to "without prejudice" discussions between the parties, in accordance with the "Settlement of Disputes" clause of the contract. The contract itself remains in force.

RBR's implementation and deployment of the technologies mentioned above was predicated on offering them to residents of the Wentworth accommodation camp (through their employers) as an add-on service. The suspension of the LNG projects and RBR's Wentworth camp contract as covered earlier in this report, has required the Company to reconsider how to implement and monetise this technology in the near term.

The Company continues to explore Australian opportunities leveraged off its existing registered training organisation ("RTO"), structured around a partnership model given RBR does not presently have a training facility in-country. Further, the Company has received investment proposals from brokers and other interested investors, which are currently under review and assessment.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 30 June 2021

	Notes	2021 $	2020 $
Revenue	2	**2,674,597**	331,765
Cost of sales		**(581,005)**	(35,283)
Gross profit		**2,093,592**	296,482
Employee expenses		**(683,446)**	(571,050)
Directors' fees		**(106,106)**	(72,861)
Insurance expenses		**(55,438)**	(29,729)
Consultants' fees		**(182,027)**	(307,491)
Corporate expenses		**(88,718)**	(87,419)
Depreciation	3	**(41,262)**	(20,575)
Amortisation right of use asset	3	**(37,974)**	(18,594)
Property expenses		**(102,340)**	(139,317)
Share-based payments expense	3	**(10,745)**	(91,553)
Doubtful debts expenses		**(2,287,694)**	
Exploration revaluation	3	**-**	77,157
Sale of fixed assets		**-**	312
Goodwill impairment		**(100,000)**	-
Lease liability interest expense		**(4,498)**	(3,267)
Interest expense		**(143,149)**	(158,917)
Other expenses	3	**(327,290)**	(762,853)
Loss before income tax		**(2,077,095)**	(1,889,675)
Income tax	5	**-**	-
Net loss for the year		**(2,077,095)**	(1,889,675)
Other comprehensive income that may be recycled to profit or loss			
Foreign currency translation adjustments		**(137,196)**	127,471
Total other comprehensive loss		**(137,196)**	127,471
Total comprehensive loss		**(2,214,291)**	(1,762,204)
Loss is attributable to:			
Equity holders of RBR Group Limited		**(2,074,765)**	(1,890,152)
Non-controlling interests		**(2,330)**	477
		(2,077,095)	(1,889,675)
Total comprehensive loss is attributable to:			
Equity holders of RBR Group Limited		**(2,214,103)**	(1,763,152)
Non-controlling interests		**(188)**	948
		(2,214,291)	(1,762,204)
Earnings per share			
Basic earnings/(loss) per share (cents per share)	23	**(0.19) cents**	(0.24) cents
Diluted earnings/(loss) per share (cents per share)	23	**(0.19) cents**	(0.24) cents

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the Consolidated Entity accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

	Notes	2021 $	2020 $
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	24(a)	**1,975,535**	493,963
Trade receivables	6	**446,839**	104,678
Other assets	7	**34,160**	26,576
Assets held for sale		**-**	95,000
TOTAL CURRENT ASSETS		**2,456,534**	720,217
NON-CURRENT ASSETS			
Plant and equipment and motor vehicles	8	**2,184,983**	24,967
Intangibles	9 & 15	**69,278**	205,680
TOTAL NON-CURRENT ASSETS		**2,254,261**	230,647
TOTAL ASSETS		**4,710,795**	950,864
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	**388,646**	295,347
Provisions	13	**73,216**	59,846
Loan	14	**2,064,302**	62,715
Lease liability	15	**20,693**	36,754
Convertible note liability	16	**2,050,761**	1,304,513
TOTAL CURRENT LIABILITIES		**4,597,618**	1,759,175
NON-CURRENT LIABILITIES			
Lease liability	15	**-**	20,090
TOTAL NON-CURRENT LIABILITIES		**-**	20,090
TOTAL LIABILITIES		**4,597,618**	1,779,265
NET ASSETS		**113,177**	(828,401)
EQUITY			
Contributed equity	17(a)	**24,217,744**	21,074,074
Reserves	18	**786,988**	915,581
Accumulated losses		**(24,871,745)**	(22,796,980)
Equity attributable to equity holders in the Company		**132,987**	(807,325)
Non-controlling interests		**(19,810)**	(21,076)
TOTAL EQUITY		**113,177**	(828,401)

The above Consolidated Statement of Financial Position should be read in conjunction with the Consolidated Entity's accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2021

	Notes	Contributed Equity	Share Option Reserve	Foreign Currency Translation Reserve	Accumulated losses	Owners of the parent	Non-controlling interest	Total
BALANCE AT 30 JUNE 2019		19,478,110	816,906	(100,256)	(20,906,828)	(712,068)	(22,024)	(734,092)
Loss for the year		-	-	-	(1,890,152)	(1,890,152)	477	(1,889,675)
Other comprehensive income		-	-	127,000	-	127,000	471	127,471
Total comprehensive income		-	-	127,000	(1,890,152)	(1,763,152)	948	(1,762,204)
Transactions with owners in their capacity as owners:								
Shares issued during the year	17(b)	1,638,018	-	-	-	1,638,018	-	1,638,018
Share issue costs		(86,054)	24,378	-	-	(61,676)	-	(61,676)
Performance rights and options during the year		-	56,553	-	-	56,553	-	56,553
Vesting of staff performance rights		9,000	(9,000)	-	-	-	-	-
Share based payment		35,000	-	-	-	35,000	-	35,000
BALANCE AT 30 JUNE 2020		21,074,074	888,837	26,744	(22,796,980)	(807,325)	(21,076)	(828,401)
Loss for the year		-	-		(2,074,765)	(2,074,765)	(2,330)	(2,077,095)
Other comprehensive income		-	-	(139,338)		(139,338)	2,142	(137,196)
Total comprehensive income		-	-	(139,338)	(2,074,765)	(2,214,103)	(188)	(2,214,291)
Transactions with owners in their capacity as owners:								
Non-controlling interest on business combination		-	-	-	-	-	1,454	1,454
Shares issued during the year	17(b)	3,335,075	-	-	-	3,335,075	-	3,335,075
Share issue costs		(191,405)	-	-	-	(191,405)	-	(191,405)
Performance rights and options during the year		-	10,745	-	-	10,745	-	10,745
BALANCE AT 30 JUNE 2021		24,217,744	899,582	(112,594)	(24,871,745)	132,987	(19,810)	113,177

The above Consolidated Statement of Financial Position should be read in conjunction with the Consolidated Entity's accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2021

	Notes	2021 $	2020 $
Cash flows from operating activities			
Receipts from customers		**356,543**	313,501
Interest received		**231**	768
Convertible note interest paid		**(148,355)**	(161,688)
Lease liability interest paid		**(4,498)**	(3,267)
Payments to suppliers and employees (inclusive of goods and services tax)		**(2,641,602)**	(1,681,673)
Net cash used in operating activities	24(b)	**(2,437,681)**	(1,532,359)
Cash flows from investing activities			
Receipt on sale of fixed assets		**-**	3,253
Payments for plant and equipment		**(34,648)**	(4,636)
Proceeds from Sale of Prospects		**98,000**	**-**
Exploration and evaluation expenditure		**(3,000)**	**-**
Net cash used in investing activities		**60,352**	(1,383)
Cash flows from financing activities			
Proceeds from loan		**29,314**	121,192
Repayment of loan		**(40,617)**	(58,477)
Repayment of lease liability		**(37,724)**	(17,532)
Proceeds from the issue of shares (net of fees)		**2,375,100**	1,638,018
Proceeds from convertible notes		**1,750,000**	-
Capital raising costs		**(290,644)**	(61,676)
Net cash provided by financing activities		**3,785,429**	1,621,525
Net decrease in cash held		**1,408,100**	87,783
Cash at the beginning of the financial year		**493,963**	412,821
Exchange rate movements		**73,472**	(6,641)
Cash at the end of the financial year	24(a)	**1,975,535**	493,963

The above Consolidated Statement of Cash Flows should be read in conjunction with the Consolidated Entity's accompanying notes.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in preparing the financial report of the Company, RBR Group Limited and its controlled entities (“RBR” or “Consolidated Entity”), are stated to assist in a general understanding of the financial report. These policies have been consistently applied to all the years presented, unless otherwise indicated.

RBR Group Limited is a Company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the official list of the Australian Securities Exchange. The financial statements are presented in Australian dollars which is the Consolidated Entity’s functional currency.

(a) Basis of Preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards (including Australian Interpretations) adopted by the Australian Accounting Standards Board and the *Corporations Act 2001*.

RBR Group Limited is a for-profit entity for the purpose of preparing the financial statements.

The financial report has been prepared on the basis of historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets.

The financial report was authorised for issue by the Directors.

Going Concern

The Consolidated Entity incurred a loss for the year of $2,077,095 (2020: $1,889,675).

At 30 June 2021 the Consolidated Entity had cash assets of $1,975,535 (2020: $493,963). During the financial year the Company raised $2,375,100 before costs from issue of shares.

Although the above is indicative of a material uncertainty, the Company maintains the ongoing support of its major shareholders and capital markets advisers in ensuring continuing access to equity funds. The Company completed a capital raise in July 2020 and February/March 2021. Projectos Dinamicos, Lda has remitted Service Acceptance Papers ("SAP", which are essentially preliminary invoices) for the 6 months of January to June to the contract client, CCS Joint Venture, totalling USD$1,817,100 (RBR equity share 50%). These amounts remain unpaid and are now subject to “without prejudice” discussions between the parties, in accordance with the “Settlement of Disputes” clause of the contract. The contract itself remains in force. Based on this information, the Directors consider it appropriate that the financial statements be prepared on a going concern basis.

(b) Use of Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. None of the balances reported have been derived from estimates.

(c) Basis of Consolidation

Controlled Entity

The consolidated financial statements comprise the financial statements of RBR Group Limited and its subsidiaries as at 30 June each year.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full. The subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity and ceases to be consolidated from the date on which control is transferred out of the consolidated entity.

The acquisition of the subsidiaries has been accounted for using the purchase method of accounting. The purchase method of accounting involves allocating the cost of the business combination to the fair value of the assets acquired and the liabilities and contingent liabilities assumed at the date of acquisition.

Accordingly, the consolidated financial statements include the results of the subsidiaries for the period from their acquisition.

(d) Business Combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interest issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with IAS 12 and IAS 19 respectively;
- assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

(e) 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 income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred asset or liability is recognised in relation to those temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

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.

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

(f) Foreign Currency Translation

The financial statements are presented in Australian dollars, which is RBR Group Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars 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 financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

(g) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Consolidated Entity and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

Revenue from rendering of services

Rendering of services revenue from training, payroll and business service fees is recognised by reference to the stage of completion of the contracts. Stage of completion is measured by reference to delivery of service. Projectos Dinamicos Lda provides camp accommodation for the Mozambique LNG Project.

Interest income

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

(h) Cash and Cash Equivalents

Cash and short-term deposits in the statement of financial position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

For the purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above, which are readily convertible to cash on hand and which are used in the cash management function on a day-to-day basis.

(i) Employee Entitlements

Liabilities for wages and salaries, annual leave and other current employee entitlements expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable.

Contributions to employee superannuation plans are charged as an expense as the contributions are paid or become payable.

(j) Plant and Equipment and Motor Vehicles

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

Plant and equipment and motor vehicles

Plant and equipment and motor vehicles are stated at cost less accumulated depreciation and any impairment in value.

The carrying values of plant and equipment and motor vehicles are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

If any such indication exists where the carrying values exceed the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount.

Depreciation

Depreciable non-current assets are depreciated over their expected economic life using either the straight line or the diminishing value method. Profits and losses on disposal of non-current assets are taken into account in determining the operating loss for the year. The depreciation rate used for each class of assets is as follows:

- Plant & equipment 10 - 67%

(k) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and services tax ("GST"), except where the amount of GST incurred is not recoverable from the Australian Taxation Office ("ATO"). In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables are stated with the amount of GST included. GST incurred is claimed from the ATO when a valid tax invoice is provided. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the balance sheet.

Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the ATO are classified as operating cash flows.

(l) Payables

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

(m) Contributed Equity

Issued capital is recognised as the fair value of the consideration received by the Company.

Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

(n) Earnings per Share

Basic earnings per share ("EPS") are calculated based upon the net profit/(loss) attributable to equity holders of the parent divided by the weighted average number of shares. Diluted EPS are calculated as the net profit/(loss) attributable to equity holders of the parent divided by the weighted average number of shares and dilutive potential shares.

(o) Leases

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

(p) Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs. On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

(q) Share-based payment transactions

The Company provides benefits to employees (including Directors and Consultants) of the Consolidated Entity in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares (“Equity–settled transactions”).

There is currently one plan in place to provide these benefits being an Employee Share Option Plan (“ESOP”) which provides benefits to Directors, Consultants and Senior Executives.

The cost of these equity-settled transactions is measured by reference to fair value at the date at which they are granted. The fair value is determined by an external valuer using the either the Black-Scholes or Binomial model.

In valuing equity-settled transactions, other than conditions linked to the price of the shares of RBR Group Limited (“market conditions”), management reviews the likelihood of achieving performance criteria.

The cost of equity settled securities is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (“vesting date”).

Where the Consolidated Entity acquires some form of interest in an exploration tenement or an exploration area of interest and the consideration comprises share-based payment transactions, the fair value of the equity instruments granted is measured at grant date. The cost of equity securities is recognised within capitalised mineral exploration and evaluation expenditure, together with a corresponding increase in equity.

(r) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

(s) Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework, to identify and analyse the risks faced by the Consolidated Entity. These risks include credit risk, liquidity risk and market risk from the use of financial instruments. The Consolidated Entity has only limited use of financial instruments through its cash holdings being invested in short term interest bearing securities. The primary goal of this strategy is to maximise returns while minimising risk through the use of accredited Banks with a minimum credit rating of A1 from Standard & Poors. The Consolidated Entity’s working capital is maintained at its highest level possible and regularly reviewed by the full board.

(t) Changes in accounting policies and disclosures

In the current year, the Consolidated Entity has adopted all new and revised Standards and Interpretations that have been issued and are effective for the accounting periods beginning on or after 1 January 2020. The adoption of the new and revised Standards and Interpretations had no change to the group’s accounting policies.

(u) Standards issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Consolidated Entity for the annual reporting period ended 30 June 2021. The adoption of new or amended Accounting Standards and Interpretations have no impact on the Consolidated Entity.

2. OTHER INCOME

	2021 $	2020 $
Revenue		
Revenue from training services (i)	**129,050**	74,982
Revenue from payroll services (ii)	**147,517**	95,060
Revenue from business services (iii)	**75,214**	96,143
Revenue from Projectos Dinamicos, Lda (iv)	**2,280,085**	-
Revenue from sale of Data	**5,000**	-
Other income – cash flow boost	**37,500**	64,812
Interest	**231**	768
	2,674,597	331,765

Notes:

(i) RBR delivers training services to clients and recognises revenue based on completion of training by students. Pricing is based on each training program and student enrolment for the program. A program is considered delivered following a final report on training sent to the client.

(ii) Payroll and HR services are based on a percentage of the total payroll and billed following completion of the payroll service.

(iii) RBR delivers a range of business services to clients and recognises revenue on successful delivery of those services. There is a schedule of fixed prices for services.

(iv) Projectos Dinamicos, Lda has remitted Service Acceptance Papers ("SAP", which are essentially preliminary invoices) for the 6 months of January to June to the contract client, CCS Joint Venture, totalling USD$1,817,100. These amounts remain unpaid and are now subject to "without prejudice" discussions between the parties, in accordance with the "Settlement of Disputes" clause of the contract. The company has made a doubtful debt provision for the value of this revenue until the dispute process is completed. The contract itself remains in force.

3. EXPENSES

	2021 $	2020 $
Contributions to employee's superannuation plans	**34,730**	32,237
Depreciation - plant and equipment	**41,262**	20,575
Amortisation - right of use asset	**37,974**	18,594
Exploration revaluation	**-**	77,157
Exploration Written off	**-**	-
Share based payment expense	**10,745**	91,553
Provision for employee entitlements	**11,265**	26,615
Other Expenses		
Travel and accommodation	**78,181**	28,287
IT and communications	**53,492**	64,693
Legal and public relations	**78,467**	86,389
Foreign currency translation adjustments	**(536,037)**	91,337
Futuro Skills Mozambique training and other related costs	**528,113**	306,469
Projectos Dinamicos - other	**17,821**	-
PacMoz - other	**32,625**	80,171
Futuro Business Services - other	**57,691**	87,924
Other	**16,937**	17,583
	327,290	762,853

4. AUDITORS' REMUNERATION

	2021 $	2020 $
Butler Settineri (Audit) Pty Limited (Including component auditors Perfect Partners - Mozambique)		
Audit and review of the financial statements	**38,500**	42,299
Taxation Services – company related to Butler Settineri (Audit) Pty Ltd	**3,175**	2,600
	41,675	44,899

5. INCOME TAX

(a) Income tax expense

No income tax is payable by the Consolidated Entity as it has incurred losses for income tax purposes for the year, therefore current tax, deferred tax and tax expense is $Nil (2020: $Nil).

	2021 $	2020 $
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
Loss from continuing operations before income tax expense	**(2,077,095)**	(1,889,675)
Prima facie tax benefit at the Australian tax rate of 26% (2020: 30%)	**(540,045)**	(566,902)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Non-deductible expenses	**12,667**	9,897
Non-assessable income	**9,750**	-
Overseas projects income and expenses	**259,640**	219,111
Other allowable expenditure	**(34,473)**	(18,746)
Deferred tax asset not brought to account	**292,461**	356,640
Income tax expense	**-**	-
(c) Tax losses		
Unused tax losses for which no deferred tax asset has been recognised	**20,011,771**	18,856,148
Potential tax benefit at 26%	**5,203,060**	5,656,844
(d) Unrecognised deferred tax assets		
Unrecognised deferred tax assets		
Provisions	**(8,000)**	45,145
Capital raising fees	**76,579**	29,917
Lease liabilities	**5,408**	18,719
Carry forward tax losses	**5,203,060**	5,656,844
	5,277,047	5,750,625

No deferred tax asset has been recognised for the above balance as at 30 June 2021 as it is not considered probable that future taxable profits will be available against which it can be utilised.

Unrecognised deferred tax liabilities

Capitalised mineral exploration and evaluation expenditure	**-**	-

(e) Franking credits balance

The Consolidated Entity has no franking credits as at 30 June 2021 available for use in future years (2020: $Nil).

6. TRADE RECEIVABLES

Current

	2021 $	2020 $
Trade receivables	**77,705**	48,753
Projectos Dinamicos, Lda accrued revenue	**2,280,085**	-
Projectos Dinamicos, Lda doubtful debt	**(2,280,085)**	-
Projectos Dinamicos, Lda tax receivables	**289,879**	-
Other receivables	**79,255**	55,925
	446,839	104,678

Trade receivables represent outstanding amounts owed by customers. Other receivables include GST/VAT and other tax assets.

7. OTHER ASSETS

Current

	2021 $	2020 $
Prepayments	**34,160**	26,576

8. PLANT AND EQUIPMENT AND MOTOR VEHICLES

	2021 $	2020 $
Plant and office equipment		
At cost	**2,355,660**	165,673
Accumulated depreciation	**(170,677)**	(140,706)
	2,184,983	24,967

Reconciliation
Reconciliation of the carrying amounts for each class of plant and equipment are set out below:

	2021 $	2020 $
Plant and office equipment		
Carrying amount at beginning of the year	**24,967**	45,979
Additions	**34,648**	4,636
Disposals	**-**	(2,942)
Depreciation	**(12,313)**	(20,575)
Foreign currency differences	**(21,776)**	(2,131)
Carrying amount at the end of the year	**25,526**	24,967
Projectos Dinamicos, Lda fixed assets		
Carrying amount at beginning of the year	-	-
Additions	**2,190,807**	-
Depreciation	**(28,949)**	-
Foreign currency differences	**(2,401)**	-
Carrying amount at the end of the year	**2,159,457**	-

Following the attack on the town of Palma by insurgents late-March the camp experienced some minor structural damage and extensive looting of movable, but insured, items. At this stage no impairment provision has been made and an initial insurance claim for $1,220,965 (MZN 58,264,472) has been submitted. The insurer's assessors have not yet been able to access the site to validate the claim. Assets affected by the attack are no longer being depreciated.

9. INTANGIBLES

	2021 $	2020 $
Goodwill of PacMoz, Lda	**-**	100,000
Goodwill of Freelance Support Pty Ltd	**49,898**	49,898
Right of use asset	**19,380**	55,782
	69,278	205,680

Reconciliation

	2021 $	2020 $
Cost brought forward	**205,680**	149,898
Goodwill impairment of PacMoz, Lda	**(100,000)**	-
Recognise right of use asset	**1,572**	74,376
Accumulated amortisation right of use asset	**(37,974)**	(18,594)
	69,278	205,680

The Directors reviewed the carrying value of PacMoz, Lda and formed a view that the carrying value is nil. The Directors also reviewed the carrying value of Freelance Support Pty Ltd and formed a view that the carrying value is recoverable.
A right of use asset was established under AASB 16 for the lease of premises in Australia.

10. INVESTMENTS

Particulars in relation to the Controlled Entity
RBR Group Limited is the parent entity.

Name of Controlled Entity	Country of incorporation	Class of Shares	Equity Holding 2021	Equity Holding 2020
Freelance Support Pty Ltd (i)	Australia	Ordinary	**100%**	100%
PacMoz, Lda	Mozambique	Ordinary	**100%**	100%
Futuro Skills Mozambique, Lda (ii)	Mozambique	Ordinary	**100%**	100%
Futuro Business Services, Lda (iii)	Mozambique	Ordinary	**100%**	100%
Rubicon Resources & Mining, Lda (iv)	Mozambique	Ordinary	**59.4%**	59.4%
Morson Mozambique, Lda (iv)	Mozambique	Ordinary	**59.4%**	59.4%
Futuro Skills Guinee SARL (v)	Guinea	Ordinary	**60%**	60%
Projectos Dinamicos, Lda (vi)	Mozambique	Ordinary	**50%**	0%

Notes:
(i) RBR purchased 100% of the issued capital of Freelance Support Pty Ltd on 11 January 2016.
(ii) RBR Incorporated Futuro Skills Mozambique, Lda on 9 July 2015.
(iii) RBR Incorporated Futuro Business Services, Lda on 24 May 2017.
(iv) Parent entity owner PacMoz, Lda. These entities are dormant.
(v) RBR Incorporated Futuro Skills Guinee SARL on 21 February 2018.
(vi) RBR purchased 50% of the issued capital of Projectos Dinamicos, Lda on 12 March 2021.

11. CAPITALISED MINERAL EXPLORATION EXPENDITURE

In the exploration phase

	2021 $	2020 $
Non-Current		
Balance at the beginning of the year	**-**	17,843
Exploration revaluation	**-**	77,157
Transfer to assets held for sale	**-**	(95,000)
Balance at the end of the year	**-**	-

The exploration assets were transferred to assets held for sale in 2020.

12. TRADE AND OTHER PAYABLES

Current (Unsecured)

	2021 $	2020 $
Trade creditors	**221,280**	141,851
Other creditors and accruals	**167,366**	153,496
	388,646	295,347

13. PROVISIONS

Current

	2021 $	2020 $
Africa Tax Provisions	**(1,425)**	(3,529)
Employee entitlements	**74,641**	63,375
	73,216	59,846

PacMoz, Lda tax provisions relate to deferred taxes in Mozambique and employee entitlements are a calculation of leave owing to employees.

14. LOAN

Current (Unsecured)

	2021 $	2020 $
Director loan	**-**	50,000
Projectos Dinamicos, Lda partner loan	**2,064,302**	
Insurance funding	**-**	12,715
	2,064,302	62,715

15. LEASES

The Group has identified a lease asset relating to land and buildings with information about the lease as follows.

	2021 $	2020 $
Right of use asset		
Balance at the beginning of the year	**55,782**	-
Right of use asset recognised	**1,572**	74,376
Amortisation of right of use asset	**(37,974)**	(18,594)
Balance at the end of the year	**19,380**	55,782
Lease Liability		
Less than one year	**20,293**	36,754
One to five years	**-**	20,090
Total lease liability	**20,293**	56,844
Amounts recognised in profit or loss		
Amortisation of right of use asset	**(37,974)**	(18,594)
Lease liability interest expense	**(4,498)**	(3,267)
Short term leases	**444,697**	133,195
Low value leases	**2,664**	2,664
Amounts recognised in the statement of cash flows		
Total cash outflow for leased assets	**(434,522)**	(139,139)

(a) Real estate lease

The Group leases land and building for its office space with a rental term of two years. The lease has an option to renew, which has not been included in the calculation of the lease asset as the Company has not decided whether this will be the best option.

The Group also leases other land and buildings but are currently on either a short term basis or no long term contract has been put in place. A lease asset and liability have not been recognised for these properties.

(b) Other leases

The Group also leases office equipment with contract terms of one to four years. These leases are short-term and/or leases of low-value items. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

16. CONVERTIBLE NOTES

During the year 904,513 ("RBRCN") Convertible Notes were converted at the election of noteholders and on 25 May 2021 1,750,000 ("RBRCN1") new convertible notes were issued at a face value of $1. As at the year end there remain 400,000 RBRCN and 1,750,000 RBRCN1 Convertible Notes on issue. On 22 January 2019, the Company had originally issued 1,304,513 RBRCN Convertible Notes at a face value of $1.

(a) The key terms of the 400,000 RBRCN Convertible Notes are as follows.

Type of Instrument: Convertible notes which are convertible into Ordinary Fully Paid Shares and attaching Options; the Notes will not be quoted on any securities exchange or financial market.

Face Value: Each Note shall have a face value of $1.00 (Face Value); the aggregate Face Value of all Notes is $400,000 at 30 June 2021.

Maturity Date: The Notes will mature on 21 January 2022.

Interest: The Notes shall bear interest at the rate of 12% per annum, accrued monthly and calculated monthly; interest on the Notes shall be paid quarterly in cash by the Company to the Noteholder.

Conversion at election of Noteholder: The Noteholder may at any time after the date that is 6 months after the Issue Date and prior to the Maturity Date and the Company issuing a Redemption, elect to convert all the Notes into Shares by providing the Company with notice of the conversion in a form acceptable to the Company acting reasonably. On receipt of a Conversion Notice, the Company must issue Shares to the Noteholder based on a price per Share equal to the lower of $0.015 and the issue price of any equity capital raising completed by the Company within the two months prior to receipt of the Conversion Notice, but in any event not less than $0.01; issue Options to the Noteholder for nil or nominal consideration on the basis that the Noteholder is entitled to 1 Option of every 5 Shares issued to the Noteholder on conversion of the Notes and immediately pay to the Noteholder any outstanding Interest that is due and payable.

Repayment at election of Company: The Company may, at any time prior to the Maturity Date and the Noteholder providing a Conversion Notice elect to redeem all the Notes by providing written notice to the Noteholders. Within 2 business days of issuing a Redemption Notice, the Company must pay to each Noteholder the Face Value of the Notes in cash; issue Options to each Noteholder for nil or nominal consideration and pay each Noteholder in cash an amount equal to 12 months Interest on the Principal Amount less any amount of Interest already paid by the Company to the relevant Noteholder as at the date of the Redemption Notice.

If the Company issues a Redemption Notice, it must redeem all of the Notes. The number of Options issued will be the same number of Options that would have been issued to the Noteholder had the Noteholder given a Conversion Notice to the Company dated the same date as the Redemption Notice.

Repayment at Maturity Date: If at the Maturity Date the Notes have not been converted by the Noteholder or repaid by the Company, the Company must redeem all the Notes by paying to the Noteholder (within 2 business days of the Maturity Date) the Face Value of the Notes in cash plus any outstanding Interest that is due and payable.

Option Exercise Price and Expiry Date: Each Option will be unquoted and have an exercise price equal to the volume weighted average price per Share of Shares traded on ASX during the 20 trading day period ending on the date that an Exercise Notice is given in respect of the Option and will expire at 5.00pm (WST) on the date that is two (2) years after their issue (Expiry Date). Any Option not exercised before the Expiry Date will automatically lapse on the Expiry Date. Each Option entitles the holder to subscribe for one fully paid ordinary share in the capital of the Company upon exercise of the Option.

(b) The key terms of the 1,750,000 RBRCN1 Convertible Notes are as follows.

Type of Instrument: Convertible notes which are convertible into Ordinary Fully Paid Shares and attaching Options; the Notes will not be quoted on any securities exchange or financial market.

Face Value: Each Note shall have a face value of $1.00 (Face Value); the aggregate Face Value of all Notes is $1,750,000 at 30 June 2021.

Maturity Date: The Notes will mature on 25 November 2022.

Interest: The Notes shall bear interest at the rate of 11% per annum, accrued monthly and calculated monthly; interest on the Notes shall be paid quarterly in cash by the Company to the Noteholder.

Conversion at election of Noteholder: The Noteholder may at any time after the Issue Date and prior to the Maturity Date and the Company issuing a Redemption, elect to convert all the Notes into Shares by providing the Company with notice of the conversion in a form acceptable to the Company acting reasonably. On receipt of a Conversion Notice, the Company must issue Shares to the Noteholder based on a price per Share equal to the higher of $0.01 and a 20% discount to the 10 day VWAP immediately prior to receipt of the Conversion Notice, but in any event not less than $0.01; issue Options to the Noteholder for $0.0001 consideration per option on the basis that the Noteholder is entitled to 1 Option of every 4 Shares issued to the Noteholder on conversion of the Notes and immediately pay to the Noteholder any outstanding Interest that is due and payable.

Repayment at election of Company: The Company may, at any time prior to the Maturity Date and the Noteholder providing a Conversion Notice elect to redeem all the Notes by providing written notice to the Noteholders. Within 2 business days of issuing a Redemption Notice, the Company must pay to each Noteholder the Face Value of the Notes in cash; issue Options to each Noteholder for $0.0001 consideration and pay each Noteholder in cash an amount equal to 12 months Interest on the Principal Amount less any amount of Interest already paid by the Company to the relevant Noteholder as at the date of the Redemption Notice.

If the Company issues a Redemption Notice, it must redeem all of the Notes. The number of Options issued will be the same number of Options that would have been issued to the Noteholder had the Noteholder given a Conversion Notice to the Company dated the same date as the Redemption Notice.

Repayment at Maturity Date: If at the Maturity Date the Notes have not been converted by the Noteholder or repaid by the Company, the Company must redeem all the Notes by paying to the Noteholder (within 2 business days of the Maturity Date) the Face Value of the Notes in cash plus any outstanding Interest that is due and payable.

Option Exercise Price and Expiry Date: Each Option will be unquoted and have an exercise price equal to the higher of $0.01 or 20% discount to the 10 day VWAP immediately prior to conversion (Exercise Price) and will expire at 5.00pm (WST) on the date that is two (2) years after their issue (Expiry Date). Any Option not exercised before the Expiry Date will automatically lapse on the Expiry Date Any Option not exercised before the Expiry Date will automatically lapse on the Expiry Date. Each Option entitles the holder to subscribe for one fully paid ordinary share in the capital of the Company upon exercise of the Option.

17. CONTRIBUTED EQUITY

(a) Ordinary Shares

	2021 $	2020 $
1,281,980,086 (2020: 884,484,168) fully paid ordinary shares	**24,217,744**	21,074,074

(b) Share Movements during the Year

	2021		2020	
	Number of Shares	$	Number of Shares	$
Beginning of the financial year	**884,484,168**	**21,074,074**	716,264,651	19,478,110
New share issues during the year				
Director placement (i)	**25,014,285**	**175,100**	-	-
Share based payment (ii)	**780,333**	**5,462**	-	-
Conversion of Convertible Notes (iii)	**90,451,300**	**904,513**		
Placement Tranche 1 (iv)	**249,207,105**	**1,993,657**		
Placement Tranche 2 (iv)	**32,042,895**	**256,343**		
Issue following cancellation of performance shares (v)	**-**	**-**	1	-
Placement (vi)	**-**	**-**	71,533,071	1,001,463
Staff performance rights conversion (vii)	**-**	**-**	750,000	9,000
PacMoz, Lda settlement shares (viii)	**-**	**-**	5,000,000	35,000
Placement (ix)	**-**	**-**	90,936,445	636,555
Less costs of share issues	**-**	**(191,405)**	-	(86,054)
	1,281,980,086	**24,217,744**	884,484,168	21,074,074

Notes:
(i) Director placement shares approved at the general meeting on 8 July 2020.
(ii) Share based payment to Everest Corporate Pty Ltd.
(iii) Conversion of 904,513 convertible notes.
(iv) Placement shares issued following capital raise announcement on 28 January 2021.
(v) Share issued to Athol Emerton on cancellation of Tranche B Performance shares as announced on 2 April 2019.
(vi) Placement shares issued following capital raise announcement on 5 September 2019.
(vii) Vesting and exercise of staff class 1 performance rights following performance hurdles being met.
(viii) Issue and allotment of shares as consideration for the purchase of remaining 40% of issued capital of PacMoz, Lda.
(ix) Placement shares issued following capital raise announcement on 7 May 2020.

(c) Share Option Reserve

	2021 Options/ Rights	2021 $	2020 Options/ Rights	2020 $
Beginning of the financial year	**49,766,535**	**888,837**	61,821,429	816,906
Movements during the year				
Performance rights and option amortised during the year	**-**	**10,745**		
R Carcenac Class 3 Performance Rights expiry	**(7,500,000)**	**-**		
Conversion options issued (i)	**18,090,260**	**-**		
Options expired (ii)	**-**	**-**	(29,321,429)	-
Staff performance rights conversion (iii)	**-**	**-**	(750,000)	(9,000)
Staff performance rights expiry	**-**	**-**	(1,750,000)	-
R Carcenac Class 2 Performance Rights expiry	**-**	**-**	(7,500,000)	-
Options expired (iv)	**-**	**-**	(15,000,000)	-
Placement fee options (v)	**-**	**-**	3,000,000	24,378
Performance options Read Corporate (v)	**-**	**-**	3,500,000	23,556
Placement options issued during year (v)	**-**	**-**	35,766,535	-
Performance rights and option amortised during the year	**-**	**-**	-	32,997
	60,356,795	**899,582**	49,766,535	888,837

Notes:
(i) Conversion options with a conditional exercise price, expiring 8 September 2022 (refer Note 16(b)).
(ii) Options with an exercise price of $0.018 expiring 31 July 2019.
(iii) Vesting and exercise of staff class 1 performance rights following performance hurdles being met.
(iv) Options with an exercise price of $0.025 expiring 30 June 2020.
(v) Options with an exercise price of $0.014 expiring 31 August 2021.

(d) Unlisted Options

	Issue date	Expiry date	Number of options	Exercise Price	Weighted average value cents
2021					
Unquoted conversion options (1 option for 5 Conversion shares) (i)	8 Sep 2020	8 Sep 2022	18,090,260	N/A	N/A
2020					
Unquoted placement options (1 option for 2 shares)	16 Sep 2019	31 Aug 2021	20,966,107	$0.014	N/A
Unquoted broker options	16 Sep 2019	31 Aug 2021	3,000,000	$0.014	0.813
Unquoted placement options (1 option for 2 shares)	18 Sep 2019	31 Aug 2021	7,929,000	$0.014	N/A
Unquoted vendor options	29 Nov 2019	31 Aug 2021	3,500,000	$0.014	0.673
Unquoted placement options (1 option for 2 shares)	29 Nov 2019	31 Aug 2021	6,871,428	$0.014	N/A

Notes:
(i) Conversion options with a conditional exercise price, expiring 8 September 2022 (refer Note 16(b)).

The assessed fair values of the 3,000,000 Broker and 3,500,000 Vendor Options issued by the Company during 2020, were determined on a Black-Scholes model, taking into account the exercise price, term of option, the share price at grant date and expected price volatility of the underlying share, expected yield and the risk-free interest rate for the term of the option. The inputs to the model used were:

Grant Date	Expiry Date	Exercise Price (Cents)	Volatility Percentage (%)	Risk-free rate (%)	Value (Cents) for one Option
16 Sep 2019	31 Aug 2021	1.40	115	0.72	0.813
29 Nov 2019	31 Aug 2021	1.40	110	0.68	0.673

During the financial year there were no options issued to staff under the RBR Share Option Plan (refer Note 19).

(e) Performance Shares

An independent valuation was completed on performance rights granted previously. Market based vesting conditions were valued using a hybrid share option pricing model that simulates the share price of the Company as at the test date using a Monte-Carlo model. For non-market based vesting conditions no discount was made to the underlying valuation model.

	Grant date	Expiry date	Number of performance rights	Weighted average value cents
2019				
R Carcenac Class 3	29 Nov 2018	29 Nov 2020	7,500,000	0.689

Rights subject to performance criteria prior to 29 November 2020; the Company's market capitalisation averaging over a period of 30 consecutive trading days a daily average of not less than $10,000,000; and Mr Carcenac completing 12 months of continuous employment with the Company following date of issue.

At the Annual General Meeting held on 28 November 2018, shareholders approved the issue of Performance Rights of Mr Carcenac.

(f) Terms and Conditions of Contributed Equity

Ordinary Shares

The Company is a public company limited by shares. The Company was incorporated in Perth, Western Australia.

The Company's shares are limited whereby the liability of its members is limited to the amount (if any) unpaid on the shares respectively held by them.

Ordinary shares have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of shares held.

Ordinary shares which have no par value, entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they may continue to provide returns for shareholders and benefits for other stakeholders.

(g) Capital Risk Management

Due to the nature of the Consolidated Entity's activities, the Consolidated Entity does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Consolidated Entity's capital risk management is the current working capital position against the requirements to meet the costs of development of the group's business units and corporate overheads. The Consolidated Entity's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required. The working capital position of the Consolidated Entity is as follows:

	2021 $	2020 $
Cash and cash equivalents	**1,975,535**	493,963
Trade and other receivables	**446,839**	104,678
Other assets	**34,160**	26,576
Trade and other payables	**(388,646)**	(295,347)
Provisions	**(73,216)**	(59,846)
Other current liabilities	**(20,693)**	(119,559)
Working capital position	**1,973,979**	150,465

(h) Dividends

No dividend has been paid since the end of the previous financial year and no dividend is recommended for the current year.

18. RESERVES

	2021 $	2020 $
Reserves		
Share Option Reserve	**899,582**	888,837
Foreign Currency Translation Reserve	**(112,594)**	26,744
Total Reserves	**786,988**	915,581

As represented by:

	2021 $	2020 $
Share Option Reserve		
Balance at the beginning of the year	**888,837**	816,906
Unissued (issued) shares	**-**	-
Performance rights expensed in current year	**10,745**	32,997
Performance rights vested	**-**	(9,000)
Placement fee options	**-**	24,378
Performance options Read Corporate	**-**	23,556
Balance at the end of the year	**899,582**	888,837

The share option reserve comprises any equity settled share based payment transactions.

	2021 $	2020 $
Foreign Currency Translation Reserve		
Balance at the beginning of the year	**26,744**	(100,256)
Loss on translation of foreign subsidiaries	**(139,338)**	127,000
Balance at the end of the year	**(112,594)**	26,744

The foreign currency translation reserve is used to record currency differences arising from the translation of financial statements of foreign operations.

19. OPTION PLAN

The establishment of the RBR Group Limited Employee Securities Incentive Plan (“the Plan”) was approved by special resolution at a General Meeting of Shareholders of the Consolidated Entity held on 26 November 2020. All eligible Directors, Executive Officers, Employees and Consultants of RBR Group Limited who have been continuously employed by the Consolidated Entity are eligible to participate in the Plan.

The Plan allows the Consolidated Entity to issue free securities to eligible persons. Listing Rule 7.2, exception 9(b) provides an exception to Listing Rule 7.1 such that issues of Equity Securities under an employee incentive scheme are exempt for a period of 3 years from the date on which shareholders approve the issue of Equity Securities under the scheme as an exception to Listing Rule 7.1.

20. RELATED PARTIES

Full remuneration details for Directors and Executives will be included in the Directors report following completion of the Audit.

21. EXPENDITURE COMMITMENTS

(a) Operating Lease Commitments

The Consolidated Entity has entered into commercial leases for office premises in Mozambique and Australia. The Mozambique Maputo office is leased on a monthly basis while the lease on the training facility in Palma is to be finalised. The Australian lease has a term until December 2021. The Australian lease has been accounted for under AASB16 with the recognition of a right of use asset and lease liability in the financials.

	2021 $	2020 $
Within one year	**2,943**	-
After one year but not more than five years	**-**	-
	2,943	-

(b) Capital Commitments

The Consolidated Entity had no capital commitments at 30 June 2021 (2020: $Nil).

22. SEGMENT INFORMATION

The Consolidated Entity has operated the business in two distinct regions, Asia-Pacific and Africa since the purchase of PacMoz, Lda in March 2015. The operating segments are recognised according to geographical location, with each segment representing a strategic business unit. As the chief operating decision makers, the Directors and Executive Management team monitor the operating results of business units separately, for the purposes of making decisions about resource allocation and performance assessment.

Year ended 30/6/2021	Asia-Pacific $	Africa $	Total $
Revenue	**76,401**	**2,598,196**	**2,674,597**
Operating Profit (Loss) before tax	**(1,078,481)**	**(998,614)**	**(2,077,095)**
Income Tax	**-**	**-**	**-**
Net Profit (Loss) after tax	**(1,078,481)**	**(998,614)**	**(2,077,095)**
Segment Assets	**1,657,869**	**3,052,926**	**4,710,795**
Segment Liabilities	**2,288,720**	**2,308,898**	**4,597,618**

Year ended 30/6/2020	Asia-Pacific $	Africa $	Total $
Revenue	100,539	231,226	331,765
Operating Profit (Loss) before tax	(1,159,305)	(730,370)	(1,889,675)
Income Tax	-	-	-
Net Profit (Loss) after tax	(1,159,305)	(730,370)	(1,889,675)
Segment Assets	669,433	281,431	950,864
Segment Liabilities	1,656,463	122,802	1,779,265

23. EARNINGS/ (LOSS) PER SHARE

The following reflects the loss and share data used in the calculations of basic and diluted earnings/(loss) per share:

	2021 $	2020 $
Earnings/(loss) used in calculating basic and diluted earnings/ (loss) per share	**(2,074,765)**	(1,890,152)
Weighted average number of ordinary shares used in calculating basic earnings/(loss) per share:	**1,087,970,506**	781,874,724
Effect of dilutive securities-share options	**-**	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings/(loss) per share	**1,087,970,506**	781,874,724
Basic and diluted loss per share (cents per share)	**(0.19)**	(0.24)

Non-dilutive securities

As at balance date 60,356,795 unlisted options (30 June 2020: 42,266,535) which represent potential ordinary shares were not dilutive as they would decrease the loss per share.

24. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Cash and Cash Equivalents

Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the balance sheet as follows:

	2021 $	2020 $
Cash on hand	**6,715**	1,795
Cash at bank	**1,952,215**	475,563
Deposits at call	**16,605**	16,605
	1,975,535	493,963

(b) Reconciliation of the loss from ordinary activities after income tax to the net cash flows used in operating activities

	2021 $	2020 $
Loss from ordinary activities after income tax	**(2,077,095)**	(1,889,675)
Non-cash items:		
Depreciation	**41,262**	20,575
Amortisation right of use asset	**37,974**	18,594
Exploration revaluation	**-**	(77,157)
Goodwill impairment	**100,000**	-
Share-based payments expense	**10,745**	91,553
Sale of fixed assets	**-**	(312)
Foreign currency translation	**(305,919)**	136,244
Change in operating assets and liabilities:		
Decrease (Increase) in prepayments	**(7,584)**	14,198
Decrease (Increase) in receivables	**(342,161)**	63,063
Decrease (Increase) in right of use asset	**(1,572)**	(74,376)
Increase (Decrease) in trade creditors and accruals	**93,299**	83,544
Increase (Decrease) in lease liability	**-**	56,844
Increase (Decrease) in employee provisions	**13,370**	24,546
Net cash outflows used in operating activities	**(2,437,681)**	(1,532,359)

(c) Stand-By Credit Facilities

As at 30 June 2021 the Consolidated Entity has a business credit card facility available totaling $20,000 of which $299 (2020: $124) was utilised.

25. FINANCIAL INSTRUMENTS

The Consolidated Entity's activities expose it to a variety of financial risks and market risks. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity.

(a) Interest Rate Risk

The Consolidated Entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market, interest rates and the effective weighted average interest rates on those financial assets, is as follows:

	Note	Weighted Average Effective Interest %	Funds Available at a Floating Interest Rate $	Fixed Interest Rate $	Assets/ (Liabilities) Non-Interest Bearing $	Total $
2021						
Financial assets						
Cash and cash equivalents	24(a)	**0.02%**	**1,952,215**	**16,605**	**6,715**	**1,975,535**
2020						
Financial assets						
Cash and cash equivalents	24(a)	0.21%	475,563	16,605	1,795	493,963

(b) Foreign currency exchange risk

The Consolidated Entity undertakes certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. The carrying amount of the Consolidated Entity's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	2021 $	2020 $
Assets – Mozambique Metical	**3,049,167**	176,901
Liabilities – Mozambique Metical	**2,304,876**	118,322
Assets – Guinean Franc	**3,759**	4,530
Liabilities – Guinean Franc	**4,022**	4,480

Foreign currency sensitivity analysis:

The Consolidated Entity is exposed to Mozambique Metical (MZN) and Guinea Franc (GNF) currency fluctuations.

The following table details the Consolidated Entity's sensitivity to a 10% increase and decrease in the Australian Dollar (AUD) against the relevant currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates.

The sensitivity analysis includes cash balances held in MZN/GNF and trade creditors and other payables held in MZN/GNF. A positive number indicates an increase in profit and other equity where the AUD weakens against the relevant currency. For a strengthening Australian Dollar against the relevant currency there would be an equal and opposite impact on the profit and other equity and the balances would be negative.

	2021 **$** **Profit /(Loss)**	**2020** **$** **Profit /(Loss)**
AUD strengthens against MZN	**(74,429)**	(5,858)
AUD weakens against MZN	**74,429**	5,858
AUD strengthens against GNF	**(26)**	(5)
AUD weakens against GNF	**26**	5

(c) Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date, is the carrying amount, net of any provisions for doubtful debts, as disclosed in the balance sheet and in the notes to the financial statements.

The Consolidated Entity does not have any material credit risk exposure to any single debtor or group of debtors, under financial instruments entered into by it. As at the end of the year the Consolidated Entity had trade receivables of $77,705 (2020: $48,753) as detailed in Note 6. Included in the trade receivables of $77,705 at 30 June 2021, $75,455 were due in less than 6 months and $2,250 were due between 6-12 months. Projectos Dinamicos, Lda has remitted Service Acceptance Papers ("SAP", which are essentially preliminary invoices) for the 6 months of January to June to the contract client, CCS Joint Venture, totaling USD$1,817,100. These amounts remain unpaid and are now subject to “without prejudice” discussions between the parties, in accordance with the “Settlement of Disputes” clause of the contract. The company has made a doubtful debt provision for the value of this revenue until the dispute process is completed. The contract itself remains in force.

(d) Liquidity Risk

The liquidity position of the Consolidated Entity is managed to ensure sufficient liquid funds are available to meet financial obligations as they fall due. The contractual maturities of the financial liabilities referred to in Note 12 at the reporting date are less than 12 months.

(e) Net Fair Values

For assets and other liabilities, the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form. The Consolidated Entity has no financial assets where the carrying amount exceeds net fair values at balance date.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to the financial statements.

26. EMPLOYEE ENTITLEMENTS AND SUPERANNUATION COMMITMENTS

Employee Entitlements

The aggregate employee entitlement liability is disclosed in Note 13.

Directors, Officers, Employees and Other Permitted Persons Option Plan

Details of the Consolidated Entity's Directors, Officers, Employees and Other Permitted Persons Option Plan are disclosed in Note 19.

Superannuation Commitments

The Consolidated Entity contributes to individual employee accumulation superannuation plans at the statutory rate of the employees' wages and salaries, in accordance with statutory requirements, to provide benefits to employees on retirement, death or disability.

Accordingly, no actuarial assessments of the plans are required.

Funds are available for the purposes of the plans to satisfy all benefits that would have been vested under the plans in the event of:

- termination of the plans;
- voluntary termination by all employees of their employment; and
- compulsory termination by the employer of the employment of each employee.

During the year employer contributions (including salary sacrifice amounts) to superannuation plans totaled $34,730 (2020: $32,237).

27. ACQUISITION OF SUBSIDIARY

On 12 March 2021, the Group acquired 50 per cent of the issued share capital of Projectos Dinamicos, Lda, obtaining control of Projectos Dinamicos, Lda. Projectos Dinamicos, Lda is a Mozambique-registered remote camp specialist which has been in operation since 2011 and qualifies as a business as defined in IFRS 3. Projectos Dinamicos, Lda was acquired to jointly develop a 668 bed camp at the Wentworth base in Palma, northern Mozambique.

The amounts recognised in respect of the identifiable assets acquired and liabilities assumed are as set out in the table below.

	2020 $
Cash and cash equivalents	231,408
Trade receivables	469,018
Plant and equipment	1,933,997
Trade and other payables	(527,868)
Provisions	9,271
Loan	(1,709,075)
Retained earnings	743,890
Non-controlling interest	(1,454)
Intercompany loan with Futuro Skills Mozambique, Lda	(1,147,733)
Total consideration	1,454

The fair value of the 75,000 ordinary shares issued as part of the consideration paid for Projectos Dinamicos, Lda of $1,454, is the cost of the face value of the shares for acquisition for the corporation as a shell. Net assets and retained earnings recognised represents the value of the loan contributions by each of the shareholders. There is no contingent consideration. Since the acquisition, the Company has recognised revenue of $2,280,085 and loss of ($768,915).

28. CONTINGENT ASSETS AND LIABILITIES

There were no material contingent liabilities not provided for in the financial statements of the Consolidated Entity as at 30 June 2021 other than:

Yarri East Joint Venture Tenements

A contingent asset exists from the sale of Yarri East which include a 1.0% Net Smelter Royalty (NSR) of which RBR's share is 0.49%. Black Cat Syndicate Limited also assumes responsibility for all environmental liabilities and approvals regarding the transfer of the tenements.

29. EVENTS SUBSEQUENT TO THE REPORTING DATE

There has not arisen since the end of the financial year any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Consolidated Entity to affect substantially the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in subsequent financial years except for the following:

- On 26 July 2021 the Company announced the resignation of the CEO Mr Carcenac who will remain in his position until 24 October 2021.
- On 31 August 2021 a total of 42,266,535 unlisted options, with an exercise price of $0.014, expired.

30. PARENT COMPANY

(a) Financial Position

As at 30 June 2021

	2021 $	2020 $
Assets		
Total current assets	**4,694,419**	1,849,943
Total non-current assets	**486,854**	620,909
Total Assets	**5,181,273**	2,470,852
Liabilities		
Total current liabilities	**2,288,720**	1,656,463
Total Liabilities	**2,288,720**	1,656,463
Net Assets	**2,892,553**	814,389
Equity		
Contributed equity	**24,218,101**	21,074,431
Reserves	**899,582**	888,837
Accumulated losses	**(22,225,130)**	(21,148,879)
Total Equity	**2,892,553**	814,389
Loss for the year	**(1,076,251)**	(1,125,755)
Other comprehensive income	**-**	-
Total comprehensive loss for the year	**(1,076,251)**	(1,125,755)

(b) Guarantees entered into

RBR Group Limited has not entered into a deed of cross guarantee with its wholly-owned Australian subsidiary.

(c) Contingent liabilities

RBR Group Limited had no contingent liabilities at 30 June 2021 (2020: Nil).

(d) Capital commitments

RBR Group Limited's capital commitments are disclosed in Note 21.