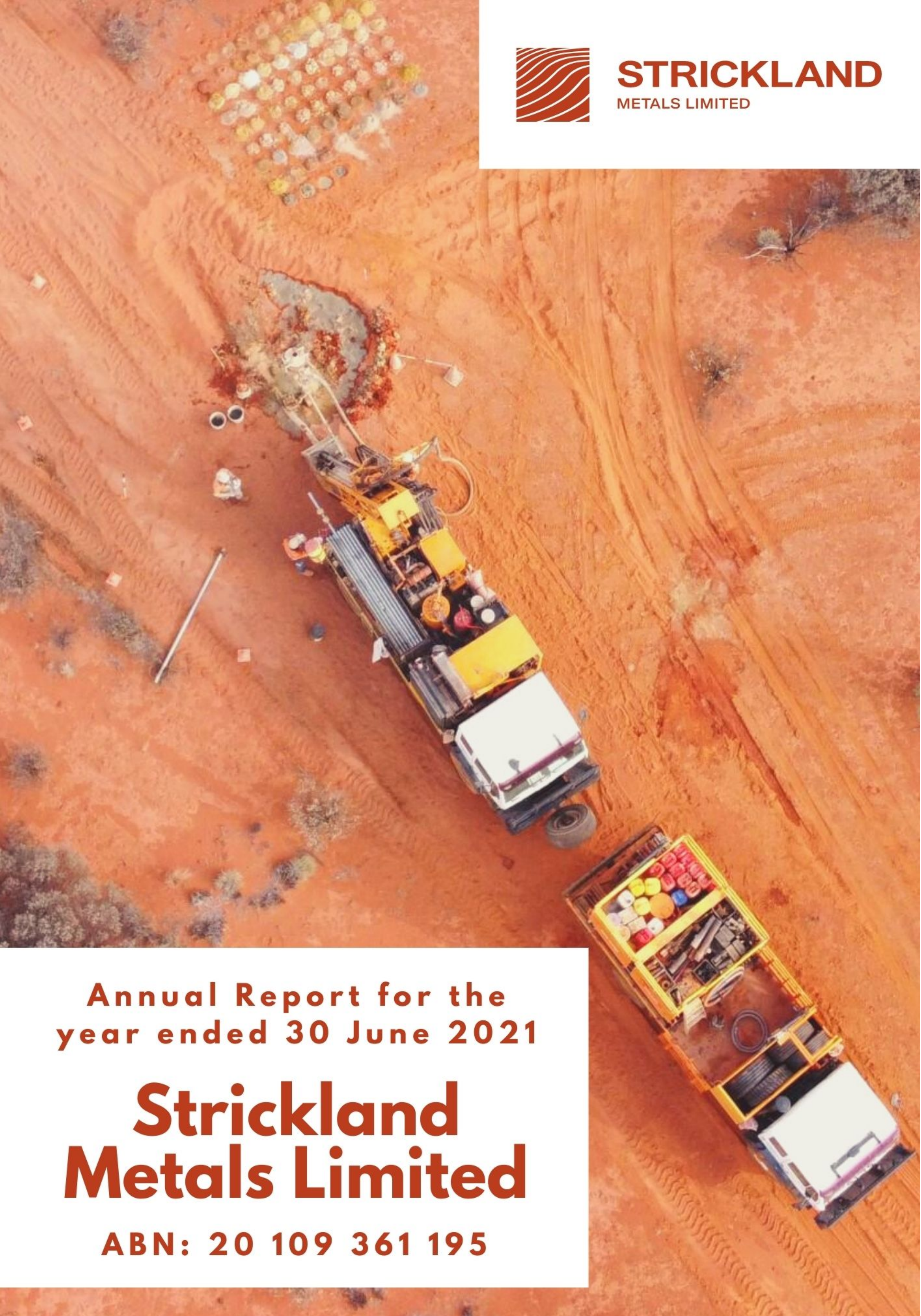

STRICKLAND
METALS LIMITED

Annual Report for the year ended 30 June 2021

Strickland Metals Limited

ABN: 20 109 361 195

Corporate Directory

Directors

Mr Anthony McClure	Non-Executive Chairman (appointed 1 April 2021)
Mr Trent Franklin	Non-Executive Director (appointed 12 April 2021)
Mr Paul Skinner	Non-Executive Director
Mr David Morgan	Non-Executive Director (appointed 1 April 2021)
Mr Mark Cossom	Non-Executive Director (appointed 10 May 2021)

Chief Executive Officer
Mr Andrew Bray (appointed 12 April 2021)

Company Secretary
Mr Sleiman Majdoub (appointed 1 April 2021)

Principal Office
Suite 14, 7 The Esplanade
Mt Pleasant, Western Australia 6153

Registered Office
Suite 8, 7 The Esplanade
Mt Pleasant, Western Australia 6153
Telephone: (02) 8316 3991
Website: www.stricklandmetalslimited.com.au

Auditor
KPMG
235 St George's Terrace
Perth, Western Australia 6000

Share Registry
Automic Group
Level 2, 267 St Georges Terrace
Perth, Western Australia 6000
Telephone: (02) 8072 1400

Stock Exchange Listing
The Company's shares are quoted on the Australian Securities Exchange. The Home Exchange is Perth, Western Australia.

ASX Code
STK – Ordinary shares

Corporate Governance
A summary statement which has been approved by the Board together with current policies and charters is available on the Company website.
(Click the following URL) https://www.stricklandmetals.com.au

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The Directors present their report on Strickland Metals Limited (formerly Alloy Resources Limited) ("the Company" or 'the Group") and the entities it controlled at the end of, or during the Financial Year ended 30 June 2021 and the auditor's report thereon.

DIRECTORS

The names of directors who held office during the year:

- Mr Anthony McClure (Non-Executive Chairman) (appointed 1 April 2021)
- Mr Trent Franklin (Non-Executive Director) (appointed 12 April 2021)
- Mr David Morgan (Non-Executive Director)(appointed 1 April 2021)
- Mr Mark Cossom (Non-Executive Director) (appointed 10 May 2021)
- Mr Paul Skinner (Non-Executive Director)
- Mr Andy Vinder (Executive Chairman) (resigned 1 April 2021)
- Mr Gary Powell (Non-Executive Director) (resigned 1 April 2021)

PRINCIPAL ACTIVITIES

The principal activities of the Group during the 2021 Financial Year consisted of mineral exploration and investment.

There were no significant changes in these activities during the financial year.

OPERATIONS REVIEW

Exploration projects

Horse Well Gold Project – 100%

The Horse Well Gold Project ("Project") is an advanced gold exploration project previously operated under a joint venture agreement with Silver Lake Resources Limited ("Horse Well Joint Venture"). The Project comprises 1,000 square kilometres of highly prospective terrain covering the Yandal/Millrose Greenstone Belt in the north-eastern Western Australian Goldfields (see Figure 1).

The Project has a current JORC 2012 Inferred Mineral Resource of 5.7 million tonnes @ 1.4 grams per tonne gold for 257,000 ounces (>0.5 grams per tonne gold) at the more advanced Horse and Dusk til Dawn Prospects (Refer to ASX release dated 26 August 2019 for full details). The Project lies approximately 30 kilometres to the east of Northern Star Resources Limited's Jundee operation.

The Project covers at least a 50 kilometres strike length of the regionally significant Celia Shear Zone and has a strong demonstrated gold endowment with numerous exploration targets requiring additional programs of work.

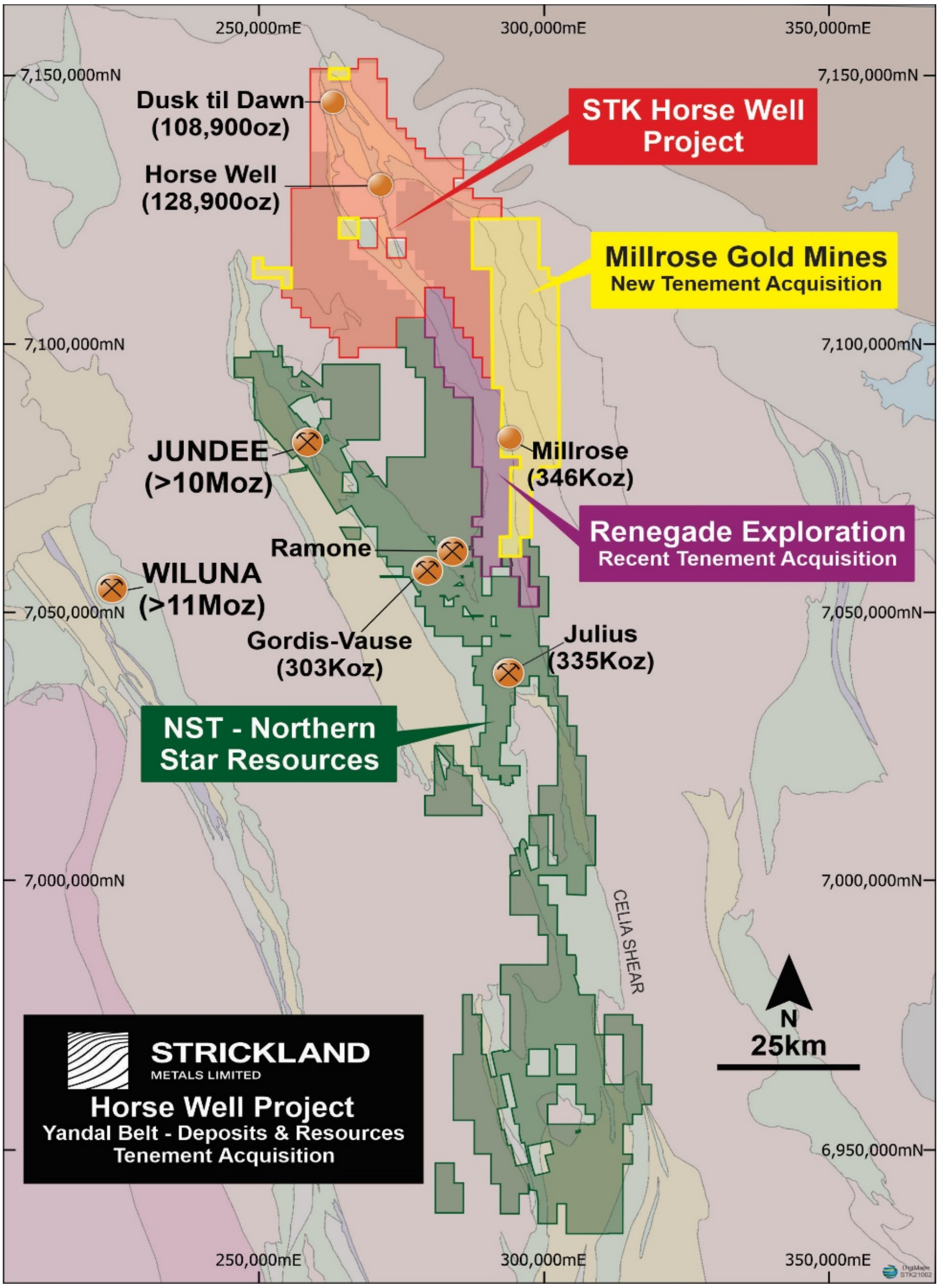
During the period 2013-2019, significant exploration funding was allocated to Horse Well, including over 75,000m of aircore drilling and 10,000m of RC drilling. Substantial progress was made in developing a stronger understanding of the project, however due to funding constraints, minimal work has been conducted since 2019.

On 5 May 2021, the Company announced that Silver Lake Resources Limited had accepted the Company's binding offer for the purchase of its 37% interest in the Horse Well Joint Venture for total cash consideration of AUD1,750,000 ("the Transaction").

On 27 May 2021, the Company announced that the parties executed a formal sale and purchase agreement in relation to the Transaction, and that all conditions precedent and completion obligations in relation to the Transaction had been satisfied.

As a consequence of the Transaction, Strickland became the 100% owner of the Project.

Figure 1 ***Project location on geology***



Milrose Gold Project – on completion the Company will hold 100%

On 23 June 2021, the Company announced it had entered into a binding term sheet (Binding Term Sheet) with Millrose Gold Mines Limited and Golden Eagle Mining Pty Ltd (collectively "the Vendors") to acquire the Millrose Gold Project (**Millrose Transaction**).

STRICKLAND METALS LIMITED

DIRECTOR'S REPORT

The Millrose Gold Project lies adjacent to the Company's Horse Well. The Millrose Gold Project is approximately 600 square kilometres in size and lies roughly adjacent to the east of the Horse Well Project tenement package.

The Millrose Transaction completes the Company's plan to consolidate the north-eastern flank of the Yandal Greenstone Belt (see Figure 1). The acquisition also increases the Company's resource base to over 600,000 ounces of gold (11.72 million tonnes @1.60 grams per tonne gold). Upon completion of the Millrose Transaction, Strickland's JORC 2012 compliant Mineral Resource estimate will be:

PROJECT	PROSPECT	Indicated			Inferred			ALL CATEGORIES		
		TONNES	GRADE (g/t)	Contained Metal (oz)	TONNES	GRADE (g/t)	Contained Metal (oz)	TONNES	GRADE (g/t)	Contained Metal (oz)
Millrose	Millrose	4,300,000	1.90	264,000	1,700,000	1.50	82,000	6,000,000	1.80	346,000
TOTAL MILLROSE		**4,300,000**	**1.90**	**264,000**	**1,700,000**	**1.50**	**82,000**	**6,000,000**	**1.80**	**346,000**
Horse Well (2019)	Palomino				930,400	2.30	68,300	930,400	2.30	68,300
Horse Well (2019)	Filly SW				302,400	1.80	17,200	302,400	1.80	17,200
Horse Well (2015)	Filly				206,000	1.30	8,700	206,000	1.30	8,700
Horse Well (2019)	Warmblood				788,000	2.1	53,900	788,000	2.1	53,900
Horse Well (2019)	Dusk til Dawn				3,495,600	1.0	108,900	3,495,600	1.0	108,900
TOTAL HORSE WELL					**5,722,400**	**1.40**	**257,000**	**5,722,400**	**1.40**	**257,000**
TOTAL	**All Prospects**	**4,300,000**	**1.90**	**264,000**	**7,422,400**	**1.42**	**339,000**	**11,722,400**	**1.60**	**603,000**

Notes:

1. *Mineral Resources are based on JORC Code Definitions as defined by the Australasian Code for Reporting Results, Mineral Resources and Ore Reserves.*
2. *All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.*
3. *For the Millrose Resource Estimate a cut-off grade of 0.5g/t gold has been applied.*
4. *The cut-off grades for Horse Well 2015 Resources are 0.50 g/t for Oxide, 0.75 g/t for Transition and 1.00 g/t for Fresh weathering classifications.*
5. *The cut-off grades for the Horse Well 2019 Resources is 0.50 g/t for all weathering classifications, except Palomino which has a cut-off of 2 g/t Au below 100 metres depth.*
6. *The Resource has been estimated using appropriate high-grade cuts, minimum mining widths and dilutions.*
7. *For full detail of the Millrose Mineral Resource Estimate, refer to the Company's ASX release dated 23 June 2021.*
8. *For full detail of the Horse Well Mineral Resource Estimate, refer to the Company's ASX release dated 26 August 2019.*

Key Transaction terms:

The Company is required to pay the following consideration to the Vendors:

1. $1,000,000 cash upon signing the binding term sheet (Initial Payment) (paid);
2. $5,000,000 cash within three months of the Initial Payment (Second Payment);
3. $4,000,000 within three months (Third Payment Date) of the Second Payment; (Third Payment);
4. The Third Payment can be structured as either:
   a. $4,000,000 cash; or
   b. $2,000,000 cash and $2,000,000 in fully paid ordinary shares in the Company (Tranche 3 Shares).

   at the Company's election.

Completion of the Millrose Transaction was conditional on the Company, within 90 days of signing the Binding Term Sheet, obtaining any such approvals as may be required to give effect to the transaction, including shareholder approval, governmental consents and approvals for the transfer of the Tenements and any other approvals required to transfer the Tenements required under any native tile or heritage agreements. The Vendors and Strickland must also enter into a deed of assignment and assumption and any other documents necessary in respect of the royalty over E53/1962 (collectively "the Conditions"). Subsequent to the reporting period, the parties executed a formal sale and purchase agreement in relation to the transaction, and all Conditions relating to the transaction (with the exception of the Third Payment which is not yet due) have been satisfied.

Yandal East Gold Project – 75%

On 9 June 2021, the Company announced it had entered into a binding agreement with Renegade Exploration Limited ("Renegade")to acquire Renegade's interest in the tenements that comprise the Yandal East Gold Project. ("Renegade Transaction").

The Yandal East Gold project lies immediately to the south of the Company's flagship Horse Well gold project. It is approximately 320km2 in size (see Figure 1).

The acquisition extends the Company's tenure of strike over the geologically significant Celia Shear zone to more than 100 kilometres.

The tenements the subject of the Renegade Transaction remain subject to a Joint Venture with Zebina Minerals Pty Ltd ("Zebina"), whereby Renegade holds a 75% interest in the tenements, with Zebina holding the residual interest. Zebina's interest is free carried until mine development.

Key Transaction terms

The Company will pay the following consideration to Renegade:

1. Issue of 40,000,000 fully paid ordinary shares in the Company at an issue price of $0.03, subject to voluntary escrow for twelve (12) months;

2. Payment of $400,000 at completion of the transaction;

3. Payment of $400,000 six (6) months after the completion payment and

4. At completion, the Company will grant Renegade a 0.5% Net Smelter Return over its ownership interest in the tenements.

Completion of the Renegade Transaction was subject to each party obtaining any such approvals as may be required to give effect to the transaction, including, shareholder approval or as may be required by law, the ASX Listings Rules, the terms of any licence, qualification, governing body, constitution, agreement or other arrangement.

The parties agreed to enter into and execute a more detailed Sale and Purchase Agreement on the terms and conditions stated above.

Subsequent to the reporting period, on 16 July 2021, the Company announced that the parties executed a formal sale and purchase agreement in relation to the Transaction, and that all conditions precedent and completion obligations in relation to the Transaction had been satisfied.

Bryah Basin – 100%

The Bryah Basin Project is located approximately 80 kilometres north of Meekatharra in the Gascoyne district of Western Australia and can be accessed from the Great Northern Highway and then local shire roads and station tracks. The project comprises five early stage Exploration Licences covering 260 square kilometres.

Geologically, the project is located in the central southern part of the Bryah Basin itself, which is a Paleoproterozoic basin formed during the break-up of the older Archaean Yilgarn and Pilbara cratons.

The basin is host to volcanogenic massive sulphide deposits ("VMS") of copper and gold formed during early stage volcanism, such as the Horseshoe Lights deposit and the more recently discovered Degrussa and Monty deposits currently being mined by Sandfire Resources Limited. Sandfire is actively exploring in the area and holds tenements and joint ventures that completely surround the Project.

The basin also hosts significant structurally controlled orogenic gold deposits associated with the Capricorn Orogen which occurred after the VMS deposits were formed. The Fortnum Gold deposits located in the north of the basin, are currently being mined by Westgold Resources Ltd.

Work completed during the 2021 Financial Year was focused on collation, review and interpretation of the data received from field activities. Two base metal targets have been defined at the Dead Horse and Narracoota prospects and a gold target has been defined at the Dolerite Prospect.

Subsequent to the 2021 Financial Year, the Company announced it is planning a gravity survey to be conducted across the project.

Paterson Project – 30%

The Company entered into a Farm-In and Joint Venture Agreement with Rio Tinto Limited subsidiary, Rio Tinto Exploration Pty Limited ("Rio Tinto"), in June 2018 whereby Rio Tinto may explore and earn a majority interest in the Company's Exploration Licence E 45/4807 located in the Paterson region of Western Australia (refer ASX release 18 June 2018).

Rio Tinto is completing the initial earn-in commitment whereby it may earn a 70% interest in the tenement by spending $500,000 and completing at least 500 metres of drilling within 3 years.

An initial drill program at the "Frostini" target area in the southeast of the tenement was completed between mid-May and early June 2021. This consisted of 4 combined aircore (AC) / reverse circulation (RC) drill holes to a downhole depth of 120-150 metres for a total of 524 metres drilled. The drill program targeted copper-gold mineralisation hosted within Proterozoic aged metasediments under more recent sediment cover. No mineralisation was observed with assays expected in the 2022 Financial Year.

Rio Tinto has now completed the initial earn-in commitment whereby earning a 70% interest in the tenement.

The Company now has a right to elect whether to:

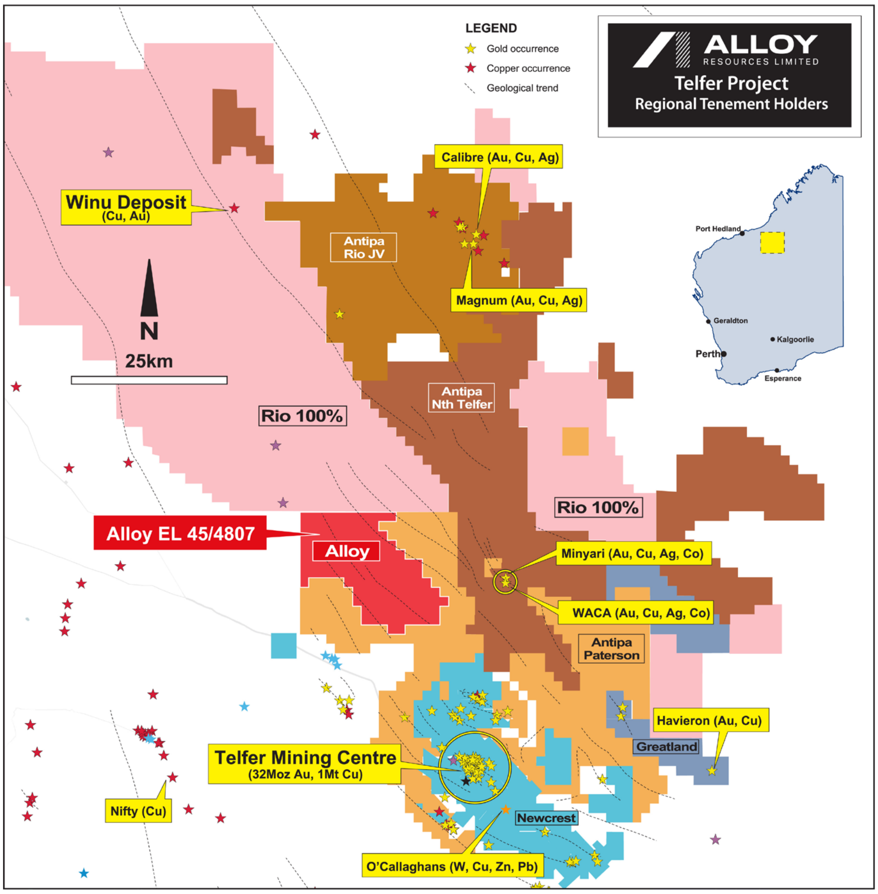
(i) form a 30%:70% joint venture with Rio Tinto and commence contributing to 30% of joint venture expenditure;

(ii) form a 30%:70% joint venture and to not commence contributing, in which case Rio Tinto will earn a further 15% joint venture interest (to 85%) by sole funding the next $1 million of joint venture expenditure; or

(iii) convert its interest into a 1.25% NSR royalty.

Strickland will make its election after receipt of assays from the recent drilling and of a program and budget from Rio Tinto for the year ahead.

Figure 2 – EL45/4807 Regional Location Map with geology and major tenement holders



Morgan Range – 100%

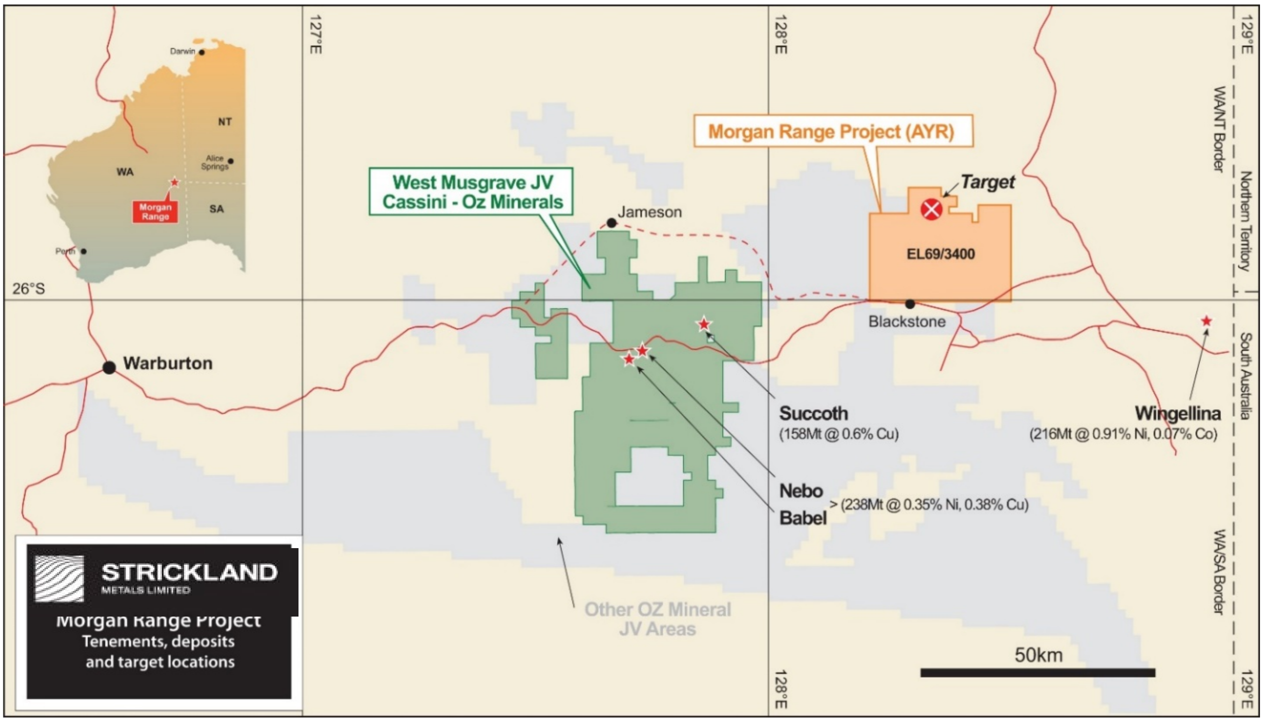
The Morgan Range Project is located in the West Musgrave belt of Western Australia. The project encompasses similar geology to the large Nebo-Babel and Succoth nickel-copper deposits, located some 50 kilometres to the south west, which have been the subject of a recently completed Pre-feasibility Study by Oz Minerals in joint venture with Cassini Resources. Nebo-Babel is the largest undeveloped Nickel-Copper deposit in Australia.

The principal target is a strong historical aerial electro-magnetic anomaly ('TEM') selected by Rio Tinto for pegging, which has now been purchased from Rio Tinto by the Company's 100% subsidiary Dingo Resources Limited (see ASX releases 18 February and 15 May 2020).

The attraction to the Company is the discrete nature of the target which has already been defined and is now able to be drill tested relatively quickly, meaning it is a low-cost / high-reward discovery opportunity.

The Group has had engagement with the Ngaanyatjarra Council relating to E69/3400 during the 2021 Financial Year with further discussions pending with the Tradition Owners.

Figure 3 ***The location of the Morgan Range project in relation to the West Musgrave JV***



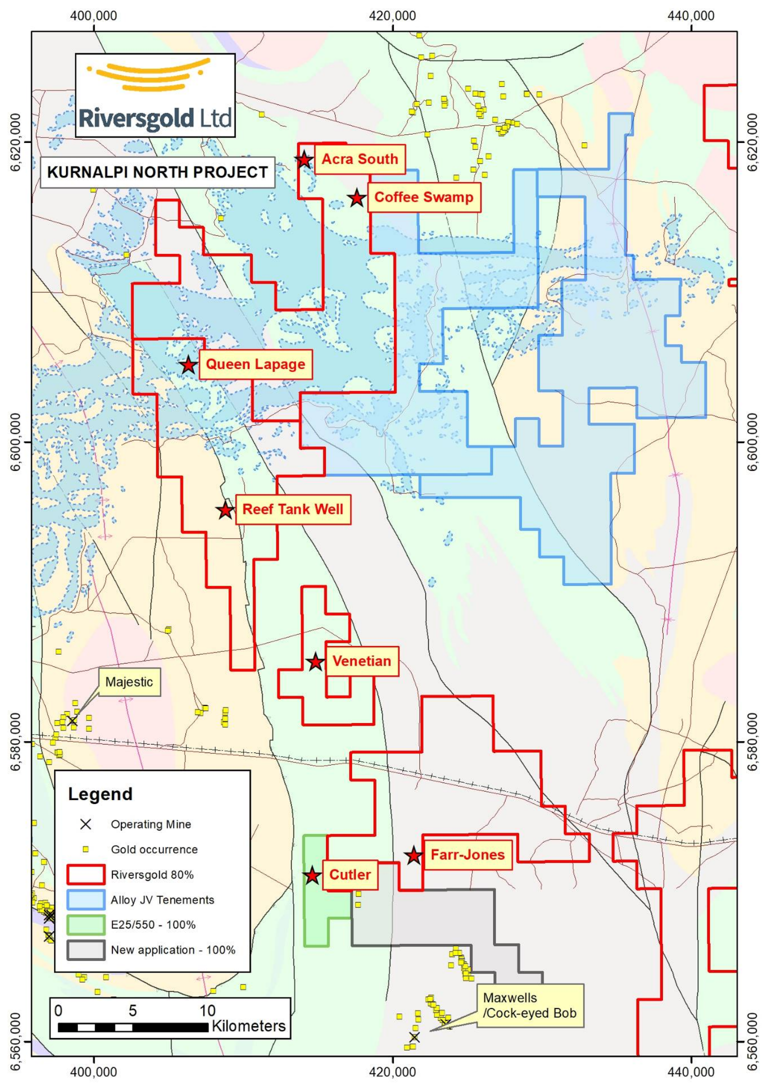
(*The Mineral Resources shown on this map were sourced from an ASX release by OZL on 12 February 2020 and the Metals X Annual Report release to the ASX on 30/08/2019).*

Kurnalpi South – reducing to 30%

The Kurnalpi South Project comprises two Exploration Licences E28/2599 and E28/2665 covering 351 square kilometres, located east of Kalgoorlie in the Kurnalpi area (Figure 4 - 'Alloy JV Tenements'). The tenements are subject to a farm-in agreement with Riversgold Limited ("Riversgold") whereby Riversgold must meet minimum annual expenditure up until 4 October 2021 to earn a 70% interest in the tenements.

A soil sampling program comprising a total of 4280 samples was conducted between September and November 2020 across Riversgold's entire tenement package Kurnalpi project (*see RGL ASX release on 27 January 2021*).

Figure 4 -RGL JV tenements on geology



Doolgunna Project

The Company, through its subsidiary Doolgunna Minerals Pty Ltd, secured an Option to Purchase 80% of the Doolgunna Project from Diversified Asset Holdings. The project comprises one early stage Exploration Licence, E52/3495, covering 46 square kilometres.

On 16 March 2021 having completed all technical work required to inform its decision on whether to exercise the Option the Company announced it had notified the vendor of the Doolgunna Project of its intention not to exercise the Option over the Doolgunna Project. The Group has impaired all previously capitalised exploration and evaluation expenditure in relation to this project.

Ophara Cobalt-Gold Project – 100%

No field exploration was completed during 2021 Financial Year. The Company is actively seeking discussions with other Companies regarding sale and joint venture opportunities.

Bronzewing North Project – 100%

During the 2021 Financial Year a sale of the project was announced with Hammer Metals Limited (see ASX release 28 July 2020). Cash consideration of $25,000 was received along with 1,250,000 Ordinary shares in Hammer Metals Limited at a value of $50,000.

MINERAL RESOURCES

The Company's Mineral Resource Statement has been compiled and is reported in accordance with the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Resources (The JORC 2012 Edition) and Chapter 5 of the ASX Listing Rules and ASX Guidance Note 31.

As at 30 June 2021, the Horse Well Project has an inferred Resource as defined in the table below:

(Refer to ASX release dated 26 August 2019)

Year	Area	Category	Tonnes	Gold Grade (grams per tonne)	Gold Ounces
2015	Filly	Inferred	206,000	1.3	8,700
2019	Warmblood	Inferred	788,000	2.1	53,900
	Palomino	Inferred	930,400	2.3	68,300
	Filly SW	Inferred	302,400	1.8	17,200
	Dusk til Dawn	Inferred	3,495,600	1.0	108,900
COMBINED TOTAL		**Inferred**	**5,722,400**	**1.4**	**257,000**

Notes:

- *All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.*
- *The cut-off grades for Filly is 0.50 grams per tonne gold for Oxide, 0.75 grams per tonne gold for Transition and 1.00 grams per tonne gold for Fresh weathering classifications.*
- *The cut-off grades for other prospects is 0.50 grams per tonne gold for all weathering classifications, except Palomino which has a cut-off of 2.0 grams per tonne gold below 100 metres depth.*
- *The Inferred Resource has been estimated using appropriate high-grade cuts, minimum mining widths and dilutions.*

As announced on 23 June 2021, the Company announced it had entered into a binding term sheet ("Binding Term Sheet") with Millrose Gold Mines Limited and Golden Eagle Mining Pty Ltd (collectively "the Vendors") to acquire the Millrose Gold Project ("Millrose Transaction"). Upon completion of the Millrose Transaction, Company's JORC 2012 compliant Mineral Resource estimate will be:

PROJECT	PROSPECT	Indicated			Inferred			ALL CATEGORIES		
		TONNES	GRADE (g/t)	Contained Metal (oz)	TONNES	GRADE (g/t)	Contained Metal (oz)	TONNES	GRADE (g/t)	Contained Metal (oz)
Millrose	Millrose	4,300,000	1.90	264,000	1,700,000	1.50	82,000	6,000,000	1.80	346,000
TOTAL MILLROSE		**4,300,000**	**1.90**	**264,000**	**1,700,000**	**1.50**	**82,000**	**6,000,000**	**1.80**	**346,000**
Horse Well (2019)	Palomino				930,400	2.30	68,300	930,400	2.30	68,300
Horse Well (2019)	Filly SW				302,400	1.80	17,200	302,400	1.80	17,200
Horse Well (2015)	Filly				206,000	1.30	8,700	206,000	1.30	8,700
Horse Well (2019)	Warmblood				788,000	2.1	53,900	788,000	2.1	53,900
Horse Well (2019)	Dusk til Dawn				3,495,600	1.0	108,900	3,495,600	1.0	108,900
TOTAL HORSE WELL					**5,722,400**	**1.40**	**257,000**	**5,722,400**	**1.40**	**257,000**
TOTAL	**All Prospects**	**4,300,000**	**1.90**	**264,000**	**7,422,400**	**1.42**	**339,000**	**11,722,400**	**1.60**	**603,000**

DIRECTOR'S REPORT

Notes:

- *Mineral Resources are based on JORC Code Definitions as defined by the Australasian Code for Reporting Results, Mineral Resources and Ore Reserves.*
- *All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.*
- *For the Millrose Resource Estimate a cut-off grade of 0.5 grams per tonne gold has been applied.*
- *The cut-off grades for Horse Well 2015 Resources are 0.50 grams per tonne gold for Oxide, 0.75 grams per tonne gold for Transition and 1.00 grams per tonne gold for Fresh weathering classifications.*
- *The cut-off grades for the Horse Well 2019 Resources is 0.50 grams per tonne gold for all weathering classifications, except Palomino which has a cut-off of 2.0 grams per tonne gold below 100 metres depth.*
- *The Resource has been estimated using appropriate high-grade cuts, minimum mining widths and dilutions.*
- *For full detail of the Millrose Mineral Resource Estimate, refer to the Company's ASX release dated 23 June 2021.*
- *For full detail of the Horse Well Mineral Resource Estimate, refer to the Company's ASX release dated 26 August 2019.*

The Mineral Resources Statement is based on, and fairly represents, information and supporting documentation prepared by the respective competent person named below.

Competent Person Statement
The information in this report that relates to Exploration Results or Mineral Resources is based on information compiled or reviewed by Mr Peter Langworthy who is a consultant to Strickland Metals Limited and is a current Member of the Australian Institute of Mining and Metallurgy. Mr Peter Langworthy has sufficient experience, which is relevant to the style of mineralisation and types of deposit under consideration and to the activities undertaken, to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code of Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Langworthy consents to the inclusion in the report of the matters based on the information in the form and context in which it appears.

Exploration Results and Mineral Resources
The information in this report that relates to Exploration Results and Mineral Resources has been extracted from various Strickland Metals Limited's ASX announcements and are available to view on the Company's website at www.stricklandmetals.com.au or through the ASX website at www.asx.com.au.

The Company confirms that it is not aware of any new information that materially affects the information included in the relevant ASX releases and the form and content of the announcements have not been materially modified. In the case of estimates of Mineral Resources, the Company confirms that all material assumptions and technical parameters underpinning the relevant market announcement, continue to apply and have not materially changed.

MINING TENEMENTS
The consolidated tenement holdings of the Group held during the reporting period are as follows:

Project	Location	Tenement	Ownership
Eskay Resources Pty Ltd – Application	WA	M69/147	100%
Eskay Resources Pty Ltd – Granted	WA	E69/1772	100%
Strickland Metals Limited – Granted	WA	E53/1466	100%
Strickland Metals Limited – Granted	WA	E53/1471	100%
Strickland Metals Limited – Granted	WA	E69/2765	100%
Strickland Metals Limited – Granted	WA	E53/1924	100%
Strickland Metals Limited – Granted	WA	E69/2492	100%^
Strickland Metals Limited – Granted	WA	E69/3427	100%
Strickland Metals Limited – Granted	WA	E69/2820	80%*
+ Previously subject to Doray farmout Agreement – Silver Lake 37%			
* Gibb River Diamonds Limited retain 20% free carried to BFS			
^Wayne Jones NSR			
Paterson			
Strickland Metals Limited - Granted	WA	E45/4807	100%"
"subject to Rio Tinto Farm-in Agreement			
Kurnalpi South			
Strickland Metals Limited – Granted	WA	E28/2599	100%#
Strickland Metals Limited – Granted	WA	E28/2665	100%#

STRICKLAND
METALS LIMITED

DIRECTOR'S REPORT

#subject to Riversgold farm-in Agreement			
Ophara – Broken Hill West			
Strickland Metals Limited – Granted	NSW	EL8668	100%
Strickland Metals Limited - Granted	NSW	EL8475	100%
Bryah Basin			
Dingo Resources Limited – Granted	WA	E51/1738	100%
Dingo Resources Limited – Granted	WA	E51/1842	100%
Dingo Resources Limited – Granted	WA	E52/3273	100%
Dingo Resources Limited – Granted	WA	E52/3510	100%
Dingo Resources Limited – Granted	WA	E52/3600	100%
Morgan Range			
Dingo Resources Limited - Application	WA	E69/3400	0%
Pardu			
Strickland Metals Limited – Application	WA	E45/5633	0%
Strickland Metals Limited – Application	WA	E45/5641	0%
Strickland Metals Limited – Application	WA	E45/5644	0%
Strickland Metals Limited – Application	WA	E45/5647	0%
Doolgunna			
Doolgunna Minerals Pty Ltd	WA	E52/3866	100%

CORPORATE

July 2020 Placement and Share Purchase Plan

A placement was conducted in July 2020 with the issuance of 19,716,934 shares at $0.03 raising $591,508 before costs.

A share purchase plan was offered to shareholders in July 2020 and raised $1.4 million before costs from the issue of 46,666,642 shares at $0.03 each.

April 2021 Pro-Rata Rights Issue

On 12 April 2021, the Company announced it had launched a pro-rata entitlements issue to raise up to $5,053,818 (before costs).

June 2021 Placement and Pro-Rata Rights Issue

On 23 June 2021, the Company announced that it received firm commitments for a conditional placement to eligible institutional and sophisticated investors of 200,000,000 fully paid ordinary shares in the Company (Placement) at an issue price of $0.04 per share to raise approximately $8 million (before costs).

The Company also offered Eligible Shareholders the opportunity to acquire fully paid ordinary shares through a fully underwritten pro-rata non-renounceable entitlement issue of one (1) share for every seven (7) shares (Rights Issue or Offer) raising $4,201,443 (before costs).

The Placement was subject to shareholder approval, which was obtained at an extraordinary general meeting of shareholders (General Meeting) held on 30 July 2021.

Board Restructure

On 1 April 2021, the Company announced significant board and management changes. The Company announced the appointment of Mr Anthony McClure to the position of Non-Executive Chairman. Mr McClure is a highly respected mining executive and currently Managing Director of Silver Mines Limited. He is also a past director of Bolnisi Gold NL, Nickel Mines Limited, European Gas Limited and Mekong Minerals Limited. Mr McClure graduated with a Bachelor of Science (Geology) degree from Macquarie University in 1986. He has had over 30 years technical, management and financial experience in the resource sector worldwide in project management and executive development roles.

Additionally, Mr David Morgan was appointed as a Non-Executive Director of the Company. Mr Morgan is a highly experienced mining executive with more than 30 years' experience across Australia and Africa. He has held numerous senior executive development and mine operations roles involving project engineering, maintenance and contract earthmoving for Rio Tinto, Equigold, Macmahon and WMC Resources.

Correspondingly, Mr Andy Viner and Mr Gary Powell both resigned from the Board of Directors.
The Company also announced the appointment of Mr Sleiman Majdoub as Company Secretary. Accordingly, Mr Kevin Hart resigned from the Company as Company Secretary.

Furthermore, on 12 April 2021, the Company announced that it had appointed Mr Andrew Bray as Chief Executive Officer of Strickland effective immediately. Mr Bray has over a decade of experience in the formation, financing and development of natural resource companies, including with Gateway Mining Limited, Silver Mines Limited and Futura Resources Limited, amongst others. He holds a Bachelor of Economics and Bachelor of Laws (Hons I) from the University of Sydney.

Mr Trent Franklin was also appointed as Non-Executive Director of the Company. Mr Franklin is a qualified geologist with extensive corporate experience. He is currently Managing Director of Enrizen Financial Group and formerly a director of the Australian Olympic Committee Inc and Australian Water Polo Inc. He is also a Fellow of the Australian Institute of Company Directors. He is currently a Non-Executive Director of Gateway Mining Limited and Futura Resources Limited.

DIRECTOR'S REPORT

On 10 May 2021, Mr Mark Cossom was appointed as Non-Executive Director of the Company. Mr Cossom is a highly regarded geologist and mining executive, with an extensive background in gold exploration and mining, coupled with strong economic evaluation and corporate experience. He is currently Managing Director of Gateway Mining Limited, the Company's largest shareholder. Mr Cossom was a key part of the team that helped transform Doray Minerals from a junior gold explorer to an ASX300 gold miner, holding a range of senior positions with Doray, including as General Manager-Geology and Exploration (prior to its takeover by Silver Lake Resources Ltd). Importantly for Strickland, Mr Cossom is extremely familiar with the Horse Well Gold Project, having been responsible for Doray/Silver Lake's joint venture interest in the project, including managing exploration activities during its time as operator of the Joint Venture.

Mr Peter Langworthy, through OMNI GeoX Pty Ltd, was also appointed Technical Advisor to the Company. Mr Langworthy is an accomplished geologist and mining executive with a career spanning more than 32 years in mineral exploration and project development in Australia and internationally.

Following the board changes, the structure of the Board, its officers and executives is as follows:

- Anthony McClure – Non-Executive Chairman;
- Mark Cossom – Non-Executive Director;
- David Morgan – Non-Executive Director;
- Paul Skinner – Non-Executive Director;
- Trent Franklin – Non-Executive Director;
- Andrew Bray - Chief Executive Officer; and
- Sleiman Majdoub – Company Secretary.

RESULTS OF OPERATIONS

The consolidated net loss after income tax for the financial year is $3,863,142 (2020: $693,018).

DIVIDENDS

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

FINANCIAL POSITION

At the end of the financial year the Group had $1,511,626 (2020: $529,167) in cash and at call deposits. Capitalised mineral exploration and evaluation expenditure was $10,642,384 (2020: $7,031,646).

Expenditure on exploration and acquisition of tenements during the year was $5,383,897 (2020: $2,053,885). Capitalised exploration and evaluation expenditure impairment during the year was $1,773,159 (2020: Nil).

Subsequent to year end, the Company has raised $12.2 million (before costs) through a placement and rights issue, of which $5.4 million has been utilised to date in the acquisition of exploration tenements, relating to the Millrose Gold Project ($5 million) and the Yandal East Gold Project ($0.4 million).

The Group is a mining exploration entity, and as such does not earn income from the sale of product.

IMPACT OF LEGISLATION AND OTHER EXTERNAL REQUIREMENTS

There has been no impact on the Group as a result of new legislation or other external requirements.

DIRECTOR'S REPORT

DIRECTORS AND COMPANY SECRETARY

The names and details of the Directors of Strickland Metals Limited and the Company Secretary during the financial year and until the date of this report are:

Anthony McClure – Non-Executive Chairman
Appointed a director 1 April 2021
Mr McClure has had 30 years technical, management and financial experience in the resource sector worldwide in project management and executive development roles. He has also worked in the financial services sector within the mineral and energy sectors. Mr McClure is currently a director of ASX All Ordinaries listed company Silver Mines Limited. He was a past director of Santana Minerals Limited, Bolnisi Gold NL, Nickel Mines Limited, European Gas Limited and Mekong Minerals Limited.

Trent Franklin – Non-Executive Director
Appointed a director 12 April 2021
Mr Trent Franklin is a qualified geologist with a strong track record of corporate experience. He is currently the Managing Director of Enrizen Financial Group and formerly a director of the Australian Olympic Committee Inc. and Australian Water Polo Inc. He is also an Associate of the Australian Institute of Company Directors. Furthermore, Mr Franklin is currently non-executive chairman of listed company Gateway Mining Limited and company secretary of listed company Silver Mines Limited.

David Morgan – Independent Non-Executive Director
Appointed a director 1 April 2021
Mr Morgan is a mining engineer and mechanical engineer with 35 years' experience in the mining industry in Australia and Africa. He has previously held a number of executive development and mine operations roles involving project engineering, maintenance and contract earthmoving for companies such as Rio Tinto, Macmahon and WMC Resources. He was General Manager Operations for Equigold in Queensland and was also General Manager Mining and Metallurgy for Sundance Resources Mbalam Iron Ore Project. Mr Morgan is currently non-executive director of DiscovEx Resources Limited.

Mark Cossom – Independent Non-Executive Director
Appointed a director 10 May 2021
Mr Cossom is a highly regarded geologist and mining executive with a strong background in gold exploration and mining geology, coupled with strong economic evaluation and corporate experience. He played a key part of the team that helped transform Doray Minerals from a junior gold explorer to an ASX-200 gold miner, holding a range of senior positions with the company including as Geology-Development Manager from 2010-2015 and General Manager – Geology and Exploration from 2015 to 2019 (prior to its takeover by Silver Lake Resources). Mark is currently managing director of listed company Gateway Mining Limited.

Paul Skinner – Independent Non-executive Director
Appointed a Director on 8 April 2020.
Mr Skinner is a Chartered Accountant and financial adviser with over 35 years' experience growing numerous businesses from start up to established successful operations.
Mr Skinner has held no other Australian Listed company directorships in the last three years.

Andrew Viner – Executive Chairman
Appointed a Director on 21 June 2011, Resigned 1 April 2021.
Andy is a geologist with over 30 years technical, managerial and corporate experience in mineral exploration and development. During his career he has generated and managed projects for a number of commodities, with a particular focus on precious metals, in Australia, Asia and South America. Andy was founding Managing Director of Jackson Gold Limited from 2002 to 2007 and Executive Director of Matsa Resources Limited from 2008 to 2010. He is a member of the Australian Institute of Mining and Metallurgy and the Institute of Company Directors.

Andy was appointed Non-executive Director of Magmatic Resources Limited on 23 September 2019 and resigned on 11 October 2019.

Gary Powell – Independent Non-executive Director
Appointed a Director on 1 May 2019, Resigned 1 April 2021
Mr Powell holds a Bachelor of Applied Science (Geology) from Curtin University and is currently a Consultant Geologist. He has over 35 years' experience in exploration, development and mining in Australia and Asia. Gary has held no other Australian Listed company directorships in the last three years.

Sleiman Majdoub – Company Secretary
Appointed Company Secretary on 1 April 2021
Mr Majdoub is a qualified solicitor with experience in the corporate and commercial sector including experience advising mining exploration companies. Mr Majdoub graduated with a Bachelor of Laws and a Bachelor of Commers (Hons 1) from Macquarie University. He has significant experience in advising and assisting ASX listed companies with their reporting, company secretarial and compliance requirements along with in house legal support.

Kevin Hart – Company Secretary
Resigned 1 April 2021
Kevin holds a Bachelor of Commerce Degree and is a Chartered Accountant. He is a Partner at Endeavour Corporate Pty Ltd, an advisory firm that specialises in the provision of Company Secretarial services to ASX listed entities. Kevin has over 30 years of professional experience with various public companies, mostly in the exploration and mining industry.

DIRECTORS' INTERESTS

As at the date of this report the Directors' interests in shares, options and performance rights of the Company are as follows:

Director	*Directors' Interests in Ordinary Shares*	*Directors' Interests in Unlisted Options (Vested)*	*Directors' Interests in Unlisted options (Not Vested)*	*Directors' Interests in listed options*	*Directors' Interests in performance rights*
Anthony McClure	8,055,550	Nil	Nil	2,777,775	9,000,000
David Morgan	2,519,840	Nil	Nil	555,555	6,000,000
Mark Cossom	500,000	Nil	Nil	Nil	6,000,000
Paul Skinner	13,884,068	3,000,000	2,000,000	1,992,212	6,000,000
Trent Franklin	25,807,187	Nil	Nil	23,000,000	6,000,000

DIRECTORS MEETINGS

The number of meetings of the Company's Directors held during the year ended 30 June 2021 and the number of meetings attended by each Director was:

Director	*Board of Directors' Meetings*	
	Held	*Attended*
Andrew Viner	0	0
Gary Powell	0	0
Paul Skinner	3	3
Anthony McClure	3	3
David Morgan	3	3
Trent Franklin	2	2
Mark Cossom	2	2

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Group during the financial year not otherwise disclosed in this report.

Options over Unissued Capital

As at 30 September 2021 unissued ordinary shares of the Company under option are:

Number of Options Granted	*Exercise Price*	*Expiry Date*
1,120,000	*$0.025*	*29/10/2021*
15,000,000	*$0.025*	*22/07/2024*
6,000,000	*$0.04*	*30/11/2022*
1,000,000	*$0.05*	*30/11/2021*
21,000,000	*$0.04*	*28/08/2024*
19,000,000	*$0.05*	*28/08/2024*
3,000,000	*$0.07*	*24/09/2024*
2,000,000	*$0.085*	*24/09/2024*
186,707,250	*$0.036*	*17/05/2024*

These options do not entitle the holder to participate in any share issue of the Company or any other body corporate. The holders of options are not entitled to any voting rights until the options are converted into ordinary shares.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

Completion of Acquisition of 75% Interest in Yandal Gold East Project from Renegade Exploration Limited

Subsequent to year end, on 16 July 2021, the Company announced that it had completed the transaction to acquire Renegade Exploration Limited's 75% interest in the tenements that comprise the Yandal East gold project. The parties executed a formal sale and purchase agreement in relation to the transaction, and that all conditions precedent and completion obligations in relation to the transaction had been satisfied. On completion, STK paid the following consideration to Renegade:

1. 40,000,000 fully paid ordinary shares in Strickland at an issue price of $0.03, subject to voluntary escrow for twelve (12) months; and

2. a cash payment of $400,000 at completion of the transaction.

On or around the 16 January 2022, Strickland is required to pay Renegade a cash payment of $400,000.

The Group is also required to pay a 0.5% Net Smelter Return over its ownership interest in the tenements.

Millrose

Subsequent to the reporting period, the parties executed a formal sale and purchase agreement in relation to the transaction, and all Conditions relating to the transaction (with the exception of the Third Payment which is not yet due) have been satisfied.

Completion of Placement and Rights Issue

Subsequent to the end of the 2021 Financial Year, on 2 August 2021, the Company announced the completion of a capital raising via placement and rights issue to raise a combined total of $12.2 million (before costs).

Exercise of Options

Subsequent to the reporting period 9,480,000 unlisted options with an exercise price of $0.025 and expiry date of 29 October 2021 were exercised into fully paid shares and the Company received $237,000 as consideration for the exercise of these options.

Subsequent to the reporting period 343,397 listed STKOA Options with an exercise price of $0.036 and expiry date of 17 May 2024 were exercised into fully paid shares and the Company received $12,362.30 as consideration for the exercise of these options.

Issue of Performance Rights to KMP and consultants

Subsequent to the 2021 Financial Year, the following Performance Rights were issued to directors who are part of Key Management Personnel under the Company's Incentive Plan:

	First Vesting Performance Rights	**Second Vesting Performance Rights**
Vesting conditions	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 10 cents ($0.10) at any time before the Expiry date.	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 20 cents ($0.20) at any time before the Expiry date.
Expiry Date	2/08/2025	2/08/2025
	No.	**No.**
Anthony McClure	4,500,000	4,500,000
David Morgan	3,000,000	3,000,000
Trent Franklin	3,000,000	3,000,000
Paul Skinner	3,000,000	3,000,000
Mark Cossom	3,000,000	3,000,000

The Performance Rights issued to directors under the Incentive Scheme where issued on 2 August 2021 pursuant to the Shareholder Approval at a general meeting of shareholders of the Company on 30 July 2021 pursuant to ASX Listing Rule 10.14.

Also subsequent to year end, the following options were issued to Company employees who are not part of Key Management Personnel under the Company's Employee Incentive Plan:

Item	**First Vesting Performance Rights**	**Second Vesting Performance rights**	**Other Vesting Performance rights**
Amount	4,000,000	3,000,000	1,000,000
Vesting conditions	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 10 cents ($0.10) at any time before the Expiry date.	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 20 cents ($0.20) at any time before the Expiry date.	Vest upon the Company reporting a JORC compliant resource of 1 million ounces of gold.
Expiry date	2 August 2025	2 August 2025	2 August 2025

Issue of Options to Underwriter and Consultants
Subsequent to year end, shareholder approval was obtained for the issue of 10,000,000 STKOA listed options (with an exercise price of $0.036 expiring on 17/05/2024) to Omni GeoX Pty Ltd.

Subsequent to year end, shareholder approval was obtained for the issue of 20,000,000 STKOA listed options (with an exercise price of $0.036 expiring on 17/05/2024) to Enrizen Capital Pty Ltd (a company related to Mr Trent Franklin).

COVID-19

The impact of the Coronavirus (COVID-19) pandemic is ongoing. The situation is rapidly developing and is dependent on measures imposed by the Australian Federal and Sate Governments, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided. It is not practicable to estimate the potential impact, positive or negative, after the reporting date.

Other than the above, there has not arisen in the interval between the end of the 2021 Financial Year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company to affect substantially the operations of the Group, the results of those operations or the state of affairs of the Group in subsequent financial years.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

Likely developments in the operations of the Group are included elsewhere in the Annual Report. Disclosure of any further information has not been included in this report because, in the reasonable opinion of the Directors to do so would be likely to prejudice the business activities of the Group and is dependent upon the results of the future exploration and evaluation.

ENVIRONMENTAL REGULATION AND PERFORMANCE

The Group holds various exploration licences to regulate its exploration activities in Australia. These licences include conditions and regulations with respect to the rehabilitation of areas disturbed during the course of its exploration activities.

As far as the Directors are aware, all exploration activities have been undertaken in compliance with all relevant environmental regulations.

REMUNERATION REPORT (audited)

The remuneration report is set out under the following main headings:

(a) Details of key management personnel
(b) Principles used to determine the nature and amount of remuneration
(c) Details of remuneration
(d) Service agreements
(e) Share-based compensation
(f) Option holdings of key management personnel
(g) Shareholdings of key management personnel
(h) Loans made to key management personnel
(i) Other transactions with key management personnel and their related entities.
(j) Additional information

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Group, including directors of the Company and other executives. Key management personnel comprise the directors of the Company and senior executives for the Group.

2020 Annual General Meeting Votes

The Company received 93.6% of yes (based on votes cast) votes on its remuneration report resolution for the 2020 financial year (2019: 96.5% yes vote).

(a) Details of Key Management Personnel

Directors

- Anthony McClure — Non-Executive Chairman (appointed 1 April 2021)
- Trent Franklin — Non-Executive Director (appointed 12 April 2021)
- Paul Skinner — Non-Executive Director
- David Morgan — Non-Executive Director (appointed 1 April 2021)
- Mark Cossom — Non-Executive Director (appointed 10 May 2021)
- Andrew Bray — Chief Executive Officer (appointed 12 April 2021)

Key management personnel also include former directors and/or officers of the Company, being Andrew Viner, Gary Powell and Kevin Hart.

(b) Principles used to determine the nature and amount of remuneration

The key principles include:

- Competitiveness and reasonableness
- Acceptability to shareholders
- Performance linkage/alignment of executive compensation
- Transparency
- Capital management

The framework provides a mix of fixed and variable pay, and a blend of short and long-term incentives.

Non-executive Directors
Non-executive directors' fees not exceeding an aggregate of $150,000 per annum were approved by the shareholders at the Annual General Meeting held on 27 November 2007.

Subsequent to the financial year on 30 July 2021, shareholders of the Company approved to increase the non-executive director fees to an aggregate of $350,000 at an extraordinary general meeting.

DIRECTOR'S REPORT

REMUNERATION REPORT (audited) (continued)

Executive Pay
The combination of the following comprises the executive's total remuneration:

- Base pay and benefits, including superannuation,
- Short term performance incentives, and
- Long term incentives through participation in the Strickland Metals Limited Incentive Option Scheme and Performance Rights Plan.

Base pay
Structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the executives' discretion.

Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion.

There are no guaranteed base pay increases included in any executives' contracts.

Benefits
Executives can salary sacrifice certain benefits including motor vehicle.

Superannuation
Retirement benefits are paid to complying superannuation funds nominated by the executives. During the period ended 30 June 2021 the Company contribution rate was 9.5% of ordinary time earnings.

Long-term incentives
Long term incentives are provided via the Strickland Metals Limited Incentive Option Scheme and Performance Rights Plan.

DIRECTOR'S REPORT

REMUNERATION REPORT (audited) (continued)

(c) Details of remuneration

Details of the nature and amount of each element of the emoluments of each key management personnel of the Company and the consolidated entity for the year ended 30 June 2021 and 2020 are set out in the following tables:

2021	*Short-term*		*Post-Employment*	*Share-based payment*	*Long Term*	*Total*	*Performance Related*	*Value of options as proportion of remuneration*
Key Management Personnel	***Fees and Salaries (including annual leave)*** ***$***	***Non-monetary benefits*** ***$***	***Superannuation Contributions*** ***$***	***Options*** ***$***	***Long service Leave accrued*** ***$***	***$***	***%***	***%***
Directors								
Anthony McClure[1]	6,849	-	651	-	-	7,500	-	-
David Morgan[1]	6,849	-	651	-	-	7,500	-	-
Mark Cossom[3]	4,566	-	434	-	-	5,000	-	-
Trent Franklin[2]	7,500	-	-	-	-	7,500	-	-
Paul Skinner	27,397	-	2,603	151,969	-	181,969	-	83.5
Chief Executive Officer								
Andrew Bray[4]	21,000	-	-	386,292***	-	407,292	-	94.8
Former Directors / Officers								
Andrew Viner[5]	161,250	-	15,319	334,927	2,687	514,184	-	65.1
Gary Powell[5]	20,548	-	1,952	45,865	-	68,365	-	67.1
Kevin Hart[6]	-	-	-	106,960	-	106,960	-	100.0
TOTAL	**255,959**	**-**	**21,610**	**1,026,013**	**2,687**	**1,306,269**	**-**	**78.5**

*** This share based payment outlined above relates to a loan of $600,000 that is limited recourse in nature ("loan") which was provided to Mr Bray to acquire fully paid ordinary shares in the Company at $0.018 per share (which was the same issue price as the entitlements issue conducted by the Company as announced 12 April 2021) and on the same terms as the entitlements issue included one free attaching option for every two shares acquired. Under AASB 2 (Shared Based Payment) due to the limited recourse nature of the Loan, the arrangement was valued with the inputs of the volatility, the price of the underlying asset, the strike price of the option, the time until expiration of the option, and the risk-free interest rate, which are significant influenced by the movements in the price of shares and options as at the granted date, using the Monte Carlo Simulation method.
[1] Appointed as Director on 1 April 2021
[2] Appointed as Director on 12 April 2020
[3] Appointed as Director on 10 May 2021
[4] Appointed as Chief Executive Officer on 12 April 2021
[5] Resigned as Director on 1 April 2020
[6] Ceased as a key management personnel upon resignation as Company Secretary on 1 April 2021

No short-term incentive payments were paid or payable to Mr Andrew Viner under his service agreement during the 30 June 2021 financial year.

DIRECTOR'S REPORT

REMUNERATION REPORT (audited) (continued)

2020	*Short-term*		*Post-Employment*	*Share-based payment*	*Long Term*	*Total*	*Performance Related*	*Value of options as proportion of remuneration*
Directors	*Fees and Salaries (including annual leave) $*	*Non-monetary benefits $*	*Superannuation Contributions $*	*Options $*	*Long service Leave accrued [1] $*	*$*	*%*	*%*
Andrew Viner	209,005	-	19,148	39,663	7,167	274,983	-	14.4
Gary Powell	23,973	-	2,277	19,831	-	46,081	-	46.8
Paul Skinner [2]	3,425	-	325	-	-	3,750	-	-
Former Director								
Kevin Hart [3]	22,500	-	-	19,831	-	42,331	-	43.0
TOTAL	**258,903**	**-**	**21,750**	**79,325**	**7,167**	**367,145**	**-**	**21.6**

[1] Represents the accrual of statutory long service leave for Mr Andrew Viner in the current year.
[2] Appointed as Director on 8 April 2020
[3] Resigned as Director on 8 April 2020.K. Hart, due to his role as Company Secretary, remained a KMP.
[4] In April 2020 the Directors agreed to a salary reduction for the quarter ended 30 June 2020 of 75% of Executive salaries and 50% of non-executive director salaries.
No short-term incentive payments were paid or payable to Mr Andrew Viner under his service agreement during the 30 June 2020 financial year.

REMUNERATION REPORT (audited) (continued)

(d) Service agreements

Remuneration and other terms of employment for the Executive Chairman are formalised in a service agreement. The agreement provides for the provision of performance-related cash bonuses and participation, when eligible, in the Strickland Metals Ltd Incentive Option and Performance Rights Plan ('Plan'). Other major provisions of the agreements relating to remuneration are set out below:

The contract may be terminated early by either party with notice as set out in the service agreement, subject to termination payments as detailed below.

Andrew Viner, Executive Chairman (resigned 1 April 2021)

- Term of agreement – no fixed term, commenced 21 June 2011.
- Termination notice – 6 months' notice.
- Base salary inclusive of superannuation of $235,000 to be reviewed annually.
- Short term incentives up to 30% of base salary at the discretion of the Board.

Andrew Bray, Chief Executive Officer (appointed 12 April 2021)

- Term of agreement – 3 years, commenced 12 April 2021.
- Termination notice – 6 months' notice.
- a monthly management fee of $7,000 + GST ($84,000 per annum); and
- $600,000 shares in the Company on the same terms as the 12 April 2021 Entitlement Issue (including 1 for 2 attaching STKOA options). A limited recourse loan provided by the Company to facilitate the purchase of $600,000 shares.

(e) Share-based compensation

Options

Options over shares in Strickland Metals Limited are granted under the Strickland Metals Limited Incentive Option Scheme which was approved by shareholders at an Annual General Meeting of shareholders of the Company held on 25 November 2018. Subsequent to the Reporting Period, on 30 July 2021 shareholders approved to replace the existing Strickland Metals Incentive Scheme with a new Incentive Scheme.

The Incentive Scheme is designed to provide long term incentives for executives, directors, officers, employees and consultants to deliver long term shareholder returns, and participation in the future growth of the Company. Under the Scheme participants are granted either options or performance rights which typically are subject to vesting conditions as determined at the discretion of the Board. The Scheme allows the Company to issue free options or performance rights to an eligible person. The options are exercisable at a fixed price in accordance with the Plan. The performance rights convert automatically into shares subject to satisfaction of vesting conditions. The options and performance rights of any participant in the scheme generally lapse where the relevant person ceases to be an employee or director of, or vendor services to the Company.

REMUNERATION REPORT (audited) (continued)

The following factors and assumptions were used in determining the fair value of options on grant date:

Grant Date	*Option life*	*Fair value per option*	*Exercise price*	*Price of shares on grant date*	*Expected volatility*	*Risk free interest rate*	*Dividend yield*
60,000,000 Unlisted options (i)							
25 Nov 2019	3 years	$0.0017	$0.004	$0.002	175%	0.595%	0%
21,000,000 Unlisted Options (ii)							
17 Aug 2020	4 years	$0.04073	$0.040	$0.050	125%	0.365%	0%
19,000,000 Unlisted Options (ii)							
17 Aug 2020	4 years	$0.03962	$0.050	$0.050	125%	0.365%	0%
33,333,333 Loan Shares (iii)							
12 April 2021	5 years	$0.0186	$0.018	$0.023	125%	0.699%	0%
16,666,667 Loan Options (iii)							
12 April 2021	3.1 years	$0.0153	$0.036	$0.023	125%	0.195%	0%

(i) Options based on the number issued prior to the share consolidation in the 30 June 2020 financial year. Options number was reduced to 6,000,000 options as a result of the consolidation

(ii) Options granted to key management personnel. 9,500,000 vested on 26 Nov 2020, 11,500,000 vest on 31 July 2021 and 19,000,000 vest on 31 July 2022

(iii) 33,333,333 shares and 16,666,667 options were acquired by Mr Andrew Bray by way of a $600,000 limited recourse loan provided by the Company. The shares and options acquired and the supporting loan together in substance comprise a share option. 11,111,111 loan shares and 5,555,556 loan options vested on 12 April 2021, 11,111,111 loan shares and 5,555,556 loan options vest on 12 April 2022 and 11,111,111 loan shares and 5,555,555 loan options vest on 12 April 2023.

The Company will only have recourse to the shares and options acquired by Mr Andrew Bray in order to achieve repayment of the loan. Any outstanding balance of the loan will be repayable in full upon the earlier of the 12 April 2026 or the date at which his Executive Service Agreement is terminated.

Under the terms of the agreement, if the agreement is terminated for any reason:

(a) prior to or on the 12 April 2022, 22,222,222 loan shares and 11,111,111 loan options are forfeited for no value, and repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 11,111,111 loan shares and 5,555,555 loan options at that time;
(b) prior to or on the 12 April 2023, 11,111,111 loan shares and 5,555,555 loan options are forfeited for no value, and repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 22,222,222 loan shares and 11,111,111 loan options at that time;
(c) at any time after 12 April 2023, repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 33,333,333 loan shares and 16,666,667 loan options at that time

The assessed fair value at grant date of options granted to the individuals is allocated equally over the period from grant date to vesting date.

Fair values at grant date are determined using option pricing models that take into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

The movement during the reporting period, by value, of options over ordinary shares in the Company held by each key management person is detailed below:

REMUNERATION REPORT (audited) (continued)

Options

During the year there were 90,000,000 options (including 33,333,333 loan shares which in substance as considered an option) were issued to key management personnel as part of their remuneration.

Exercise of options granted as compensation

During the reporting period, no shares were issued on the exercise of options previously granted as compensation.

(f) Option holdings of key management personnel

The numbers of options over ordinary shares in the Company held during the financial year by each director of the Company and other key management personnel of the Group are set out below:

2021 Name	Balance at start of the year	Granted during the year[8]	Acquired during year	Options held at date of KMP resignation	Balance at the end of the year	Vested and exercisable at the end of the year
Directors						
Anthony McClure[3]	-	-	2,777,775[6]	-	2,777,775	2,777,775
Paul Skinner	-	5,000,000	1,992,212[6]	-	6,992,212	2,992,212
David Morgan[3]	-	-	555,555[6]	-	555,555	555,555
Trent Franklin[5]	-	-	8,000,000[6]	-	8,000,000	8,000,000
Mark Cossom[4]	-	-	-	-	-	-
Chief Executive Officer						
Andrew Bray[2]	-	-	16,666,667[7,8]	-	16,666,667	16,666,667
Former KMPs						
Andrew Viner[1]	3,000,000	20,000,000	-	(23,000,000)	-	-
Gary Powell[1]	1,500,000	5,000,000	-	(6,500,000)[9]	-	-
Kevin Hart[1]	1,500,000	10,000,000	-	(11,500,000)[10]	-	-

1. Resigned on 1 April 2021.
2. Appointed 12 April 2021.
3. Appointed 1 April 2021.
4. Appointed 10 May 2021.
5. Appointed 12 April 2021.
6. Options were issued as free attaching options as part of Directors' participation in April 2021 Rights Issue (and Shortfall).
7. Limited recourse non-interest bearing loan was provided to the Andrew Bray to acquire fully paid ordinary shares in the Company at $0.018 per share, and the options above relate to with a 1 for 2 free attaching options in the same class as the options issued under the Company's Rights Issue announced on 12 April 2021. The shares and options acquired and the supporting loan together in substance comprise a share option.
8. Granted as remuneration
9. 4,000,000 options lapsed on resignation
10. 7,500,000 options lapsed on resignation

There were no options exercised by key management personnel during the 30 June 2021 financial year.

REMUNERATION REPORT (audited) (continued)

2020 Name	Balance at start of the year	Granted during the year	Exercised during the year	Expired unexercised	Balance at the end of the year	Vested and exercisable at the end of the year
Directors						
Andrew Viner	5,000,000	3,000,000	-	(5,000,000)	3,000,000	1,500,000
Kevin Hart	2,000,000	1,500,000	-	(2,000,000)	1,500,000	750,000
Gary Powell	-	1,500,000	-	-	1,500,000	750,000
Paul Skinner	-	-	-	-	-	-

The granted options above are shown on a post consolidation basis

Details of the vesting profiles and values of the options issued as compensation during the financial year held by each KMP of the Group are detailed below:

2021 Name	Number of options	Grant date	% vested in year	Financial years in which grant vests	Number vested during year	Granted in year $
Directors						
Andrew Viner	20,000,000	17 Aug 2020	25%	2021, 2022 & 2023	5,000,000	803,400
Kevin Hart	10,000,000	17 Aug 2020	25%	2021, 2022 & 2023	2,500,000	401,700
Gary Powell	5,000,000	17 Aug 2020	20%	2021, 2022 & 2023	1,000,000	201,410
Paul Skinner	5,000,000	17 Aug 2020	20%	2021, 2022 & 2023	1,000,000	201,410
Andrew Bray	16,666,667	12 Apr 2021	33%	2021, 2022 & 2023	11,111,111	255,084

The value of options granted in the year is the fair value of the options calculated at grant date. The total value of the options granted is included in the table above. This amount is allocated to remuneration over the vesting period.

2020 Name	Number of options	Grant date	% vested in year	Financial years in which grant vests	Granted in year $
Directors					
Andrew Viner	3,000,000	25 Nov 2019	50%	2020 and 2021	50,100
Kevin Hart	1,500,000	25 Nov 2019	50%	2020 and 2021	25,050
Gary Powell	1,500,000	25 Nov 2019	50%	2020 and 2021	25,050

The value of options granted in the year is the fair value of the options calculated at grant date. The total value of the options granted is included in the table above. This amount is allocated to remuneration over the vesting period.

DIRECTOR'S REPORT

REMUNERATION REPORT (audited) (continued)

(g) Share holdings of key management personnel

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

2021 Name	Balance at start of the year	Other changes during the year	Shares held at date of KMP resignation	Balance at the end of the year
Directors				
Paul Skinner	4,569,950	5,391,109	-	9,961,059
Anthony McClure[3]	-	5,555,550	-	5,555,550
David Morgan[3]	-	1,111,110	-	1,111,110
Trent Franklin[4]	-	16,000,000	-	16,000,000
Mark Cossom[5]	-	-	-	-
Chief Executive Officer				
Andrew Bray[2]	-	38,333,333[6]	-	38,333,333
Former KMPs				
Andrew Viner[1]	6,730,320	816,280	(7,546,600)	-
Gary Powell[1]	1,000,000	408,125	(1,408,125)	-
Kevin Hart[1]	2,168,680	-	(2,168,680)	

1. Closing balance of shares at date of resignation being 1 April 2021.
2. Appointed 12 April 2021.
3. Appointed 1 April 2021.
4. Appointed 10 May 2021.
5. Appointed 12 April 2021.
6. Limited recourse loan was provided to the Andrew Bray to acquire 33,333,333 fully paid ordinary shares in the Company at $0.018 per share as announced 12 April 2021. These loan shares are in substance an option which was granted on 12 April 2021, vest across the 2021, 2022 and 2023 financial years (33% vested in the 2021 financial year) and had a grant date fair value of $619,764.

2020 Name	Balance at start of the year	Purchased pre-consolidation	Consolidation 10:1	Other changes during the year	Balance at the end of the year
Directors/officers					
Andrew Viner	35,252,667	7,050,533	(38,072,880)	2,500,000	6,730,320
Kevin Hart	18,072,328	3,614,465	(19,518,113)	-	2,168,680
Gary Powell	-	-	-	1,000,000	1,000,000
Paul Skinner	29,349,491	-	(26,414,542)	1,635,000	4,569,950

REMUNERATION REPORT (audited) (continued)

(h) Loans made to key management personnel

Other than noted below, no loans were made to a director of Strickland Metals Limited including personally related entities during the financial year.

A $600,000 limited recourse was provided to the Chief Executive Officer, Mr Andrew Bray to acquire fully paid ordinary shares in the Company at $0.018 per share, with a 1 for 2 attaching option in the same class as the options issued under the Company's Rights Issue announced on 12 April 2021. The Loan was provided as part of Mr Bray's remuneration on his appointment as Chief Executive Officer. As the loan is limited resource to the shares and options issued, a loan receivable is not recorded in the Statement of Financial Position.

(i) Other transactions with key management personnel and their related parties

Some Directors and Executives hold positions within other entities which cause them to have control or exert significant influence over the financial or operating policies of those entities.

The following entities transacted with the Company during the financial year. In each instance normal commercial terms and conditions applied. Terms and conditions were not more favourable than those available, or which might reasonably be expected to be available, for a similar transaction to unrelated parties on an arms-length basis.

Related parties of Mr Trent Franklin, a non-executive director of the Group including Enrizen Accounting, Enrizen Capital and Enrizen Lawyers. These entities provide corporate advisory, legal, accounting services, company secretarial, business consulting to the Company in the ordinary course of business. The value of the transaction in the financial year ending 30 June 2021 amount to $21,200 (2020: Nil) in Enrizen Accounting, $652,684 (2020: Nil) in Enrizen Capital and $88,351 (2020: $Nil) in Enrizen Lawyers. As at reporting date, $7,920 was payable to Enrizen Accounting Pty Ltd and $40,865 was payable to Enrizen Lawyers Pty Ltd.

Mr. Kevin Hart has an interest as a partner in a Chartered Accounting firm Endeavour Corporate. This firm provides company secretarial and accounting services to the Company in the ordinary course of business. The value of the transactions in the financial year ending 30 June 2021 amounts to $117,486 (2020: $93,357). The amount owing to Endeavour Corporate at 30 June 2021 was $nil (2020: $11,538).

(j) Company performance

The table below shows the performance of the Company as measured by share price and change in market capitalisation.

		30 June				
	2021	**2020**	**2019**	**2018**	**2017**	**2016**
	$	**$**	**$**	**$**	**$**	**$**
Share price	0.045	0.025	0.002	0.007	0.035	0.01
Market capitalisation	33,086,364	8,384,193	3,386,555	10,159,343	34,894,767	7,127,076
Loss for the year	(3,863,142)	(663,797)	(1,835,675)	(161,387)	(734,436)	(547,872)

THIS IS THE END OF THE REMUNERATION REPORT

DIRECTOR'S REPORT

Officers' Indemnities and Insurance

During the year the Company paid an insurance premium to insure certain officers of the Company. The officers of the Company covered by the insurance policy include the Directors named in this report.

The Directors and Officers Liability insurance provides cover against all costs and expenses that may be incurred in defending civil or criminal proceedings that fall within the scope of the indemnity and that may be brought against the officers in their capacity as officers of the Company. The insurance policy does not contain details of the premium paid in respect of individual officers of the Company.

Disclosure of the nature of the liability cover and the amount of the premium is subject to a confidentiality clause under the insurance policy.

The Company has not provided any insurance for an auditor of the Company

Corporate Governance

In recognising the need for high standards of corporate behaviour and accountability, the Directors of the Company support and have adhered to the principles of corporate governance to the extent they are applicable to the company given its size and scale of operations.

Auditors' Independence Declaration

A copy of the Auditors' Independence Declaration as required under Section 307C of the Corporations Act is set out on page 31 and forms part of the director's report for the financial year ended 30 June 2021.

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

DATED at Sydney this 30th day of September 2021.

Anthony McClure
Non-Executive Chairman

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

To the Directors of Strickland Metals Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of Strickland Metals Limited for the financial year ended 30 June 2021 there have been:

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

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

KPMG

KPMG

Matthew Beevers
Partner

Perth
30 September 2021

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

	Note	2021 $	2020 $
Other income	4	**142,280**	40,122
Non-executive Directors' fees		**(80,000)**	(52,500)
Depreciation and amortisation		**(3,695)**	(5,316)
Occupancy expenses		**(18,373)**	(12,062)
Loss on disposal of tenements		**(4,833)**	-
Accounting and administrative expenses		**(475,186)**	(255,802)
Employee expenses		**(112,297)**	(66,160)
Share based payments		**(1,135,474)**	(79,325)
Insurance expenses		**(18,741)**	(15,014)
Other expenses		**(130,404)**	(85,481)
Exploration costs impaired	10	**(1,773,159)**	(48,707)
Exploration costs expensed		**(253,271)**	(112,990)
Results from operating activities		**(3,863,153)**	(693,235)
Finance and other income		**11**	217
Loss before income tax		**(3,863,142)**	(693,018)
Income tax expenses	5	**-**	-
Loss for the year		**(3,863,142)**	(693,018)
Other comprehensive income for the year		**-**	-
Total comprehensive loss for the year		**(3,863,142)**	(693,018)
Earnings per share			
Basic earnings per share (cents)	25	**(0.87)**	(0.04)
Diluted earnings per share (cents)	25	**(0.87)**	(0.04)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

STRICKLAND
METALS LIMITED

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2021

	Note	30 June 2021 $	30 June 2020 $
Current assets			
Cash and cash equivalents	6	**1,511,626**	529,167
Trade and other receivables	7	**172,593**	34,600
Other current assets	8	**16,803**	2,513
Total current assets		**1,701,022**	566,280
Non- current assets			
Plant and equipment	9	**144,793**	5,011
Capitalised exploration and development expenditure	10	**10,642,384**	7,031,646
Other assets	11	**10,356**	20,458
Total non-current assets		**10,797,533**	7,057,115
Total assets		**12,498,555**	7,623,395
Current liabilities			
Trade and other payables	12	**343,978**	322,065
Provisions	13	**108,649**	103,156
Total current liabilities		**452,627**	425,221
Total liabilities		**452,627**	425,221
Net assets		**12,045,928**	7,198,174
Equity			
Issued capital	15	**29,741,327**	23,016,475
Accumulated losses		**(19,979,267)**	(16,116,125)
Reserve		**2,283,868**	297,824
Total equity		**12,045,928**	7,198,174

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

	Share Capital $	Accumulated Losses $	Share Option Reserve $	Total $
Balance as at 1 July 2020	**23,016,475**	**(16,116,125)**	**297,824**	**7,198,174**
Loss for the period	**-**	**(3,863,142)**	**-**	**(3,863,142)**
Other comprehensive loss for the period	**-**	**-**	**-**	**-**
Total comprehensive loss for the period	**-**	**(3, 863,142)**	**-**	**(3, 863,142)**
Transactions with equity holders in their capacity as equity holders:				
Issue of shares	**7,545,326**	**-**	**-**	**7,545,326**
Issue of options	**-**	**-**	**1,986,044**	**1,986,044**
Transaction costs of shares issued	**(820,474)**	**-**	**-**	**(820,474)**
Balance at 30 June 2021	**29,741,327**	**(19,979,267)**	**2,283,868**	**12,045,928**

	Share Capital $	Accumulated Losses $	Share Option Reserve $	Total $
Balance as at 1 July 2019	**20,668,289**	**(15,423,107)**	**50,873**	**5,296,055**
Loss for the period	**-**	**(693,018)**	**-**	**(693,018)**
Other comprehensive loss for the period	**-**	**-**	**-**	**-**
Total comprehensive loss for the period	**-**	**(693,018)**	**-**	**(693,018)**
Transactions with equity holders in their capacity as equity holders:				
Issue of shares	**2,680,799**	**-**	**-**	**2,680,799**
Issue of options	**-**	**-**	**246,951**	**246,921**
Transaction costs of shares issued	**(332,613)**	**-**	**-**	**(332,613)**
Balance at 30 June 2020	**23,016,475**	**(16,116,125)**	**297,824**	**7,198,174**

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

STRICKLAND
METALS LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR 30 JUNE 2021

	Note	2021 $	2020 $
Cash flows from operating activities			
Interest received		**11**	217
Grant received		**36,527**	-
Payments to suppliers and employees		**(791,664)**	(469.840)
Net cash (used in) operating activities	24	**(755,126)**	(469.623)
Cash flows from investing activities			
Payment for the purchase of plant and equipment		**(143,476)**	-
Payments for exploration expenditure		**(2,015,434)**	(890,117)
Payment for acquisition of tenements		**(2,946,341)**	250,000
Proceeds from tenement sales / farm-ins		**-**	12,000
Proceeds from sale of investments		**160,753**	-
Government incentives received		**-**	28,122
Net cash (used in) investing activities		**(4,944,498)**	(1,099,995)
Cash flows from financing activities			
Proceeds from issue of shares		**7,165,251**	1,790,799
Payments for transaction costs on issue of shares		**(483,168)**	(138,194)
Net cash from financing activities		**6,682,083**	1,652,605
Net increase in cash held		**982,459**	82,987
Cash and cash equivalents at 1 July 2020		**529,167**	446,180
Cash and cash equivalents at 30 June 2021	6	**1,511,626**	529,167

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Note 1 Summary of significant accounting policies

Strickland Metals Ltd is domiciled in Australia. The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The Consolidated Financial Statements of the Company as at and for the year ended 30 June 2021 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities").

The financial report was authorised for issue by the directors on 30th September 2021.

(a) Basis of preparation

Statement of Compliance

The financial report is a general-purpose financial report which has been prepared in accordance with Australian Accounting Standards (AASBs) adopted by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001. The consolidated financial report of the Group complies with International Financial Reporting Standards (IFRSs) adopted by the International Accounting Standards Board (IASB).

Standards and Interpretations applicable to 30 June 2021

In the year ended 30 June 2021, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group and effective for the current annual reporting period.

Standards and Interpretations in issue not yet adopted

The Directors have also reviewed all of the new and revised Standards and Interpretations in issue not yet adopted for the year ended 30 June 2021. As a result of this review the Directors have determined that there is no material impact of the Standards and Interpretations in issue not yet adopted on the Group.

Going Concern

The directors have prepared the financial statements on a going concern basis which contemplates the realisation of assets and the payment of liabilities in the normal course of business. The Group has no borrowings. The Group has a working capital surplus of $1,248,395 as at 30 June 2021 and net cash outflows from operating and investing activities of $5,699,624, offset by net proceeds from share issues of $6,682,083. The Group incurred a loss for the year of $3,863,142, which included non-cash impairment expense of exploration costs principally relating to the Doolgunna Project of $1,773,159.

Subsequent to year end the Company raised approximately $12.2 million (before costs) through a share placement and rights issue, of which $7.4 million is anticipated to be used for tenement acquisitions. Given the recent capital raising and having reviewed the group's financial position and forecast cashflows the Directors are of the view that the Group has sufficient funds available to meet its anticipated expenditure for the period of at least 12 months from the date of approval of this financial report.

Further the Group has the ability to expand or accelerate its work programs if exploration results are successful and reasonably expects to be able to raise additional funds as required. The Group also has the option of selectively reducing expenditure where necessary.

On the above basis, the Directors are of the opinion that the going concern basis of preparation is appropriate in the circumstances.

Note 1 Summary of significant accounting policies (continued)

Historical cost convention
These Consolidated Financial Statements have been prepared under the historical cost convention.

Functional and presentation currency
These Consolidated Financial Statements are presented in Australian dollars, which is the Company's functional currency and the functional currency of the Group.

Critical accounting estimates
The preparation of Consolidated Financial Statements in conformity with Australian Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Consolidated Financial Statements are disclosed in note 2.

(b) Principles of consolidation

(i) *Subsidiary companies*

The Consolidated Financial Statements of the subsidiary companies are included in the Consolidated Financial Statements from the date control commences until the date control ceases.

Outside interests in the equity and results of the entities that are controlled by the Company are shown as a separate item in the Consolidated Financial Statements.

(ii) Transactions Eliminated on Consolidation

Inter-entity balances resulting from transactions with or between controlled entities are eliminated in full on consolidation.

(c) Segment reporting

The Group determines and presents operating segments based on the information that internally is provided to the Board of directors ("the Board"), who is the Group's chief operating decision maker.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are regularly reviewed by the Group's Board to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Board include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment, and exploration and evaluation assets.

The Group operates in one segment, identifying, evaluating and exploring for resources.

(d) Revenue recognition and receivables

Goods sold and services rendered

Revenues are recognised at fair value of the consideration received or receivable. Revenue is recognised when a customer obtains control of the goods or services.

(i) *Finance income*

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Note 1 Summary of significant accounting policies (continued)

(ii) *Farm-in income*

Farm-in income is measured based on consideration received. Income is recognised when the performance obligations have been satisfied under the agreement.

(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 national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to the temporary differences between the tax bases of assets and liabilities and their carrying amounts in the Consolidated Financial Statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary timing 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 or substantially enacted for each jurisdiction. 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 tax asset or liability is recognised in relation to those timing 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.

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to the temporary differences between the tax bases of assets and liabilities and their carrying amounts in the Consolidated Financial Statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary timing 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 or substantially enacted for each jurisdiction. 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 tax asset or liability is recognised in relation to those timing 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.

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Note 1 Summary of significant accounting policies (continued)

Current and deferred tax balances attributable to amounts recognised directly in equity or other comprehensive income are also recognised directly in equity or other comprehensive income.

(f) Impairment of tangible and intangible assets other than goodwill

The Group assessed at each balance date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carting amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability or facts and circumstances suggest the carrying amount exceeds the recoverable amount. Refer note 1(k).

The fair value assessment is based on generally accepted industry market practice for estimating value for exploration assets.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each balance date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimate used to determine the assets recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in previous years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such reversal the depreciation charge is adjusted in future periods to allocate the assets revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(g) Impairment of financial assets

The Group assesses at each balance date whether a financial asset or group of financial assets is impaired.

Financial assets at amortised cost

Trade receivables are initially recognised at their transaction price and other receivables at fair value. Receivables that are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest are classified and subsequently measured at amortised cost. Receivables that do not meet the criteria for amortised cost are measured at fair value through profit or loss.

Note 1 Summary of significant accounting policies (continued)

The group assesses on a forward-looking basis, the expected credit losses associated with its debt instruments carried at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Group always recognises the lifetime expected credit loss for trade receivables carried at amortised cost.

The expected credit losses on these financial assets are estimated based on the Group's historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as forecast conditions at the reporting date.

For all other receivables measured at amortised cost, the Group recognises lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to expected credit losses within the next 12 months.

The Group considers an event of default has occurred when a financial asset is more than 90 days past due or external sources indicate that the debtor is unlikely to pay its creditors, including the Group. A financial asset is credit impaired when there is evidence that the counterparty is in significant financial difficulty or a breach of contract, such as a default or past due event has occurred. The Group writes off a financial asset when there is information indicating the counterparty is in severe financial difficulty and there is no realistic prospect of recovery. Refer note 2(i) above for policy adopted.

(h) Fair value estimation

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the group for similar financial instruments.

(i) Cash and cash equivalents

For cash flow statement presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the consolidated statement of financial position.

(j) Property, plant and equipment

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

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

Depreciation of property, plant and equipment is calculated using the written down value method to allocate their cost, net of residual values, over their estimated useful lives, as follows:

Office equipment and fittings	12.5 – 33% written down value
Motor vehicles	25% written down value
Site equipment	25% written down value

Note 1 Summary of significant accounting policies (continued)

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 1(f)).

(k) Mineral exploration and evaluation expenditure

Mineral exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are carried forward only if they relate to an area of interest for which rights of tenure are current and in respect of which:

- such costs are expected to be recouped through the successful development and exploitation of the area of interest, or alternatively by its sale; or
- exploration and/or evaluation activities in the area have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active or significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are assessed for impairment when:

- sufficient data exists to determine technical feasibility and commercial viability; and
- facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

For the purpose of impairment testing, exploration and evaluation assets are allocated to cash-generated units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

In the event that an area of interest is abandoned or if the Directors consider the expenditure to be of reduced value, accumulated costs carried forward are written off in the year in which that assessment is made. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Farm-in expenditure
Any exploration expenditure met by the Farmee under a Farm-in agreement is not recorded by the Group. The Group does not recognise a gain or loss on the basis of the partial disposal of any exploration expenditure that has already been capitalised. Any proceeds received that are not attributable to future expenditure are credited against the carrying amount of any existing exploration asset. To the extent that the proceeds received from the Farmee exceed the carrying amount of any exploration asset that has already been capitalised, the excess is recognised as a gain in profit or loss.

(l) Trade and other payables

Liabilities for trade creditors and other amounts are carried at amortised cost and represent liabilities for goods or services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of these goods and services. The amounts are unsecured and are usually paid within 30 days.

Note 1 Summary of significant accounting policies (continued)

(m) Share based payment arrangements

Share based compensation payments are made available to directors and employees pursuant to the Company's Incentive Option Scheme and Performance Rights Plan.

Where employees are provided with a limited recourse loan to allow them to acquire shares in the Company, and the loan is secured against the shares and its repayment limited to the value of the shares, this in substance represents an option and is accounted for as a share based payment.

The fair value of these equity settled transactions is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the award.

Where share based payment arrangements are provided in relation to the provision of goods or services or as consideration for the acquisition of assets, the fair value is recognised as an expense, recognised as capital raising costs or capitalised to the exploration and evaluation asset. The fair value is measured at grant date and recognised as the goods or services are received or on completion of the acquisition.

At each subsequent reporting date until vesting, the cumulative charge to the statement of comprehensive income is the product of:

i. The grant date fair value of the award;
ii. The current best estimate of the number of options or rights that will vest, taking into account such factors as the likelihood of market vesting conditions during the vesting period and the likelihood of non-market performance conditions being met; and
iii. The expired portion of the vesting period.

The charge to the statement of profit and loss and other comprehensive income for the period is cumulative amount as calculated above less the amounts already charged in previous periods. There is a corresponding entry to equity.

The fair value at grant date is determined using an option pricing model that takes into account the exercise price, the term of the option or rights, the share price at grant date, expected price volatility of the underlying share, the risk-free rate for the term of the option or rights, and where applicable other relevant terms.

The fair value of the award granted is adjusted to reflect market vesting conditions. Non-market vesting conditions are included in assumptions about the number of awards that are expected to become exercisable. At each reporting date, the entity revises its estimate of the number of awards that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate.

(n) Contributed equity

Ordinary shares are classified as equity.

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

Note 1 Summary of significant accounting policies (continued)

(o) Earnings per share

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

(ii) Diluted earnings per share
Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for shares held by the Company's sponsored employee share plan trust, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(p) Goods and service tax (GST)

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

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

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the taxation authority, are presented as operating cash flow.

(q) Jointly controlled operations and assets

The interest of the Group in unincorporated joint ventures and jointly controlled assets are brought to account by recognising in its Consolidated Financial Statements the assets it controls, the liabilities that it incurs, the expenses it incurs and its share of income that it earns from the sale of goods or services by the joint venture.

(r) Employee benefits

Wages, salaries and annual leave
Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in 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.

Defined contribution plans
A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as a personnel expense in profit or loss when they are due.

Note 2 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

Recoverability of mineral exploration and evaluation expenditure
The Group's accounting policy is stated at 1(k). The ultimate recoupment of the value of exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale, of the underlying mineral exploration properties.

The Group undertakes at least on an annual basis, a comprehensive review for indicators of impairment of these assets. Should an indicator of impairment exist, there is significant estimation and judgement in determining the inputs and assumptions used in determining the recoverable amounts.

The key areas of estimation and judgement that are considered in this review include: (i) recent drilling results and reserves and resource estimates (ii) environmental estimates that may impact the underlying tenements (iii) the estimated market value of assets at the review date (iv) independent valuations of underlying assets that may be available (v) fundamental economic factors such as commodity prices, exchange rates, discount rates, and current and anticipated operating costs in the industry (vi) the Group's market capitalisation compared to its net assets.

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the company based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the company operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the company unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Share based payment arrangements
The Group's accounting policy is stated at 1(m). Refer to Note 16 for details of share based payment arrangements. The key inputs and areas of estimation and judgement include: (i) grant date (ii) volatility (iii) risk free rate, (iv) dividend yield and (v) expected exercise date.

Note 3 Segment information

The Group has identified its operating segments based on the internal reports that are reviewed by the Board in assessing performance and determining the appropriate allocation of the Group's resources. The Group also has had regard to the qualitative thresholds for the determination of operating segments.

For management purposes the Group is organised into one operating segment, which involves mineral exploration and development in Australia. The Group's principle activities are interrelated and the Group has no revenue from operations.

All significant operating decisions are based upon analysis of the Company as one segment. The financial results of this segment are equivalent to the financial statements of the Company as a whole.
The accounting policies applied for internal reporting purposes are consistent with those applied in preparation of the financial statements.

Note 4 Finance and other income

	2021	2020
	$	$
Finance income		
Interest received	**11**	217
	11	217
Other income		
Sale of data	**-**	12,000
Gain on disposal of financial assets	**105,753**	
Cashflow boost received	**36,527**	28,122
	142,280	40,122

Note 5 Income tax

	2021 **$**	2020 $
(a) Reconciliation of income tax expense/(benefit) to prima facie tax payable		
Loss from continuing operations before income tax expense/(benefit)	**(3,863,142)**	(693,018)
Tax at the Australian rate of 30% (2020 – 30%)	**(1,158,943)**	(207,905)
Add tax effect of:		
Tax losses and temporary differences not recognised	**1,169,901**	207,905
Non assessable income	**(10,958)**	-
Income tax attributable to operating profit/(loss)	**-**	-

	2021 **$**	2020 $
(b) Deferred tax – Consolidated Statement of Financial Position		
Deferred Tax Liabilities		
Prepayments	**(5,041)**	(754)
Capitalised Exploration and Evaluation expenditure	**(2,020,422)**	(1,429,908)
	(2,025,463)	(1,430,662)
Less: Deferred Tax Assets		
Accrued expenses	**9,519**	78,628
Employee's entitlement	**32,594**	30,947
Deductible equity raising costs	**196,064**	76,823
Tax losses available to offset against future taxable income	**1,787,286**	1,244,264
	2,025,463	1,430,662
Net Deferred Tax Balance	**-**	-

(c) Tax losses

The balance of potential deferred tax assets of $6,333,999 (2020: $5,175,056) attributable to tax losses carried forward in respect of the Group has not been brought to account because the directors do not believe it is appropriate to regard realisation of the future tax benefit as probable. Tax loss availability is dependent on the company deriving future assessable income of a nature and amount sufficient to enable the benefit from the tax losses to be realised; the Company continuing to comply with the conditions for deductibility imposed by tax legislation and no changes in tax legislation adversely affecting the Company. All unused tax losses were incurred by Australian entities.

Note 6 Cash and cash equivalents

	2021 $	2020 $
Cash and cash equivalents	**1,511,626**	529,167
	1,511,626	529,167

Cash balances earn interest at 0.1% p.a. (2020: 0.1% p.a.).

The Group's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in note 17.

Note 7 Trade and other receivables

	2021 $	2020 $
Current		
GST recoverable	**172,593**	34,600
	172,593	**34,600**

Note 8 Other current assets

	2021 $	2020 $
Current		
Prepayment	**16,803**	2,513
	16,803	**2,513**

Note 9 Plant and equipment

	2021 $	2020 $
Plant and equipment - at cost	**179,866**	36,389
Less: accumulated depreciation	**(35,073)**	(31,378)
	144,793	5,011

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

Consolidated	**Office Equipment $**	**Site Equipment $**	**Motor Vehicles $**	**Total $**
Balance at 1 July 2019	4,402	3,925	-	8,327
Additions	-	-	-	-
Depreciation expense	(1,913)	(1,404)	-	(3,317)
Balance at 30 June 2020	**2,490**	**2,521**	**-**	**5,011**
Additions	**-**	**58,315**	**85,162**	**143,477**
Depreciation expense	**(1,740)**	**(1,550)**	**(405)**	**(3,695)**
Balance at 30 June 2021	**750**	**59,286**	**84,757**	**144,793**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

Note 10 Capitalised mineral exploration and evaluation expenditure

	2021 $	2020 $
In the exploration and evaluation phase		
Cost brough forward	**7,031,646**	4,977,761
Exploration expenditure incurred during the year	**1,855,780**	896,243
Acquisition of Dingo Resources Limited	**-**	347,642
Acquisition of tenements:		
- Morgan Range Projects	**-**	175,000
- Bryah Basin Projects	**-**	635,000
- Doolgunna Project	**778,117**	-
- Horse Well Projects (refer to note 26)	**1,750,000**	-
- Non-refundable deposit for Milrose Gold Projects	**1,000,000**	-
Exploration expenditure impaired during the year	**(1,773,159)**	-
Cost carried forward	**10,642,384**	7,031,646

The recoverability of the carrying amount of the capitalised exploration and evaluation assets is dependent upon the successful development and commercial exploitation or alternatively sale of the respective areas of interest.

Exploration expenditure impaired during the year of $1,773,159 pertained to the Doolgunna project where the AASB 6 criteria for carry forward could not be met at year end. The Doolgunna project was impaired to $nil on the basis that the Group relinquished the rights to the area of interest

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

Note 11 Other assets

	2021 $	2020 $
Security deposits	**10,356**	20,458
	10,356	20,458

Note 12 Trade and other payables

Current	**2021 $**	2020 $
Trade payables and accruals	**334,054**	322,065
Money received in advance	**9,924**	-
	343,978	322,065

Note 13 Provisions

Current	**2021 $**	2020 $
Employee benefits provisions	**108,649**	103,156
	108,649	103,156

Note 14 Parent Entity Disclosures

As at, and throughout, the financial year ending 30 June 2021 the parent company of the Group was Strickland Metals Limited.

	2021 $	2020 $
Result of the parent entity		
(Loss) for the year	**(3,765,593)**	(781,999)
Other comprehensive income	**-**	-
Total comprehensive loss for the year	**(3,765,593)**	**(781,999)**
Financial position of the parent entity at year end		
Total current assets	**1,675,658**	517,669
Total non-current assets	**10,745,053**	**6,833,153**
Total assets	**12,420,711**	7,350,821
Current liabilities	**374,811**	250,224
Total liabilities	**374,811**	250,224
Net Assets	**12,045,900**	**7,100,597**
Total equity of the parent entity comprising of:		
Issued capital	**29,741,327**	23,016,475
Accumulated losses	**(19,979,295)**	(16,213,702)
Reserves	**2,283,868**	297,824
Total Equity	**12,045,900**	**7,100,597**

(i) Loans to Eskay Resources Pty Ltd, Alloy Minerals Pty Ltd, Dingo Resources Limited and Doolgunna Pty Ltd (controlled entities) are interest free, unsecured and is repayable on demand. Whilst the loans are at call there is no expectation at reporting date that it will be called in the next 12 months and have accordingly been classified as non-current. The loans are in respect of exploration expenditure incurred by the subsidiary companies on the Group's mining tenements. The ultimate recoupment is dependent on successful development and commercial exploitation or alternatively, sale of the underlying mineral exploration properties.

(ii) The ultimate recoupment of the investment in Eskay Resources Pty Ltd is dependent on successful development and commercial exploitation or alternatively, sale of the underlying mineral exploration properties.

(iii) The recoverable of the carrying amount of the capitalised exploration and evaluation assets is dependent upon the successful development and commercial exploitation or alternatively sale of the respective areas of interest.

Note 15 Contributed equity

a) Share Capital

		2021 No.	2020 No.	**2021 $**	2020 $
Issued share capital		**735,252,324**	335,367,735	**29,741,327**	23,016,475
Share movements during the year	*Issue price $*				
At the beginning of the year		**335,367,735**	1,693,277,613	**23,016,475**	20,668,289
Acquisition of Doolgunna tenements	$0.026	**15,000,000**		**390,000**	
Placement	$0.03	**19,716,934**		**591,509**	
Share purchase plan	$0.03	**46,666,642**		**1,399,999**	
Option exercise	$0.025	**4,400,000**		**110,000**	
Executive Shares	$0.018	**33,333,333***		**-**	
Right issues	$0.018	**280,767,680**		**5,053,819**	
Placement	$0.002		265,000,000		530,000
Entitlement issue	$0.002		130,399,738		260,799
Placement Tranche 1	$0.002		180,919,338		361,839
Placement Tranche 2	$0.002		319,080.662		638,161
Acquisition of Dingo Resources	$0.001		450,000,000		450,000
Consolidation 10:1			(2,734,809,616)		
Acquisition of Bryah Basin tenements	$0.02		20,000,000		260,000
Advisor shares	$0.02		1,500,000		30,000
Acquisition of Morgan Range Tenements	$0.02		10,000,000		150,000
Capital raising costs				**(820,474)**	(332,613)
At the end of the year		**735,252,324**	335,367,735	**29,741,327**	23,016,475

* Executive shares relate to the limited recourse loan issued to Andrew Bray and the share grant and supporting loan together in substance comprise a share option.

b) Ordinary shares

The Company is a public company limited by shares. The Company was incorporated in Perth, Western Australia on 2 June 2004. 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 entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Note 15 Contributed equity (continued)

c) Options
Information relating to options issued by Strickland Metals Limited is set out in note 16.

Options on issue at the balance date

The number of options outstanding over unissued ordinary shares at 30 June 2021 is 282,983,980 (2020: 22,000,000). The terms of these options are as follows:

Number of Options Granted	***Exercise Price***	***Expiry Date***
10,600,000	*$0.025*	*29/10/2021*
15,000,000	*$0.025*	*22/07/2024*
6,000,000	*$0.04*	*30/11/2022*
1,000,000	*$0.05*	*30/11/2021*
17,000,000	*$0.04*	*28/08/2024*
12,000,000	*$0.05*	*28/08/2024*
1,000,000	*$0.07*	*24/09/2024*
140,383,980	*$0.036*	*17/05/2024*
16,666,667[1]	*$0.036*	*17/05/2024*
20,000,000	*$0.036*	*17/05/2024*
10,000,000	*$0.036*	*17/05/2024*

1. Limited recourse loan was provided to the Andrew Bray to acquire 33,333,333 fully paid ordinary shares in the Company at $0.018 per share as announced 12 April 2021. These loan shares are in substance an option which was granted on 12 April 2021, vest across the 2021, 2022 and 2023 financial years (33% vested in the 2021 financial year) and had a grant date fair value of $619,764.

d) Share Option Reserve

The equity remuneration reserve comprises of the share-based payment expense recognised at the fair value of options granted to employees and directors.

Note 16 Share-based payments

The Group has issued options to employees, directors, consultants and third parties (for provision of goods and services, and acquisition of exploration and evaluation tenements) under the terms and condition outlined below. During the financial year, options have been expensed for employees and directors ($1,135,474), recorded as capital raising costs for underwriting services ($334,855), expensed as exploration costs for geological services ($205,569) and capitalised to exploration and development expenditure asset for tenement acquisitions ($310,146).

a) Incentive Option Plan

The Company has a formal option plan for the issue of options to employees, directors and consultants, which was approved by shareholders at the Company's Annual General Meeting on 25 November 2018. Options are granted free of charge and are exercisable at a fixed price in accordance with the terms of the grant. Options over unissued shares are issued under the terms of the Plan at the discretion of the Board.

b) Number and weighted average exercise prices of share options

	2021 Weighted average exercise price (cents)	2021 Number of options	2020 Weighted average exercise price (cents)	2021 Number of options
Outstanding at 1 July	3.02	22,000,000	1.13	27,000,000
Granted during the year(i)	3.76	247,050,647		
Exercised Options during the year	2.50	(4,400,000)		
Forfeited Options during the year	5.47	(15,000,000)		
Expired during the period	-	-	1.13	(27,000,000)
Granted before consolidation			0.41	70,000,000
Consolidation 1:10(ii)				(63,000,000)
Granted after consolidation			2.5	15,000,000
Outstanding at 30 June	3.61	249,650,647	3.02	22,000,000
Exercisable at 30 June		181,550,647		19,000,000

(i) Excludes 33,333,333 loan shares issued to Andrew Bray that are in substance share options

(ii) 70,000,000 options issued prior to the consolidation of capital, were reduced to 7,000,000 options on a 1:10 basis in April 2020 being the date of the consolidation of share capital.

Note 16 Share-based payments (continued)

The following factors and assumptions were used in determining the fair value of options issued during the year

Grant Date	*Option life*	*Fair value per option*	*Exercise price*	*Price of shares on grant date*	*Expected volatility*	*Risk free interest rate*	*Dividend yield*
15,000,000 Unlisted Options (i)							
17 July 2020	4.02 years	$0.02068	$0.025	$0.026	125%	0.385%	0%
21,000,000 Unlisted Options (ii)							
17 Aug 2020	4 years	$0.04073	$0.040	$0.050	125%	0.365%	0%
19,000,000 Unlisted Options (ii)							
17 Aug 2020	4 years	$0.03962	$0.050	$0.050	125%	0.365%	0%
1,000,000 Unlisted Options (iii)							
24 September 2020	4 years	$0.04643	$0.070	$0.060	125%	0.255%	0%
33,333,333 Loan Shares (iv)							
12 April 2021	5 years	$0.0186	$0.018	$0.023	125%	0.699%	0%
16,666,667 Loan Options (iv)							
12 April 2021	3.1 years	$0.0153	$0.036	$0.023	125%	0.195%	0%
20,000,000 Unlisted Options (v)							
14 May 2021	3 years	$0.0167	$0.036	$0.025	125%	0.195%	0%
10,000,000 Unlisted Options (vi)							
21 May 2021	3 years	$0.0206	$0.036	$0.0297	125%	0.195%	0%

(i) Options issued as part payment for acquisition of Doolgunna tenements.

(ii) Options granted to key management personnel. 9,500,000 vested on 26 Nov 2020, 11,500,000 vest on 31 July 2021 and 19,000,000 vest on 31 July 2022

(iii) 5,000,000 options issued to an employee. 1,000,000 vested on issue, 4,000,000 lapsed upon cessation of employment

(iv) 33,333,333 shares and 16,666,667 options were acquired by Mr Andrew Bray by way of a $600,000 limited recourse loan provided by the Company. The shares and options acquired and the supporting loan together in substance comprise a share option. 11,111,111 loan shares and 5,555,556 loan options vested on 12 April 2021, 11,111,111 loan shares and 5,555,556 loan options vest on 12 April 2022 and 11,111,111 loan shares and 5,555,556 loan options vest on 12 April 2022.

The Company will only have recourse to the shares and options acquired by Mr Andrew Bray in order to achieve repayment of the loan. Any outstanding balance of the loan will be repayable in full upon the earlier of the 12 April 2026 or the date at which his Executive Service Agreement ("Agreement") is terminated.

Under the terms of the Agreement, if the Agreement is terminated for any reason:

(a) prior to or on the 12 April 2022, 22,222,222 loan shares and 11,111,111 loan options are forfeited for no value, and repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 11,111,111 loan shares and 5,555,555 loan options at that time;
(b) prior to or on the 12 April 2023, 11,111,111 loan shares and 5,555,555 loan options are forfeited for no value, and repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 22,222,222 loan shares and 11,111,111 loan options at that time;
(c) at any time after 12 April 2023, repay an amount that is the lesser of the outstanding balance of the loan or the realisable value of 33,333,333 loan shares and 16,666,667 loan options at that time

(v) Options issued to Enrizen Capital Pty Ltd (a company related to Mr Trent Franklin) in connection with capital raising underwriting services

(vi) Options issued to Omni GeoX Pty Ltd in connection with the provision of geological consultancy services

Weighted average remaining contractual life

The weighted average remaining contractual life for the share options outstanding as at 30 June 2021 is 2.77 years (2020: 1.63 years).

Note 17 Financial instruments

Financial risk management

The Group has exposure to a variety of risks arising from its use of financial instruments. This note presents information about the Group's exposure to the specific risks, and the policies and processes for measuring and managing those risks and the management of capital. Further quantitative disclosures are included throughout this financial report.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Group does not use any form of derivatives as it is not at a level of exposure that requires the use of derivatives to hedge its exposure. The Group has exposure to the following risks from their use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

(a) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from transactions with customers and investments.

Cash and cash equivalents

The Group has cash and cash equivalents of $1,511,626 at 30 June 2021 (2020: $529,167) that are held with financial institution counter-parties that are rated AA- based on S&P Global rating.

Trade and other receivables

The Group has no investments and the nature of the business activity of the Group does not result in trading receivables. The receivables that the Group does experience through its normal course of business are short term and the risk of recovery of no recovery of receivables is considered to be negligible.

Note 17 Financial instruments (continued)

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages its liquidity risk by monitoring its cash reserves and forecast spending. Management is cognisant of the future demands for liquid finance resources to finance the Group's current and future operations, and consideration is given to the liquid assets available to the Company before commitment is made to future expenditure or investment.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising any return.

(d) Capital management

The Board's policy is to maintain a sound capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors capital expenditure and cash flows.

The Group's objectives when managing capital is to safeguard the Group's ability to continue as a going concern, so as to maintain a strong capital base sufficient to maintain future exploration and development of its projects. In order to maintain or adjust the capital structure, the Group may return capital to shareholders issue new shares or sell assets to reduce debt. The Group's focus has been to raise sufficient funds through equity to fund exploration and evaluation activities.

There were no changes in the Group's approach to capital management during the year. Risk management policies and procedures are established with regular monitoring and reporting.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

Note 18 Dividends

No dividends were paid or proposed during the financial year.
The company has no franking credits available as at 30 June 2021.

Note 19 Key management personnel disclosures

(a) Details of Key Management Personnel

Directors	
Paul Skinner	Non-Executive Director
Anthony McClure	Non-Executive Chairman (appointed 1 April 2021)
David Morgan	Non-Executive Director (appointed 1 April 2021)
Trent Franklin	Non-Executive Director (appointed 12 April 2021)
Mark Cossom	Non-Executive Director (appointed 10 May 2021)
Andrew Bray	Chief Executive Officer (appointed 12 April 2021)
Andrew Viner	Executive Chairman (resigned 1 April 2021)
Gary Powell	Non-Executive Director (resigned 1 April 2021)
Kevin Hart	Company Secretary (resigned 1 April 2021)

(b) Compensation for key management personnel

	2021 $	2020 $
Short-term employee benefits	**255,959**	258,903
Post-employee benefits	**21,610**	21,750
Share based payments	**1,026,013**	79,325
Long term benefits	**2,687**	7,167
Total compensation	**1,306,269**	367,145

(c) Other key management personnel

There were no other persons having the authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, during the financial year.

(b) Related party transactions

During the year, the Group entered into transactions with related parties of Mr Trent Franklin, a non-executive director of the Group including Enrizen Accounting, Enrizen Capital and Enrizen Lawyers. These entities provide corporate advisory, legal, accounting services, company secretarial, business consulting to the Company in the ordinary course of business. The value of the transaction in the financial year ending 30 June 2021 amount to $21,200 (2020: Nil) in Enrizen Accounting, $652,684 (2020: Nil) in Enrizen Capital and $88,351 (2020: $Nil) in Enrizen Lawyers. As at reporting date, $7,920 was payable to Enrizen Accounting Pty Ltd and $40,865 was payable to Enrizen Lawyers Pty Ltd.

Mr. Kevin Hart has an interest as a partner in a Chartered Accounting firm Endeavour Corporate. This firm provides company secretarial and accounting services to the Company in the ordinary course of business. The value of the transactions in the financial year ending 30 June 2021 amount to $117,486 (2020: $93,357). The amount owing to Endeavour Corporate at 30 June 2021 was $nil (2020: $11,538).

Note 20 Remuneration of auditors

	2021 $	2020 $
Audit and review of the Group's Consolidated Financial Statements	**35,000**	30,815
	35,000	30,815

Note 21 Contingencies

(i) Contingent liabilities
There were no material contingent liabilities not provided for in the Consolidated Financial Statements of the Company or Group as at 30 June 2021 or 30 June 2020, other than:

Native Title and Aboriginal Heritage
Native title claims have been made with respect to areas which include tenements in which the Company has an interest. The Company is unable to determine the prospects for success or otherwise of the claims and, in any event, whether or not and to what extent the claims may significantly affect the Company or its projects. Agreement is being or has been reached with various native title claimants in relation to Aboriginal Heritage issues regarding certain areas in which the Company has an interest.

Milrose Gold Project
On 23 June 2021, the Company entered into term sheets with Millrose Gold Mines Limited and Golden Eagle Mining Pty Ltd to acquire the Millrose Gold Project. The completion of the transactions are subject to a number of conditions which were yet to be satisfied at year end, which if satisfied will require payment of $7.0 million cash and $2.0 million in either cash or fully paid ordinary shares in the Company.

Yandal East Gold Project
On 9 June 2021, the Company entered into a term sheet with Renegade Exploration Limited to acquire the Yandal East Gold Project. The completion of the transaction is subject to a number of conditions which were yet to be satisfied at year end. These conditions were satisfied subsequent to year end, refer to Note 27.

(ii) Contingent assets
There were no material contingent assets as at 30 June 2021 or 30 June 2020.

Note 22 Commitments

(a) Exploration

The Group has certain obligations to perform minimum exploration work on mineral leases held. These obligations may vary over time, depending on the Group's exploration programmes and priorities. As at balance date, total exploration expenditure commitments on tenements held by the Group have not been provided for in the Consolidated Financial Statements and which cover the following twelve-month period amount to $2,675,300 (2020: $1,241,520).

(b) Contractual Commitment

There are no contracted commitments other than those disclosed above.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

Note 23 Controlled entities

Strickland Metals Limited owns 100% of the share capital of Eskay Resources Pty Ltd. Eskay Resources Pty Ltd is incorporated in the state of Western Australia.

Strickland Metals Limited owns 100% of the share capital of Alloy Minerals Pty Ltd. Alloy Minerals Pty Ltd is incorporated in the state of Western Australia.

Strickland Metals Limited owns 100% of the share capital of Dingo Resources Limited. Dingo Resources Limited is incorporated in the state of Western Australia.

Strickland Metals Limited owns 100% of the share capital of Doolgunna Pty Ltd. Doolgunna Pty Ltd is incorporated in the state of Western Australia.

Note 24 Reconciliation of loss after tax to net cash outflow from operating activities

	2021 $	2020 $
Loss after income tax	(3,863,142)	(693,018)
Depreciation	3,695	5,316
Exploration expenditure impaired	1,773,159	48,707
Exploration expenditure expensed	253,271	112,990
Share based payment expense	1,135,474	79,325
Loss on disposal of tenements	4,833	-
Gain on disposal of financial assets	(105,753)	-
Change in operating assets and liabilities:		
Decrease in receivables/prepayments	15,697	(33,024)
Increase/(decrease) in payables	22,147	(4,528)
Increase/(decrease) in employee provisions	5,493	14,609
Net cash outflow from operating activities	(755,126)	(469,623)

Note 25 Earnings per share

	2021 **$ (Cent)**	2020 $ (Cent)
a) Basic earnings per share		
Loss attributable to ordinary equity holders of the company	**(0.87)**	(0.04)
b) Diluted earnings per share		
Loss attributable to ordinary equity holders of the company	**(0.87)**	(0.04)
c) Loss used in calculation of basic and diluted loss per share		
Loss after tax from continuing operations	**(3,863,142)**	(693,018)
	2021 **No.**	2020 No.
Weighted average number of shares used	**445,261,885**	1,569,909,887

Potential ordinary shares are not considered dilutive as their conversion does not show an inferior view of the earnings performance of the company. Accordingly, diluted earnings per share are the same as the basic earnings per share. Number of options so excluded from the calculation is set out in Note 16.

Note 26 Acquisition of Horse Well Tenements

During the year the Group completed the acquisition of Silver Lake Resources Limited's 37% interest in the Horse Well Joint Venture (Horse Well Interest). Following the acquisition from Silver Lake Resource Limited of this interest, the Company became the 100% owner of the Horse Well Project.

Consideration for the acquisition of Horse Well Interest was $1,750,000 in cash.

	Amount ($)
Acquisition consideration	**1,750,000**
Net assets acquired:	
Fair value attributed to exploration assets	**1,750,000**

This acquisition has been treated as an acquisition of assets.

Note 27 Events occurring after the reporting date

Completion of Acquisition of 75% Interest in Yandal Gold East Project from Renegade Exploration Limited

Subsequent to year end, on 16 July 2021, the Company announced that it had completed the transaction to acquire Renegade Exploration Limited's 75% interest in the tenements that comprise the Yandal East gold project. The parties executed a formal sale and purchase agreement in relation to the transaction, and that all conditions precedent and completion obligations in relation to the transaction had been satisfied. On completion, STK paid the following consideration to Renegade:

3. 40,000,000 fully paid ordinary shares in Strickland at an issue price of $0.03, subject to voluntary escrow for twelve (12) months; and

4. a cash payment of $400,000 at completion of the transaction.

On or around the 16 January 2022, Strickland is required to pay Renegade a cash payment of $400,000.

The Group is also required to pay a 0.5% Net Smelter Return over its ownership interest in the tenements.

Millrose
Subsequent to the reporting period, the parties executed a formal sale and purchase agreement in relation to the transaction, and all Conditions relating to the transaction (with the exception of the Third Payment which is not yet due) have been satisfied.

Completion of Placement and Rights Issue

Subsequent to year end, the Company issued 305,037,073 shares in relation to its completed capital raising via placement and rights issue to raise a combined total of $12.2 million (before costs).

Exercise of Options
Subsequent to the reporting period 9,480,000 unlisted options with an exercise price of $0.025 and expiry date of 29 October 2021 were exercised into fully paid shares and the Company received $237,000 as consideration for the exercise of these options.

Subsequent to the reporting period 343,397 listed STKOA Options with an exercise price of $0.036 and expiry date of 17 May 2024 were exercised into fully paid shares and the Company received $12,362.30 as consideration for the exercise of these options.

Issue of Performance Rights to KMP and consultants

Subsequent to year end, the following Performance Rights were issued to directors who are part of Key Management Personnel under the Company's Incentive Plan:

Note 27 Events occurring after the reporting date (continued)

	First Vesting Performance Rights	Second Vesting Performance Rights
Vesting conditions	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 10 cents ($0.10) at any time before the Expiry date.	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 20 cents ($0.20) at any time before the Expiry date.
Expiry Date	2/08/2025	2/08/2025
	No.	**No.**
Anthony McClure	4,500,000	4,500,000
David Morgan	3,000,000	3,000,000
Trent Franklin	3,000,000	3,000,000
Paul Skinner	3,000,000	3,000,000
Mark Cossom	3,000,000	3,000,000

The Performance Rights issued to directors under the Incentive Scheme where issued on 2 August 2021 pursuant to the Shareholder Approval at a general meeting of shareholders of the Company on 30 July 2021 pursuant to ASX Listing Rule 10.14.

Also subsequent to year end, the following options were issued to Company employees who are not part of Key Management Personnel during the reporting period under the Company's Employee Incentive Plan:

Item	First Vesting Performance Rights	Second Vesting Performance rights	Other Vesting Performance rights
Amount	4,000,000	3,000,000	1,000,000
Vesting conditions	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 10 cents ($0.10) at any time before the Expiry date.	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 20 cents ($0.20) at any time before the Expiry date.	Vest upon the Company reporting a JORC compliant resource of 1 million ounces of gold.
Expiry date	2 August 2025	2 August 2025	2 August 2025

Issue of Options to Underwriter and Consultants
Subsequent to year end, shareholder approval was obtained for the issue of 10,000,000 STKOA listed options (with an exercise price of $0.036 expiring on 17/05/2024) to Omni GeoX Pty Ltd.

Subsequent to year end, shareholder approval was obtained for the issue of 20,000,000 STKOA listed options (with an exercise price of $0.036 expiring on 17/05/2024) to Enrizen Capital Pty Ltd (a company related to Mr Trent Franklin).

DIRECTOR'S DECLARATION

In the opinion of the Directors of Strickland Metals Limited ("the Company")

1 (a) the Consolidated Financial Statements and notes set out on pages 33 to 61 and the remuneration disclosures that are contained in the Remuneration Report in the Directors' report, are in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the Group's financial position as at 30 June 2021 and of its performance, for the financial year ended on that date; and

(ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1(a);

(c) there are reasonable grounds to believe that the Company and Group will be able to pay its debts as and when they become due and payable.

2 The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the managing director and company secretary for the financial year ended 30 June 2021.

Signed at Sydney on this 30th day of September 2021

Anthony McClure
Non-Executive Chairman

Independent Auditor's Report

To the shareholders of Strickland Metals Limited

Report on the audit of the Financial Report

Opinion

We have audited the ***Financial Report*** of Strickland Metals Limited (the Company).

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

- giving a true and fair view of the ***Group***'s financial position as at 30 June 2021 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The ***Financial Report*** comprises:

- Consolidated statement of financial position as at 30 June 2021
- Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- Notes including a summary of significant accounting policies
- Directors' Declaration.

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

Basis for opinion

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

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with the Code.

Key Audit Matters

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

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

Capitalised exploration and development expenditure - $10,642,384	
Refer to Note 10 to the Financial Report	
The key audit matter	**How the matter was addressed in our audit**
Capitalised exploration and development expenditure (E&E) is a key audit matter due to: • the significance of the activity to the Group's business and the balance (being 85% of total assets); and • the greater level of audit effort to evaluate the Group's application of the requirements of the industry specific accounting standard AASB 6 Exploration for and Evaluation of Mineral Resources, in particular the conditions allowing capitalisation of relevant expenditure and presence of impairment indicators. The presence of impairment indicators would necessitate a detailed analysis by the Group of the value of E&E. Given the criticality of this to the scope and depth of our work, we involved senior team members to challenge the Group's determination of the existence of impairment indicators. In assessing the conditions allowing capitalisation of relevant expenditure, we focused on: • the determination of the areas of interest; • documentation available regarding rights to tenure, via licensing, to maintain current rights to an area of interest and the authoritative nature of external registry sources and the Group's intention and capacity to continue the relevant E&E activities; and • the Group's determination of whether the E&E are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its	Our procedures included: • We evaluated the Group's accounting policy to recognise capitalised exploration and development assets using the criteria in the accounting standard; • We assessed the Group's determination of its areas of interest for consistency with the definition in the accounting standard. This involved analysing the licences in which the Group holds an interest and the exploration programmes planned for those for consistency with documentation such as planned work programmes; • For each area of interest, we assessed the Group's current rights to tenure by checking the ownership of the relevant license to government registries and evaluating agreements in place with other parties; • We tested the Group's additions to E&E for the year by evaluating a statistical sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Group's accounting policy and the requirements of the accounting standard; • We evaluated Group documents, such as minutes of Board meetings, for consistency with their stated intentions for continuing E&E in certain areas. We check this through interviews with key personnel; • We analysed the Group's determination of recoupment through successful development and exploitation of the area or by its sale by evaluating the Group's documentation of planned future/continuing activities including

sale.
 	
In assessing the presence of impairment indicators, we focused on:
 	
• those that may draw into question the commercial continuation of E&E activities for the Horse Well Gold Project, Bryah Basin and Morgan Range where significant E&E exists. In addition to the assessments above, and given the financial position of the Group we paid particular attention to:
  ◦ the ability of the Group to fund the continuation of activities; and
  ◦ results from latest activities regarding the existence or otherwise of economically recoverable reserves.
 	
• the Doolgunna project as the Group had relinquished the rights to the area of interest during the financial year.
	work programmes and corporate budgets for each area; and
	
	• We obtained the corporate budget and compared this for consistency with areas with E&E, for evidence of the ability to fund continued activities.
	
	• In relation to the Doolgunna project, we obtained documentation in relation to the Group's relinguishment to the rights to the area of interest and tested the Group's impairment charge by evaluating the impairment expense recognised against recorded capitalised expenditure for this area of interest for consistency.

Share-based payments	
Refer to Note 16 to the Financial Report	
The key audit matter	**How the matter was addressed in our audit**
Share-based payments is a key audit matter due to the significant effort required by us to audit the Group's share-based payment arrangements which were established during the year. We focused on the: • Valuation methodology and inputs used in the Group's valuation models, such as the share price, vesting period, volatility, option exercise price, dividend yield and grant date used by the Group in the valuation of the share options • The significant judgement we used to assess the volatility inputs used by the	Our procedures included: • Evaluating the appropriateness of the Group's accounting policy for share-based payments against the principles-based criteria in AASB 2 *Share-based Payment*. • Assessing the valuation methodology against industry practice and the accounting standard requirements. • Testing a sample of the inputs to the Group's share-based payments calculations such as grant date, share price, option exercise price, number of options issued, vesting conditions and dates to underlying offer letters, agreements and the Group's Option Incentive Plan.

Group in its valuation models for the share options issued:
 	
• Under the Group's Incentive Option Plan to key management personnel and employees;
• In connection with the shares and share options acquired by the Group's Chief Executive Office, Mr Andrew Bray, pursuant to a limited recourse loan provided by the Group;
• In relation to the acquisition of the Doolgunna Project; and
• In relation to geological consultancy services and fund raising underwriting services provided to the Group.
 	
This required involvement of our valuation specialists.
 	
• Largely manual calculation of the share-based payments, which increases the risk of error. This required significant audit effort.
 	
We involved our valuation specialists to supplement our senior audit team members in assessing this key audit matter.
	• Working with our valuation specialists to:
	  • compare the market derived volatility input used in the Group's valuation models against publicly available market data for comparable entities. We used our knowledge of the Group and our industry experience
	  • perform an independent Monte Carlo simulation with a Black-Scholes valuation to value the shares and share options acquired by the Group's Chief Executive Office, Mr Andrew Bray, pursuant to a limited recourse loan provided by the Group. This included using publicly available risk-free rates and comparable company volatility inputs. We compared the valuation to that recorded by the Group.
	• Evaluating the basis for the dividend yield assumption, sourcing evidence from Directors' minutes and Directors' inquiries.
	• For share options issued under the Group's Incentive Option Plan and issued in relation to the acquisition of the Doolgunna Project, geological consultancy services and fund raising underwriting services provided to the Group, we independently recalculated the fair value of the share options utilising a Black-Scholes model, using the publicly available risk-free rate and the volatility rate from the procedure noted above. We compared the valuations to those recorded by the Group.
	• Recalculating share-based payments and compared these to the amounts recognised by the Group.
	• Assessing the Group's disclosures of key terms and valuation assumptions in the Financial Report, against the requirements of the accounting standards.

Other Information

Other Information is financial and non-financial information in Strickland Metals Limited's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors

KPMG

are responsible for the Other Information.

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

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

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

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our Auditor's Report.

Report on the Remuneration Report

Opinion

In our opinion, the Remuneration Report of Strickland Metals Limited for the year ended 30 June 2021, complies with *Section 300A* of the *Corporations Act 2001*.

Directors' responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with *Section 300A* of the *Corporations Act 2001*.

Our responsibilities

We have audited the Remuneration Report included in pages 21 to 30 of the Directors' report for the year ended 30 June 2021.

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

KPMG

KPMG

Matthew Beevers

Partner

Perth

30 September 2021

ADDITIONAL ASX INFORMATION

As at 9 September 2021, the Company provides the following information:

a. Voting Rights

The total number of shares on issue is 1,080,633,004.
The total number of shareholders was 2,610 and each share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

b. Distribution of Shareholders by Number (ordinary Shares)

Holding Ranges	Holders
1-1,000	144
1,001-5,000	160
5,001-10,000	236
10,0001-100,000	1,172
100,0001 – and above	898
Totals	**2,610**

c. Number of shareholdings held in less than marketable parcels is 621.

d. There are currently 40,000,000 fully paid shares which are subject to voluntary escrow with the escrow period ending 16 July 2022.

e. The substantial shareholders in the Company are as follows:

HOLDER NAME	NUMBER HELD	PERCENTAGE
L11 Capital Pty Ltd <Gascoyne Family A/C>	103,983,740	9.62%

ADDITIONAL ASX INFORMATION

f. 20 largest Shareholders as at 9 September 2021:

Position	Holder Name	Holding	% IC
1	L11 CAPITAL PTY LTD <GASCOYNE FAMILY A/C>	103,983,740	9.62%
2	RENEGADE EXPLORATION LIMITED	40,000,000	3.70%
3	DIVERSIFIED ASSET HOLDINGS PTY	28,623,286	2.65%
4	MR SHANE TIMOTHY BALL <THE BALL A/C>	27,080,861	2.51%
5	GATEWAY MINING LTD	20,000,000	1.85%
6	MR JASON PAUL SKINNER <JASON SKINNER FAMILY A/C>	18,200,000	1.68%
7	SLADE TECHNOLOGIES PTY LTD <EMBREY FAMILY SUPERFUND A/C>	16,892,858	1.56%
8	GASCOYNE HOLDINGS PTY LTD <BRAY SUPER FUND PENSION A/C>	15,238,092	1.41%
9	ENABLE INVESTMENT MANAGER PTY LTD <ENABLE CAPITAL FUND A/C>	12,092,900	1.12%
10	MR PETER HOWELLS	11,565,715	1.07%
11	VENTURA RESOURCES PTY LTD <VENTURA A/C>	11,428,572	1.06%
12	KINETIC TRADE PTY LTD <THE SKINNER S/F A/C>	10,804,668	1.00%
13	MR BRETT ALAN WATKINS	10,555,550	0.98%
14	FANO PTY LTD <HURLEY SUPER FUND A/C>	9,735,518	0.90%
15	MR GREGORY JOHN SHARPLESS & MRS JENNIFER LEE SHARPLESS <SHARPLESS INVESTMENT A/C>	8,871,385	0.82%
16	WESTERN DISCOVERY PTY LTD <VINER SUPER FUND A/C>	8,200,001	0.76%
17	MR ANTHONY MCCLURE	8,055,550	0.75%
18	1215 CAPITAL PTY LTD	7,333,334	0.68%
19	SHERKANE PTY LTD	6,971,008	0.65%
20	SILVERLIGHT HOLDINGS PTY LTD <CAIRNS INVESTMENT A/C>	6,964,286	0.67%
	Total	**382,597,324**	**35.44%**

g. There is no on-market buy back currently being undertaken.

h. There are currently 186,707,250 listed options on issue with an exercise price of $0.036 expiring on 17 May 2024 (Listed Options). There are currently 600 holders of the Listed Options. The Listed Options do not carry any voting rights.

i. Distribution of Optionholders by Number (Listed Options)

ADDITIONAL ASX INFORMATION

Holding Ranges	Holders
1-1,000	7
1,001-5,000	68
5,001-10,000	70
10,0001-100,000	257
100,0001 – and above	198
Totals	**600**

j. 20 largest Optionholders of Listed Options as at 9 September 2021

Position	Holder Name	Holding	% IC
1	ENABLE INVESTMENT MANAGER PTY LTD <ENABLE CAPITAL FUND A/C>	17,000,000	9.11%
2	L11 CAPITAL PTY LTD <GASCOYNE FAMILY A/C>	16,666,667	8.93%
3	OMNI GEOX PTY LTD	10,694,440	5.73%
4	MR JASON PAUL SKINNER <JASON SKINNER FAMILY A/C>	8,950,000	4.79%
5	GASCOYNE HOLDINGS PTY LTD <BRAY SUPER FUND PENSION A/C>	6,666,665	3.57%
6	DIVERSIFIED ASSET HOLDINGS PTY	5,500,000	2.95%
7	VENTURA RESOURCES PTY LTD <VENTURA A/C>	5,000,000	2.68%
8	SLADE TECHNOLOGIES PTY LTD <EMBREY FAMILY SUPERFUND A/C>	3,000,000	1.61%
9	MR SHANE TIMOTHY BALL <THE BALL A/C>	2,810,400	1.51%
10	MR BRETT ALAN WATKINS	2,777,775	1.49%
10	MR ANTHONY MCCLURE	2,777,775	1.49%
11	SHERKANE PTY LTD	2,486,593	1.33%
12	MR GREGORY JOHN SHARPLESS & MRS JENNIFER LEE SHARPLESS <SHARPLESS INVESTMENT A/C>	2,083,330	1.12%
12	MRS REBECCA JANE PEERS & MR MARK LEONARD PEERS	2,083,330	1.12%
13	KEIL INVESTMENTS PTY LTD <THE KEIL PRIV PEN FUND A/C>	2,019,000	1.08%
14	MR PETER HOWELLS	2,010,000	1.08%
15	PENKLIN PTY LTD <PENNY FARTHING SMSF A/C>	2,000,000	1.07%
15	ACCRECAP PTY LTD <ACCRECAP A/C>	2,000,000	1.07%
15	STASHCAP PTY LTD <STASH SUPER FUND A/C>	2,000,000	1.07%
16	MR MICHAEL JOHN KEIL & MRS JOANNE LEE KEIL <THE KEIL A/C>	1,819,938	0.97%
17	JP EQUITY HOLDINGS PTY LTD	1,500,000	0.80%
18	SCINTILLA STRATEGIC INVESTMENTS LIMITED	1,466,667	0.79%
19	KINETIC TRADE PTY LTD <THE SKINNER S/F A/C>	1,453,317	0.78%
20	FANO PTY LTD <HURLEY SUPER FUND A/C>	1,444,446	0.77%
	Total	**106,210,343**	**56.89%**

ADDITIONAL ASX INFORMATION

k. The Company has the following unquoted securities on issue comprising a total of 29 holders:

Number of Options Granted	*Exercise Price*	*Expiry Date*	*Holders*
1,120,000	*$0.025*	*29/10/2021*	1
15,000,000	*$0.025*	*22/07/2024*	1
6,000,000	*$0.04*	*30/11/2022*	*3*
1,000,000	*$0.05*	*30/11/2021*	*5*
21,000,000	*$0.04*	*28/08/2024*	*8*
19,000,000	*$0.05*	*28/08/2024*	*4*
1,000,000	*$0.07*	*24/09/2024*	*1*
2,000,000	*$0.07*	*24/09/2024*	*1*
2,000,000	*$0.085*	*24/09/2024*	*1*

(Collectively, the **Unlisted Options**).
The Unlisted Options do not carry any voting rights.

l. Distribution of Optionholders by Number (Unlisted Options)

Holding Ranges	**Holders**				
	Unlisted Options				
	Exc $0.025 Exp 29/10/21	Exc $0.025, Exp 22/7/24	Exc $0.04, Exp 30/11/22	Exc $0.05, Exp 30/11/21	Exc $0.04, Exp 28/08/24
1-1,000					
1,001-5,000					
5,001-10,000					
10,0001-100,000				3	
100,0001 – and above	1	1	3	2	8
Totals	**1**	**1**	**3**	**5**	**8**

Holding Ranges	**Holders**			
	Unlisted Options			
	Exc $0.05, Exp 28/8/24	Exc $0.07, Exp 24/9/24	Exc $0.07, Exp 24/9/24	Exc $0.085, Exp 24/6924
1-1,000				
1,001-5,000				
5,001-10,000				
10,0001-100,000				
100,0001 – and above	4	1	1	7
Totals	**4**	**1**	**1**	**7**

m. The following persons hold 20% or more of unquoted equity securities (excluding those issued under an employee incentive scheme):

(a) 15,000,000 unlisted options with an exercise price of $0.025 and expiring on 22 July 2024:

ADDITIONAL ASX INFORMATION

HOLDER NAME	NUMBER HELD
Diversified Asset Holdings Pty Ltd	15,000,000

(b) 6,000,000 unlisted options with an exercise price of $0.04 and expiring on 30 November 2022 :

HOLDER NAME	NUMBER HELD
Andrew John Viner	3,000,000
Gary Raymond Powell	1,500,000
Kevin Ronald Hart	1,500,000

(c) 1,000,000 unlisted options exercisable at $0.05, expiry 30 November 2021:

HOLDER NAME	NUMBER HELD
JP Equity Holdings Pty Ltd	400,000
Jason Paul Skinner	500,000

(d) 21,000,000,unlisted options exercisable at $0.04, expiry 28 August 2024:

HOLDER NAME	NUMBER HELD
Western Discovery Pty Ltd	10,000,000
Kevin Ronald Hart	5,000,000

(e) 19,000,000 unlisted options exercisable at $0.05, expiry 28 August 2024:

HOLDER NAME	NUMBER HELD
Western Discovery Pty Ltd	10,000,000
Kevin Ronald Hart	5,000,000

n. The Company also has the following unlisted Performance Rights on Issue:

Number of Performance Rights Granted	*Vesting Conditions*	*Expiry Date*	*Holders*
20,500,000	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 10 cents ($0.10) at any time before the Expiry date.	*2/8/2025*	7
19,500,000	Vest upon the Company's Shares achieving a 10 day volume weighted average price (**VWAP**) of 20 cents ($0.20) at any time before the Expiry date.	*2/8/2025*	6
1,000,000	*Vest upon the Company reporting a JORC compliant resource of 1 million ounces of gold.*	*2/8/2025*	*1*

(Collectively, the **Performance Rights**).
The Performance Rights do not carry any voting rights.

o. Distribution of Rights holders by Number (Performance Rights)

ADDITIONAL ASX INFORMATION

Holding Ranges	Holders		
	Performance Rights		
	Vest upon the Company's Shares achieving a 10 day volume weighted average price (VWAP) of 10 cents ($0.10) Exp 2/8/25	Vest upon the Company's Shares achieving a 10 day volume weighted average price (VWAP) of 20 cents ($0.20) Exp 2/8/25	Vest upon the Company reporting a JORC compliant resource of 1 million ounces of gold. Exp 2/8/25
1-1,000			
1,001-5,000			
5,001-10,000			
10,0001-100,000			
100,0001 – and above	7	6	1
Totals	**7**	**6**	**1**

Corporate Governance Statement

The Directors of Strickland Metals Limited ("Strickland") or the ("Company") support the establishment and ongoing development of good corporate governance for the Company and the Group.

Strickland has adopted systems of control and accountability as the basis for the administration of corporate governance. These policies and procedures are summarised below. The Board of the Company is committed to administering the policies and procedures with openness and integrity, commensurate with the Company's needs.

The Board has adopted, and endorses The ASX Corporate Governance Council Principles and Recommendations ("4th Edition") as amended from time to time ("ASX Recommendations") and has adopted the ASX Recommendations that are considered appropriate for the Company given its size and the scope of its proposed activities.

Further information about the Company's corporate governance practices is set out on the Company's website at www.Stricklandmetals.com.au. In accordance with the recommendations of the ASX, information published on the Company's website includes:

Board Charter
Code of Conduct for Directors and Key Executives
Code of Ethics and Conduct
Share Trading Policy
Shareholder Communication
Strategy Continuous Disclosure
Policy
Diversity Policy
Risk Management Policy

This Statement sets out the corporate governance practices in place as at 30 September 2021 and has been approved by the Board of Strickland Metals Limited.

Corporate Governance Council Principle 1
Lay Solid Foundations for Management and Oversight

Role of the Board of Directors
The role of the Board is to build long term sustainable value for its security holders whilst respecting the interests of its stakeholders.

In order to fulfil this role, the Board is responsible for the overall corporate governance of the Company including formulating its strategic direction, setting remuneration and monitoring the performance of Directors. The Board approves and monitors expenditure, ensure the integrity of internal controls and monitors and approves financial and other reporting.

The Board is collectively responsible for promoting the success of the Group through its key functions of:

- overseeing the management of the Group;
- providing overall corporate governance of the Group;
- monitoring the financial performance of the Group;
- engaging appropriate management commensurate with the Group's structure and objectives;
- overseeing the Group's process for making timely and balanced disclosure of all material information concerning the entity that a reasonable person would expect to have an effect on the price or value of the entity's securities;
- involvement in the development of corporate strategy and performance objectives;
- monitoring the effectiveness of the Group's governance practices;

• satisfying itself that the Group's remuneration policies are aligned with the purpose, values and objectives of the Group; and
• reviewing, ratifying and monitoring systems of risk management and internal control, codes of conduct and legal compliance.

Senior executives are responsible for implementing the Group's strategic objectives, operating within the Group's values, code of conduct, budget and risk appetite. Senior executives are also charged with supporting and assisting the managing director in implementing the running of the general operations and financial business of the Group in accordance with the delegated authority of the Board. Senior executives are responsible for reporting all matters which fall within the Group's materiality thresholds at first instance to the managing director, or, if the matter concerns the managing director, directly to the chairman, the Board or the independent directors, as appropriate.

In complying with Recommendation 1.1 of the Corporate Governance Council, the Board has adopted a Board Charter which clarifies the respective roles and responsibilities of the Board and management, those matters expressly reserved to the Board, and those delegated to management.

Appointment of Directors
As part of the process for the identification of suitable future candidates for appointment as a director of the Company, the Board takes into consideration the person's character, experience, education, criminal record and bankruptcy history.

Before appointing a director or senior executive, or putting forward to shareholders a director for appointment, the Group undertakes comprehensive reference checks that cover elements such as the person's character, experience, employment history, potential conflicts of interest and qualifications. Directors are required to declare each year that they have not been disqualified from holding the office of director by the Australian Securities and Investments Commission ('**ASIC**').

The Group has provided in the Director's Report (in the Annual Report) information about each director that the Board considers necessary for shareholders to make a fully informed decision as to the election of a director. Candidate details, as recommended by the ASX Corporate Governance Principles and Recommendations, are also included in the relevant notice of meeting at which the Company seeks approval from security holders for the election or re-election of an individual as a director of the Company.

Written Agreements
Executive directors and other senior executives of the Company are engaged subject to the terms of written service contracts, key details of which are published in the Company's annual report. Non-executive directors are required to enter into written agreements for the provision of their services.

The respective executive and non-executive agreements set out the terms of their respective appointments, including but not limited to, duties and responsibilities, remuneration (and where appropriate, any termination provisions) and indemnity and insurance arrangements.

Board Processes
An agenda for Board meetings has been determined to ensure certain standing information is addressed and other items which are relevant to reporting deadlines and or regular review are scheduled when appropriate. The agenda is regularly reviewed by the Executive Chairman and the Company Secretary.

Non-Executive Chairman and Company Secretary
The Board requires the Non-executive Chairman and the Company Secretary to provide a written statement that the Consolidated Financial Statements of Strickland present a true and fair view, in all material aspects, of the financial position and operational results. In addition, confirmation is provided that all relevant accounting standards have been appropriately applied.

CORPORATE GOVERNANCE STATEMENT

The Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board. The Company Secretary is accessible to all directors.

The Company Secretary's role, in respect of matters relating to the proper functioning of the Board, includes:

(a) advising the Board and its committees on governance matters;
(b) monitoring compliance of the Board and associated committees with policies and procedures;
(c) coordinating all Board business;
(d) retaining independent professional advisors;
(e) ensuring that the business at Board and committee meetings is accurately minuted; and
(f) assisting with the induction and development of directors.

Evaluation of Senior Executive Performance
The Company has not complied with Recommendation 1.7 of the Corporate Governance Council as the Board have not undertaken a formal review of senior executive performance for the year ended 30 June 2021.

Due to the early stage of development of the Company, it is difficult for quantitative measures of performance to be established. As the Company progresses its current projects, the Board intends to establish appropriate evaluation procedures.

Diversity Policy
The Board has implemented a Diversity Policy in line with Corporate Governance guidelines. The Group believes that the promotion of diversity on its Board, in senior management and within the organisation generally is good practice and adds to the strength of the Group.

The policy affirms existing employment arrangements which seek to attract and retain people by promoting an environment where employees are treated with fairness and respect and have equal access to opportunities as they arise. Diversity within the workforce includes such factors as religion, race, ethnicity, language, gender, disability and age.

The Board has adopted a diversity policy that details the purpose of the policy and the employee selection and appointment guidelines, consistent with the recommendations of the Corporate Governance Council. The Board believes that the adoption of an efficient diversity policy has the effect of broadening the employee recruitment pool, supporting employee retention, including different perspectives and is socially and economically responsible governance practice.

The Company employs new employees and promotes current employees on the basis of performance, ability and attitude. The Board is continually reviewing its practices with a focus on ensuring that the selection process at all levels within the organisation is formal and transparent and that the workplace environment is open, fair and tolerant.

The Company, in keeping with the recommendations of the Corporate Governance Council provides the following information regarding the proportion of gender diversity in the organisation as at 30 June 2021:

	Proportion of female / total number of persons employed
Females employed in the Company as a whole	1 / 5
Females employed in the Company in senior positions	0 / 5
Females appointed as a Director of the Company	0 / 5

CORPORATE GOVERNANCE STATEMENT

The recommendations of the Corporate Governance Council relating to reporting require a Board to set measurable objectives for achieving diversity within the organisation, and to report against them on an annual basis. The Company has implemented measurable objectives as follows:

Measurable Objective	Objective Satisfied	Comment
Adoption and promotion of a Formal Diversity Policy	Yes	The Company has adopted a formal diversity policy which has been made publicly available via the Company's website.
To ensure Company policies are consistent with and aligned with the goals of the Diversity Policy	Yes	The Company's selection, remuneration and promotion practices are merit based and as such are consistent with the goals of the Company's Diversity Policy.
To provide flexible work and salary arrangements to accommodate family commitments, study and self-improvement goals, cultural traditions and other personal choices of current and potential employees.	Yes	The Company will, where considered reasonable, and without prejudice, accommodate requests for flexible working arrangements.
To implement clear and transparent policies governing reward and recognition practices.	Yes	The Company grants reward and promotion based on merit and responsibility as part of its annual and ongoing review processes.
To provide relevant and challenging professional development and training opportunities for all employees.	Yes	The Company seeks to continually encourage self-improvement in all employees, irrespective of seniority, ability or experience, through external and internal training courses, regular staff meetings and relevant on job mentoring.

The Company has not implemented specific measurable objectives regarding the proportion of females to be employed within the organisation or implemented requirements for a proportion of female candidates for employment and Board positions. The Board considers that the setting of quantitative gender based measurable targets is not consistent with the merit and ability-based policies currently implemented by the Company. The Group is not a "relevant employer" under the Workplace Gender Equality Act.

The Board will consider the future implementation of gender-based diversity measurable objectives when more appropriate to the size and nature of the Company's operations.

Evaluation of Board Performance
The Company does not have a formal process for the evaluation of the performance of the Board and as such does not comply with Recommendation 1.6 of the Corporate Governance Council. The Board is of the opinion that the competitive environment in which the Company operates will effectively provide a measure of the performance of the Directors, in addition the Chairman assesses the performance of the Board, individual directors and key executives on an informal basis.

An evaluation of the performance of the Board and individual directors took place in the 2021 financial period. The evaluation determined that the Board was satisfied with the performance of each Director and itself as a whole.

Corporate Governance Council Principle 2
Structure the Board to Add Value

Board Composition
The Constitution of the Company provides that the number of Directors shall not be less than

three. There is no requirement for any shareholding qualification.

The membership of the Board, its activities and composition is subject to periodic review. The criteria for determining the identification and appointment of a suitable candidate for the Board shall include the quality of the individual, background of experience and achievement, compatibility with other Board members, credibility within the scope of activities of the Company, intellectual ability to contribute to Board duties and physical ability to undertake Board duties and responsibilities.

Directors are initially appointed by the Board and are subject to re-election by shareholders at the next general meeting. In any event one third of the Directors are subject to re-election by shareholders at each general meeting.

The Board is presently comprised of five members, all non-executive.

Name	Position	Status	Length of Service
Mr Anthony McClure	Non-executive Chair	Independent	5 months
Mr David Morgan	Non-executive Director	Independent	5 months
Mr Trent Franklin	Non-executive Director	Non-Independent	5 months
Mr Paul Skinner	Non-executive Director	Independent	1 year and 5 months
Mr Mark Cossom	Non-executive Director	Independent	4 months

When considering the independence of a director, the Board considers whether the director:

(a) is a substantial shareholder of the Group or an officer of, or otherwise;
(b) is, represents, or is or has been within the last three years, an officer, employee or professional advisor of a substantial shareholder of the Group;
(c) is employed, or has previously been employed in an executive capacity by the Group or another group member, and there has not been a period of at least three years between ceasing such employment and serving on the Board;
(d) has within the last three years been a principal of a material professional adviser or a material consultant to the Group or another group member, or an employee materially associated with the service provided;
(e) receives performance-based remuneration (including options or performance rights) from, or participates in an employee incentive scheme of the Group;
(f) has close personal ties with any person who falls within any of the categories described above;
(g) is a material supplier or customer of the Group or other group member, or an officer of or otherwise associated directly or indirectly with a material supplier or customer; or
(h) has been a director of the Group for such a period that their independence from management and substantial holders may have been compromised; or
(i) has a material contractual relationship with the Group or another group member other than as a director.

The Board has assessed the independence of its non-executive directors according to the definition contained within the ASX Corporate Governance Guidelines and has concluded that the current non-executive Directors, Mr David Morgan, Mr Mark Cossom and Mr Paul Skinner are directors who meet the recommended independence criteria. The Board considers that both its structure and composition are appropriate given the size of the Company and that the interests of the Company and its shareholders are well met.

As noted above, the Board has a majority of independent directors.

CORPORATE GOVERNANCE STATEMENT

Independent Chairman

The Chairman is an independent director and as such Recommendation 2.5 of the Corporate Governance Council has been complied with.

The roles of Chairman and Chief Executive Officer are exercised by different individuals within the Group.

The Board considers that the current size and composition of the Board is appropriate for the execution of the Board's responsibilities. To assist the directors with independent judgement, it is the Board's policy that if a director considers it necessary to obtain independent professional advice to properly discharge the responsibility of their office as a director then, provided the director first obtains approval from the Chairman for incurring such expense, the Group will pay the reasonable expenses with obtaining such advice.

Nomination Committee
The Board does not have a separate Nomination Committee comprising of a majority of independent Directors and as such does not comply with Recommendation 2.1 of the Corporate Governance Council. The selection and appointment process for Directors is carried out by the full Board. The Board considers that given the importance of Board composition it is appropriate that all members of the Board partake in such decision making.

Induction program
The Company does not have a formal induction process, however, the Board has a responsibility to ensure all new directors are provided with an induction into the Group and that directors have access to ongoing education relevant to their position in the Group. New Directors appointed to the Board are also provided with written material incorporating Financial, Corporate and Operating information in relation to the Company.

All directors are encouraged to communicate with the Group's employees and make visits to site to further their understanding of key operations.

The Board is in regular communication, as is necessary, with respect to briefing on material developments in laws, regulations and any accounting standards which may affect the Group.

There are procedures in place to enable Directors, in furtherance of their duties, to seek independent advice at the Company's expense, subject to the approval of the Chairman.

Education
All Directors are encouraged to attend professional education courses relevant to their roles.

Independent professional advice and access to information
Each Director has the right to access all relevant information in respect to the Company at the expense of the Company and to make appropriate enquiries of senior management.

Skills and Experience
The Board has considered the key skill sets that would be appropriate for the organisation in its present stage. Skill sets currently on the Company's Board include technical, financial, legal, managerial, corporate, and commercial.

Key skill sets for the Board include:
- geology, mining engineering and technical experience;
- accounting and finance experience; and
- public company management.

The skills, experience and expertise of all Directors is set out in the Directors' details section of the Directors' Report of the 2021 Annual Report.

CORPORATE GOVERNANCE STATEMENT

Corporate Governance Council Principle 3
Act Ethically and Responsibly

The Board actively promotes ethical and responsible decision making.

Core Values
The Group is committed to providing shareholders with exceptional returns via the acquisition, exploration and development of Gold and base metals projects, maximising leverage to an accretive gold price.

The Group's core values include:

- Excellence and Performance
- Integrity and Accountability
- Safety
- Innovation
- Collaboration
- Sustainability

The Group is committed to working by its core values and creating an environment that is diverse, collaborative, safe, innovative and driven by results.

Code of Conduct
The Board has adopted a Code of Conduct that applies to Directors and key Executives of the Company and as such complies with Recommendation 3.2 of the Corporate Governance Council. This Code addresses expectations for conduct in accordance with legal requirements and agreed ethical standards.

In addition, the Board has adopted an Ethics and Conduct Policy which applies to all employees, consultants and Directors.

The Ethics and Conduct Policy addresses the following:

- Confidential Information;
- Rights of Security holders;
- Privacy;
- Security Trading;
- Communications;
- Conflicts of Interest;
- Responsibility to Suppliers and Customers;
- Laws and Regulations;
- Employment; and
- Adherence to Policies and Procedures.

Security Trading Policy
The Board has adopted a policy and procedure on dealing in the Company's securities by directors, officers and employees which prohibits dealing in the Company's securities when those persons possess inside information. Further, in keeping with listing Rule Amendments, additional restrictions are placed on trading by relevant persons including directors, key management personnel and employees. It also provides that notification of intended trading should be given to the Chairman prior to trading.

The law prohibits insider trading and the Corporations Act and the ASX Listing Rules require disclosure of any trading undertaken by directors or their related entities in the Company's securities.

Whistleblower Policy

CORPORATE GOVERNANCE STATEMENT

The Group has established a whistleblower policy to ensure the Group is living up to its values. This policy is available on the Group's website.

The board is informed of any material incident reported under that policy, as soon as practicable following such a report.

Antibribery and Corruption Policy
The Group has established an anti-bribery and corruption policy as part of its Code of Conduct. This policy and the Code of Conduct are available on the Group's website.

Corporate Governance Council Principle 4
Safeguard Integrity in Corporate Reporting

Audit Committee
The Company does not have a separately constituted audit committee with a composition as suggested by Recommendations 4.1 of the Corporate Governance Council. The Company is not of a size nor are the affairs of a complexity sufficient to warrant the existence of a separate audit committee. The full Board is able to meet objectives of the best practice recommendations and discharge its duties in this area. The relevant experience of Board members is detailed in the Directors' section of the Directors' Report.

External audit recommendations, internal control matters and any other matters arising from the half-year audit review and the annual statutory audit are discussed directly between the Board and the audit engagement partner.

Financial Reporting
The Board relies on senior executives to monitor the internal controls within the Company. Financial performance is monitored on a regular basis by the Chief Executive Offer and Chairman who report to the Board at the scheduled Board Meetings.

Chief Executive Officer and Company Secretary Written Statement
The Board requires the Chief Executive Officer and the Company Secretary to provide a written statement that the Consolidated Financial Statements of company present a true and fair view, in all material aspects, of the financial position and operational results and have been prepared in accordance with Australian Accounting Standards and the Corporation Act. The Board also requires that the Chief Executive Officer and the Company Secretary provide sufficient assurance that the declaration is founded on a sound system of risk management and internal control, and that the system is working effectively.

The declarations have been received by the Board, in accordance with Recommendation 4.2 of the Corporate Governance Council.

Periodic Reports
The Group engages an external accounting firm to maintain its financial records and assist with the collation of periodic cash flow reports which are released to the market. Such reports are provided by the Company's accountants to the Group for consideration prior to release, and are finally reviewed and signed off by the Company Secretary and Chief Executive Officer. The completion of periodic reports by external professionals assists the Group to ensure the integrity of its financial reporting.

The Group's activity reports are prepared by employees of the Group in conjunction with external consultants and professional advisers who provide assistance with respect to compliance with ASX Listing Rules and Joint Ore Reserve Committee standards, thus assisting the Group to ensure the integrity of those reports.

External Auditors
The Company's policy is to appoint external auditors who clearly demonstrate quality and independence. Performance of the external auditor is reviewed annually by the Board. Audit

CORPORATE GOVERNANCE STATEMENT

Partner rotation is as required by the Corporations Act 2001. The external auditor is requested to attend the annual general meeting and be available to answer shareholder questions about the conduct of the audit and the preparation and content of the audit report.

Corporate Governance Council Principle 5
Make Timely and Balanced disclosure

Timely and balanced disclosure
The Board is committed to the promotion of investor confidence by providing full and timely information to all security holders and market participants about the Company's activities and to comply with the continuous disclosure requirements contained in the Corporations Act 2001 and the Australian Securities Exchange Listing Rules. The Company has adopted a Continuous Disclosure Policy designed to ensure compliance with the ASX Listing Rule Requirements in accordance with Recommendation 5.1 of the Corporate Governance Council.

Continuous disclosure is discussed at all regular Board meetings and on an ongoing basis the Board ensures that all activities are reviewed with a view to the necessity for disclosure to security holders.

The Group ensures that all directors receive copies of each market announcement which is released which is sent to the board each time an announcement is published.

The Group ensures that investor or analyst presentation materials are released on the ASX Market Announcements Platform prior to the presentation.

In accordance with ASX Listing Rules the Company Secretary has been appointed as the Company's disclosure officer.

Corporate Governance Council Principle 6
Respect the Rights of Security Holders

Communications
The Group maintains information in relation to governance documents, directors and senior executives, Board and committee charters, annual reports, ASX announcements and contact details on the Group's website.

The Board supports practices that provide effective and clear communications with security holders and allow security holder participation at general meetings. A formal Shareholder Communications Policy has been adopted and therefore the Company complies with Recommendation 6.2 of the Corporate Governance Council.

In addition to electronic communication via the ASX web site, the Company publishes all Significant announcements together with all quarterly reports. These documents are available on the company's website. There is also an email address and contact number available to shareholders who have enquiries or are seeking further information. The Group's website allows security holders to receive communications from and send communications to the entity electronically.

The Group provides security holders with the requisite notice before holding security holder meetings, and ensures that they are scheduled to be held in a central, accessible location to enable security holders ample opportunity to attend. The Directors and management encourage security holders to attend and participate in all meetings of security holders and invite attendees to ask questions of the Board.

During the COVID-19 Pandemic, the Company has also been holding virtual meetings via webinar allowing shareholders to attend meetings and also adhere to social distancing practices.

Additionally, a notice of meeting and related communications are provided to the Company's auditor who, in accordance with the Corporations Act, is required to attend the Company's annual general meeting at which shareholders must be given a reasonable opportunity to ask questions of the auditor or their representative.

All resolutions put to a meeting of security holders are decided by poll rather than by a show of hands. This is to support the principle of "one share, one vote" and also supports the ASX stance on voting at general meetings of security holders.

Corporate Governance Council Principle 7
Recognise and Manage Risk

Oversight of the risk management system
The Board has not established a formal Audit and Risk Management Committee and therefore does not comply with Recommendation 7.1 of the Corporate Governance Council. However, the Board delegates day-to- day management of risk to the Chief Executive Officer, Chairman and Company Secretary who are responsible for implementing and maintaining a framework of control and accountability systems to enable risk to be assessed and managed.

Risk management and internal control systems

The Board regularly considers and discusses the risks posed to it and the procedures in place to manage that risk to ensure that the Group is adequately protected against such risks. Annually, the Group receives and reviews recommendations from management and senior executives as to the effectiveness of the management of material business risks.

In order to implement risk management strategies, it was considered important that the Company establish an internal control regime in order to:

- Assist the Company to achieve its strategic objectives;
- Safeguard the assets and interests of the Company and its stakeholders; and
- Ensure the accuracy and integrity of external reporting.

Key identified risks to the business are monitored on an ongoing basis as follows:

- Business risk management

  The Company manages its activities within budgets and operational and strategic plans.
- Internal controls

  The Board has implemented internal control processes typical for the Company's size and stage of development. It requires the senior executives to ensure the proper functioning of internal controls and in addition it obtains advice from the external auditors as considered necessary.
- Financial reporting

  Directors approve an annual budget for the Company and regularly review performance against budget at Board Meetings.
- Operations review

  Members of the Board from time to time visit the Company's exploration project areas, reviewing development activities, geological practices, environmental and safety aspects of operations.

The Company's risk management strategy is evolving and will be an ongoing process and it is recognised that the level and extent of the strategy will develop with the growth and change in the Company's activities.

Economic, Environmental and Social Sustainability Risks

The Company is focused on the discovery and exploitation of mineral deposits and operates in diverse physical environments in Western Australia. As a result, there is some potential for material exposure to economic, environmental and social sustainability risks.

The Company is very aware of the potential for risk in this area and is committed to ensuring that sound environmental management and safety practices are carried out in its exploration activities.

Strickland's underlying goals relating to environmental sustainability are to minimise any adverse impacts upon the environment resulting from the Company's activities.

The Company's activities are conducted in a manner that minimises its environmental "footprint" as much as possible, and are conducted strictly in accordance with all necessary permits and approvals from regulators.

Risk Reporting

As the Board has responsibility for the monitoring of risk management it has not required a formal report regarding the material risks and whether those risks are managed effectively therefore not complying with Recommendation 7.2 of the Corporate Governance Council. The Board believes that the Company is currently effectively communicating its significant and material risks to the Board and its affairs are not of sufficient complexity to justify the implementation of a more formal system for identifying, assessing monitoring and managing risk in the Company.

Internal audit

The Company does not have an internal audit function. The Board does not consider that the Company's operations are of a size or complexity to require a dedicated internal audit function and that processes and inherent risks are sufficiently transparent as to be identified by board members. The Board may from time to time engage an external auditor to conduct additional reviews of Group processes.

Corporate Governance Council Principle 8
Remunerate Fairly and Responsibly

The Company's remuneration policy is to ensure that the remuneration package properly reflects the person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality.

Disclosure of the details of the nature and amount of each element of directors, including non-executive directors, and executive's remuneration is included in the Consolidated Financial Statements.

No bonuses and/or incentive payments have been paid and are not anticipated.

Remuneration Committee

The Board does not have a separate Remuneration Committee and as such does not comply with Recommendation 8.1 of the Corporate Governance Council. Due to the early stage of development and small size of the Company, a separate remuneration committee was not considered to add any efficiency to the process of determining the levels of remuneration for the Directors and key executives.

The full Board determines all compensation arrangements for Directors. It is also responsible for setting performance criteria, performance monitors, share option schemes, incentive performance schemes, superannuation entitlements, retirement and termination entitlements and professional indemnity and liability insurance cover.

CORPORATE GOVERNANCE STATEMENT

The Board ensures that all matters of remuneration will continue to be in accordance with Corporations Act requirements, by ensuring that none of the Directors participates in any deliberations regarding their own remuneration or related issues.

Distinguish Between Executive and Non-Executive Remuneration

The Company does distinguish between the remuneration policies of its Executive and Non-Executive Directors in accordance with Recommendation 8.2 of the Corporate Governance Council.

Executive Directors receive salary packages which may include performance-based components, designed to reward and motivate, including the granting of share options, subject to shareholder approval.

Non-Executive Directors receive fees agreed on an annual basis by the Board, within total Non-Executive remuneration limits voted upon by shareholders at Annual General Meetings (when required).

Equity based remuneration

The company's security trading policy does not specifically preclude participants from entering into transactions which limit the economic risk of participating in equity-based schemes and as such the Company is not compliant with Recommendation 8.3 of the Corporate Governance Council. It is noted that the Corporations Act prohibits key management personnel of an ASX listed company of entering into arrangements that that have the effect of limiting their exposure to risk relating to an element of their remuneration that is unvested.

Corporate Governance Council Principle 9
Additional Recommendations

These recommendations are not applicable to the Group.