



GTI RESOURCES LTD

ABN 33 124 792 132

ANNUAL REPORT

FOR THE YEAR ENDED

31 December 2021

CORPORATE DIRECTORY

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Nathan Lude *Non-Executive Chairman*
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Stock Exchange Listing

Australian Securities Exchange
ASX Code - **GTR**

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DIRECTORS' REPORT

The Company presents its financial report for the consolidated entity consisting of GTI Resources Ltd (**GTI or Company**) and the entities it controls (**Consolidated Entity or Group**) at the end of, or during, the year ended 31 December 2021.

REVIEW OF OPERATIONS

During the year the Company was very active and progressed activities across its three projects:

- **Henry Mountains Uranium/Vanadium, Utah, USA**
- **Great Divide Basin ISR Uranium, Wyoming, USA**
- **Niagara (Kookynie) Gold, Western Australia**

Henry Mountains Uranium and Vanadium Project, Utah, USA

The Company has ~1,500 hectares of land holdings in the Henry Mountains region of Utah, within the Garfield and Wayne Counties. The region forms part of the prolific Colorado Plateau uranium province which historically provided the most important uranium resources in the USA. Sandstone hosted ores have been mined in the region since 1904 and the mining region has historically produced in excess of **17.5Mt @ 2,400ppm U_3O_8 (92 mlbs U_3O_8) and 12,500 ppm V_2O_5 (482 mlbs V_2O_5)¹** (Figure 1).

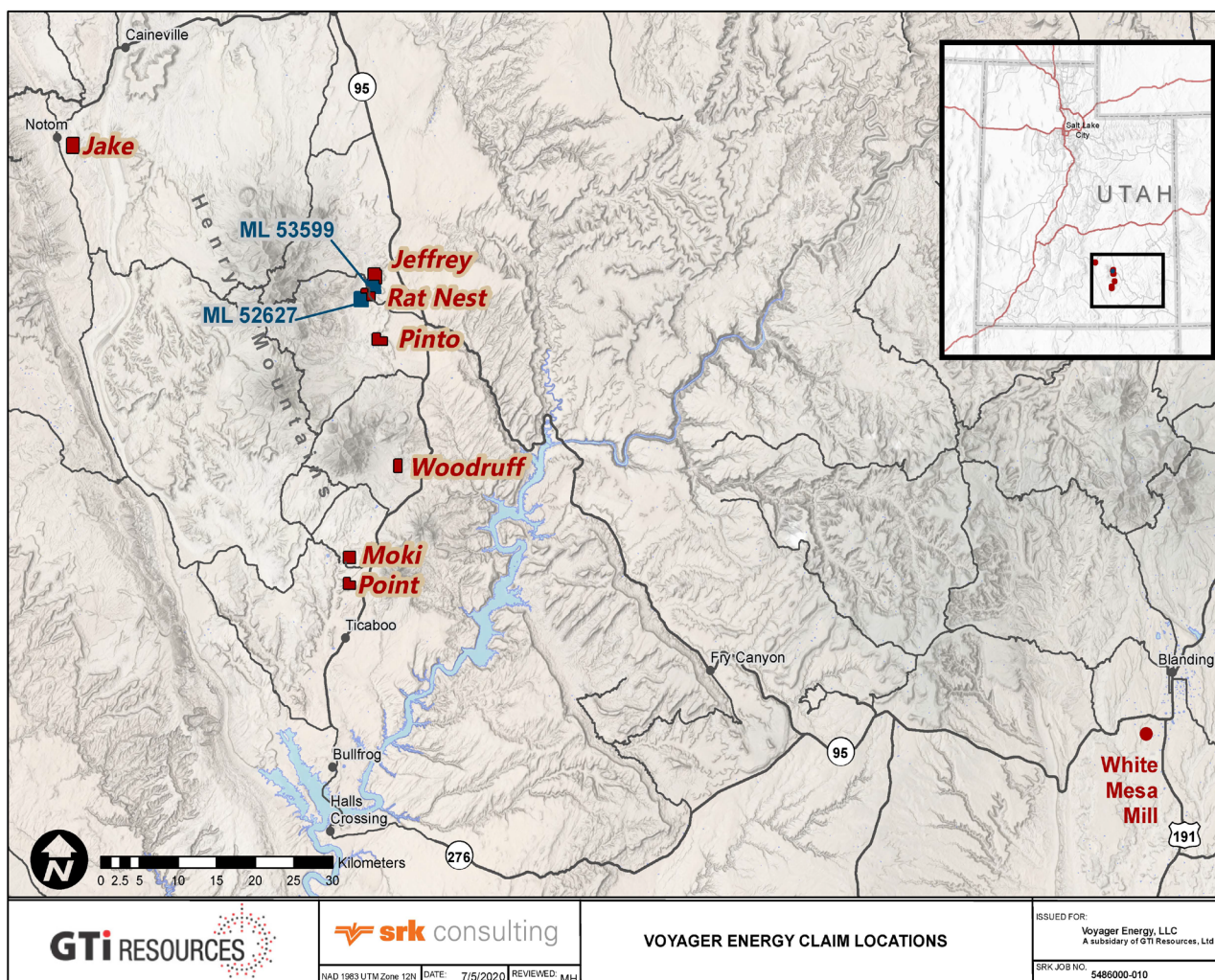


Figure 1: Henry Mountains (Utah) Claim Group Location Map

¹ Geology and recognition criteria uranium deposits of the salt wash types, Colorado Plateau Province, Union Carbide Corp, 1981, page 33

During the period the spring exploration field activity commenced following settlement of the acquisition and transfer of two State of Utah mineral leases (Leases) from Anfield Energy Inc. (**Anfield**). The purchase of the Leases serves to join the Jeffery and Rats Nest projects and consolidate ownership across a contiguous 5.5km of interpreted mineralised trend.

The Company commenced fieldwork which aimed to leverage the existing underground developments to aid in advancement of the project (Figure 2). The field team consisting of two BRS professional staff travelled to Hanksville to meet a geophysical logging contractor.

GTI executed the maiden field exploration program at the Section 36 Uranium Project from April 21 through April 27, 2021. During that period 56 drill holes were successfully logged to depths up to 20 metres (61 feet).

Geophysical logging was completed by Hawkins CBM Logging of Wyoming, utilising a recently calibrated gamma ray sonde for measurement of naturally occurring radioactivity (total gamma). Prior to deployment in the field, the sonde was calibrated at the U.S. Department of Energy uranium logging Test pits located in Casper, Wyoming, for the known range and uranium grades present at the Jeffrey project. Calibration followed industry standard practices to determine both K-factor and dead time specific to the individual sonde.

Calculation of eU_3O_8 grades from the gamma logs was completed following industry standard procedures to convert counts per second (CPS) to grade ($\%eU_3O_8$), as published by the U.S. Atomic Energy Commission in 1962. Gamma intercepts were interpreted on 0.5 ft (~0.15m) intervals, following US uranium industry standards, with a reporting cut-off of 0.020% eU_3O_8 . The uranium mineralisation is assumed to be in equilibrium based on historical publications on the region.

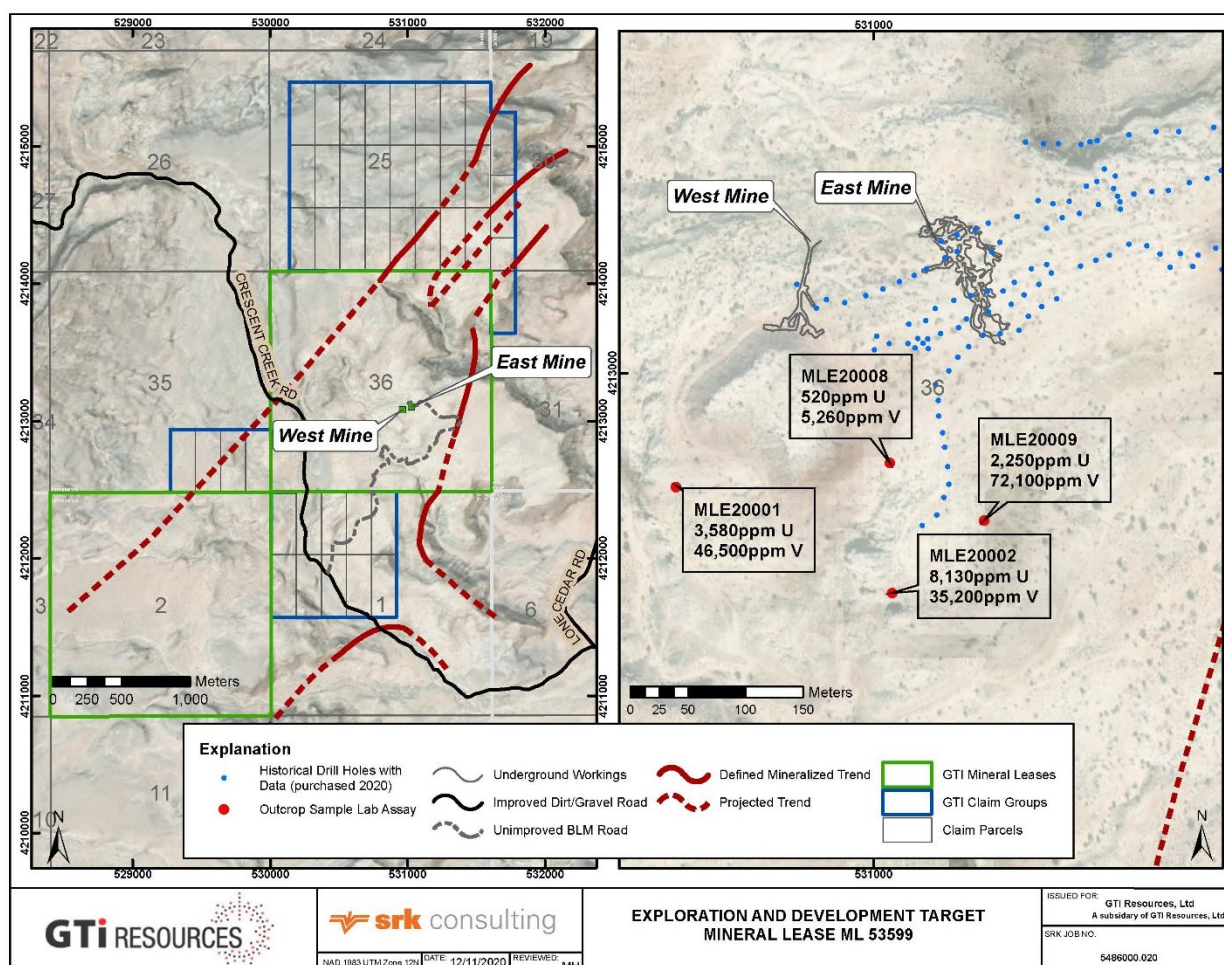


Figure 2: Location of the East Mine and West Mine, along with locations of historical drill holes and assay data previously reported (ASX release October 28, 2020).

Highlights included:

- Hole # 36-14, contained 4.5 feet (1.5 metres) from 41 feet at a grade of 0.19% eU_3O_8 (1,900 ppm). Within this zone the best interval was 3 feet (1 metre) at a grade of 0.26% eU_3O_8 (2,600 ppm).
- Over half of drill holes showed at least trace eU_3O_8 mineralisation to a maximum depth of 61 feet.
- Thickness and grade of uranium mineralisation is consistent with that observed in the region's past producing mines that produced in excess of 17.5Mt @ 2,400ppm U_3O_8 (92 mlbs U_3O_8) and 12,500 ppm V_2O_5 (482 mlbs V_2O_5)².

Results of the eU_3O_8 gamma log analysis and interpretation for the 56 newly logged drill holes are provided in Table 1, with depths/lengths. All drill holes are vertical, with intercepts interpreted to represent true thicknesses.

The second phase of uranium exploration was subsequently permitted including surface drilling of up to 40 holes as well as the second stage of geophysical logging of an additional 39 existing small diameter drillholes as shown in Figure 2.

Progressing quickly, this second stage phase of downhole geophysical logging of 39 additional historical was concluded during the week of 25 June 2021. Less than two weeks later, on 6 July, the Company advised that the drilling on Section 36 had also been completed, on time and within budget.

A total of 40 holes were drilled to an average depth of 74 feet (23 metres) using a buggy rig and logged with a gamma probe. Of the 40 holes drilled 23 (58%) were mineralised. Three of these holes showed thicknesses and grade of mineralisation similar to the average reported mining heights and grades. The best hole, 36-1034 contained 5 feet at an average grade of 0.179% eU_3O_8 (1,790ppm) from 24.5 to 29.5 feet below the ground surface.

The best hole, 36-0318 contained 4.5 feet at an average grade of 0.143% eU_3O_8 (1,430ppm) from 39 to 43.5 feet below the ground surface. These results are consistent with the geophysical logging of 56 existing holes reported 19 May 2021 where 52% of the holes were mineralised. The best hole, 36-14 contained 4.5 feet at an average grade of 0.19% eU_3O_8 (1,900ppm) from 41 to 45.5 feet below the ground surface.

Cross Sectional views of the project show the relationship of drill data to historical mine workings (**Figure 3**). Detailed drill maps show the location and elevation of the drill holes and the depth, thickness, and grade of mineralised intercepts.

- Figure 4, West Exploration Target Area. Mineralisation was discovered in in this area. The thicknesses, and grades encountered were less than the main areas of the project, but this is a positive indication that mineralisation is present throughout the area.
- Figure 5, vicinity of the South, West and East Portals. Three holes with significant mineralisation were completed. One between a small adit at outcrop south of the East Portal and two between the South and East Portals. This is a positive indication that mineralisation extends between the South and East portals and between the East portal and the outcrop to the south.
- Figure 6, area northeast of the East Portal. Two holes with significant mineralisation were completed approximately 250 feet from the East Portal mine workings. Both holes contained two mineralised horizons. The upper horizon at an elevation of 5,325 to 5,330 feet is similar to the elevation mined at the East Portal. The lower horizon was 20 – 30 feet deeper than the elevation mined from the east portal at an elevation of 5,308 to 5,316 feet. This finding is like that of the Jefferey project (ASX Release dated 2 July 2020) which also encountered a second deeper mineralised sand horizon. The presence of an additional mineralised sandstone horizon expands the exploration potential of the project.

² Geology and recognition criteria uranium deposits of the salt wash types, Colorado Plateau Province, Union Carbide Corp, 1981, page 33

Figure 3. Section 36 Uranium Project, Henry Mountains Utah, Cross Sections

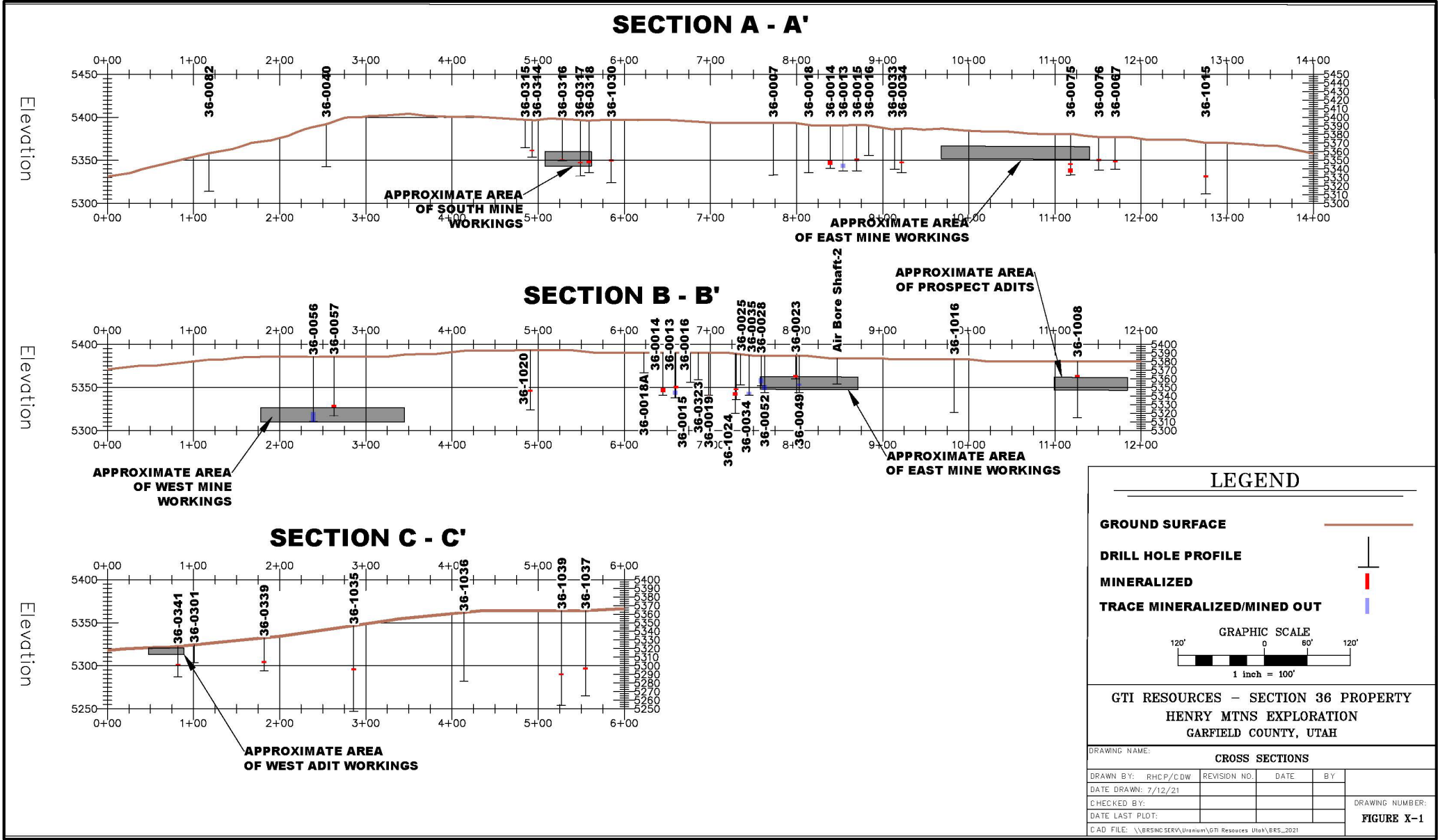


Figure 4. Section 36 Uranium Project, Henry Mountains Utah, Detailed Drill Hole Map

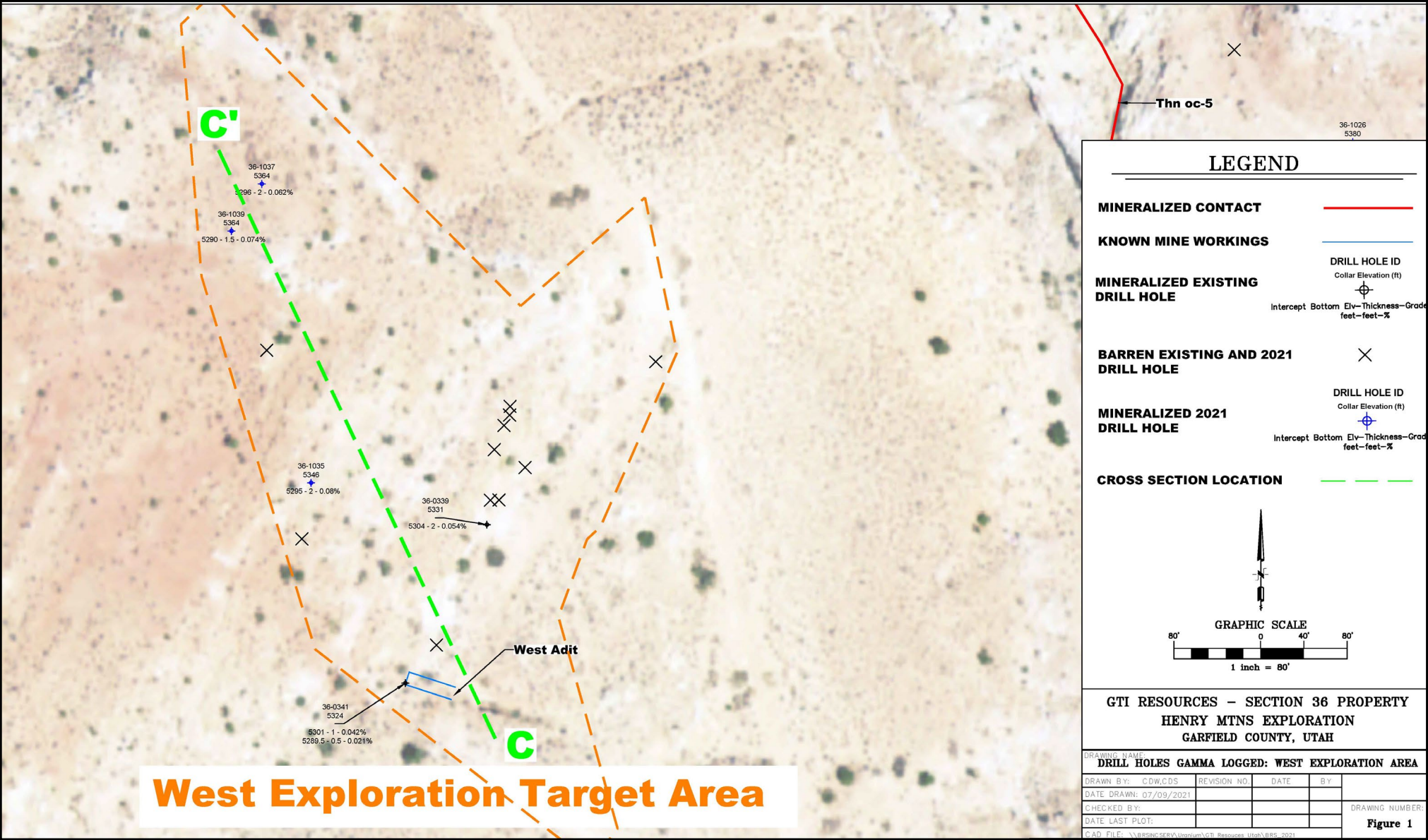


Figure 5. Section 36 Uranium Project, Henry Mountains Utah, Detailed Drill Hole Map

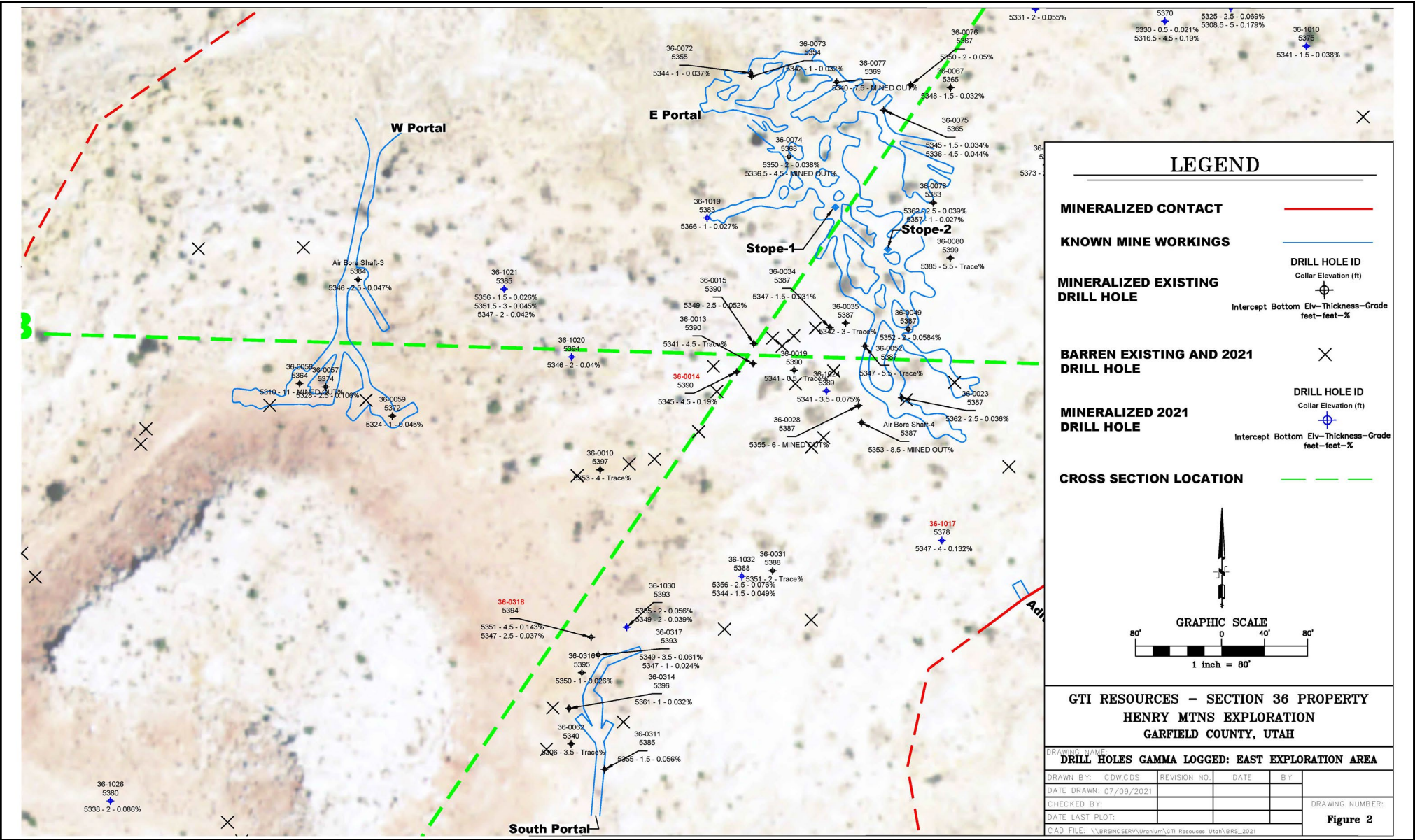
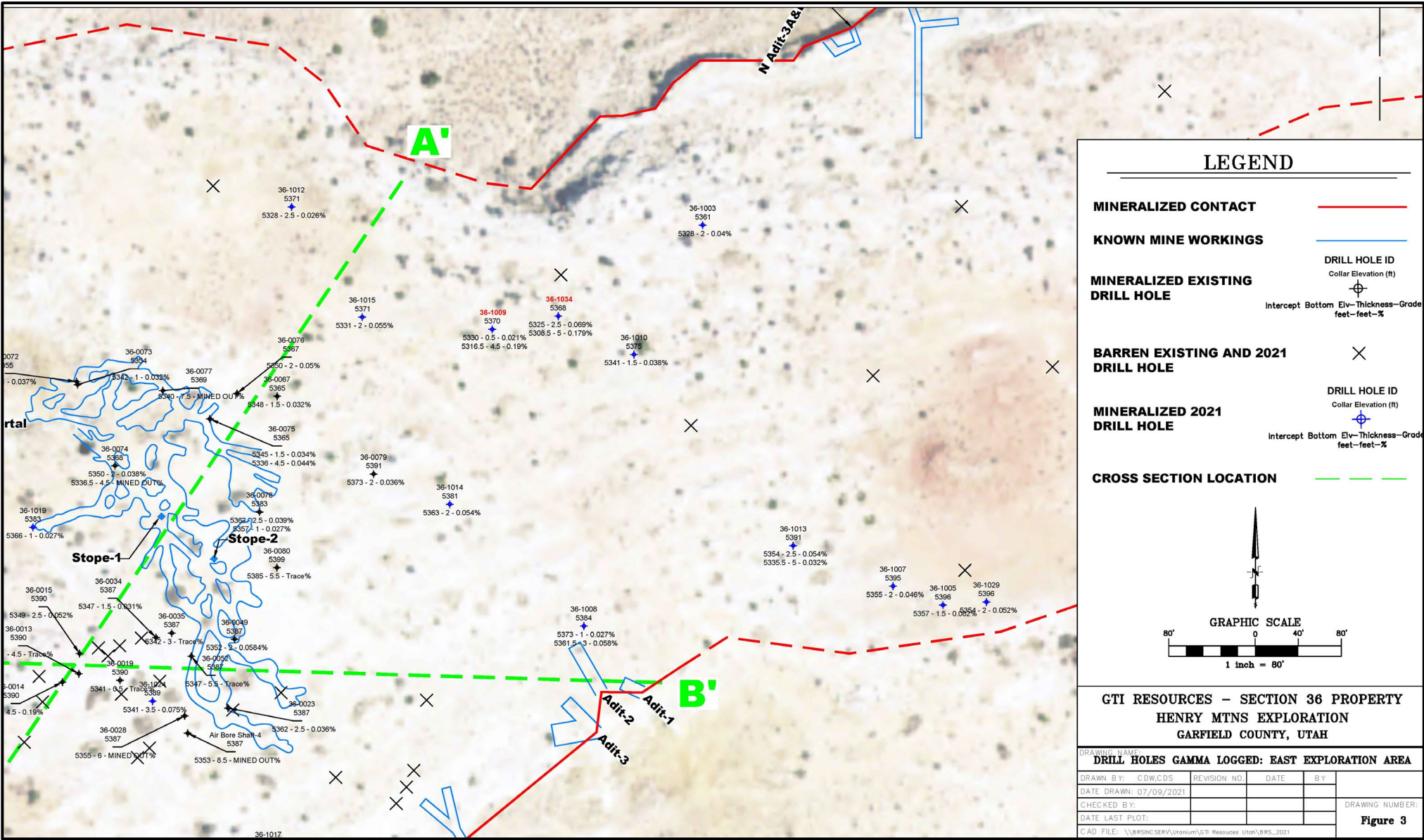


Figure 6. Section 36 Uranium Project, Henry Mountains Utah, Detailed Drill Hole Map



In addition, 32 newly identified historical drill holes were also identified and logged using the gamma probe. This program brings the total drill hole database for the project to 128 drill holes. Where feasible, samples were collected from mineralised horizons and will be assayed for uranium and vanadium to assess radiometric equilibrium and the ratio of vanadium to uranium.

This next phase of exploration drilling on Section 36 (adjacent to and along strike from GTI's Jeffrey and Rats Nest Projects) was focused on the exploration target areas in proximity to the principal existing underground mines, the East and West mines (see ASX release on 26 June 2021).

Initial downhole gamma eU_3O_8 assay results showed new mineralisation in the West Exploration Target Area and the drilling confirmed extensions of the mineralised envelope in proximity to the historical underground mine workings between the South and East portals and between the East portal and the outcrop to the south. Mineralisation was also encountered in a slightly deeper horizon northeast of the East Portal (see ASX release on 21 July 2021).

The Company believes that the shallow nature of the mineralisation supports continued low-cost, rapid exploration advancements. The Company is working to further interpret these results in advance of confirming follow-up fieldwork. Pending results of this campaign, the Company is targeting further drilling towards development of a JORC code compliant uranium mineral resource for Section 36 and other areas within the Henry Mountain Uranium and Vanadium Project.

On 11 November 2021, the Company advised it had completed a field reconnaissance exploration program at its Henry Mountains project. The program aimed to enhance GTI's understanding of uranium and vanadium mineralisation within Section 2 at the southwestern end of the 5.5km mineralised strike including Section 36 between the Jeffery & Rats Nest areas (refer **Figure 2**). The data collected will help guide any further exploration drilling at the project area.

The program discovered 308 additional backfill-abandoned drill holes and 4 open and loggable drill holes within the extents of the Rats Nest and Section 2 properties. In addition, 3,700 ft of mineralized contact was mapped via outcrop and confirmed by scintillometer reading. 34 open underground mine workings were located and mapped with 4 of the underground workings shown to extend beyond 100 feet in drift length. The information gathered confirms the overall 5.5km Trend and has provided valuable data to help guide the next phase of exploration.

During the field program the State of Utah inspected the restoration & reclamation of the previous spring 2021 drilling. The restoration was accepted, & partial bond release has allowed the roll-over of the bond for future drill programs.

Great Divide Basin ISR Uranium, Wyoming, USA

On 18 August 2021, the Company advised that it had entered into a binding agreement to acquire 100% of Branka Minerals Pty Ltd (Branka) (**Acquisition**) the holder of ~22,000 acres (~8,900 hectares) across several groups of strategically located and underexplored mineral lode claims (**Claims**) and 2 state leases (**Leases**), prospective for sandstone hosted uranium, located in the Great Divide Basin (**GDB**), Wyoming, USA & the Uravan Belt, Colorado, USA (**the Properties**).

The Property Portfolio

The Properties consist in total of ~22,000 acres (~8,900 hectares) of mineral lode claims and state leases split between San Miguel County Colorado (51 claims of ~427 hectares) & Sweetwater County Wyoming (959 claims of ~8,000 hectares) plus 2 state leases (517 hectares) administered through the Wyoming Office of State Lands and Investment.

The Wyoming Properties are located in proximity to UR Energy's (URE) Lost Creek ISR Facility & Rio Tinto's (RIO) Sweetwater/Kennecott Mill (**Figure 7**). These properties are located on or close to the Great Divide roll front REDOX boundary and close to several significant uranium deposits including, URE's Lost Creek and Lost Soldier Deposits and Uranium Energy Corporation's (UEC) Antelope and Jab deposits (see Figure 7). A number of the Properties host known sandstone hosted uranium mineralisation as evidenced by historical drill maps and logs.

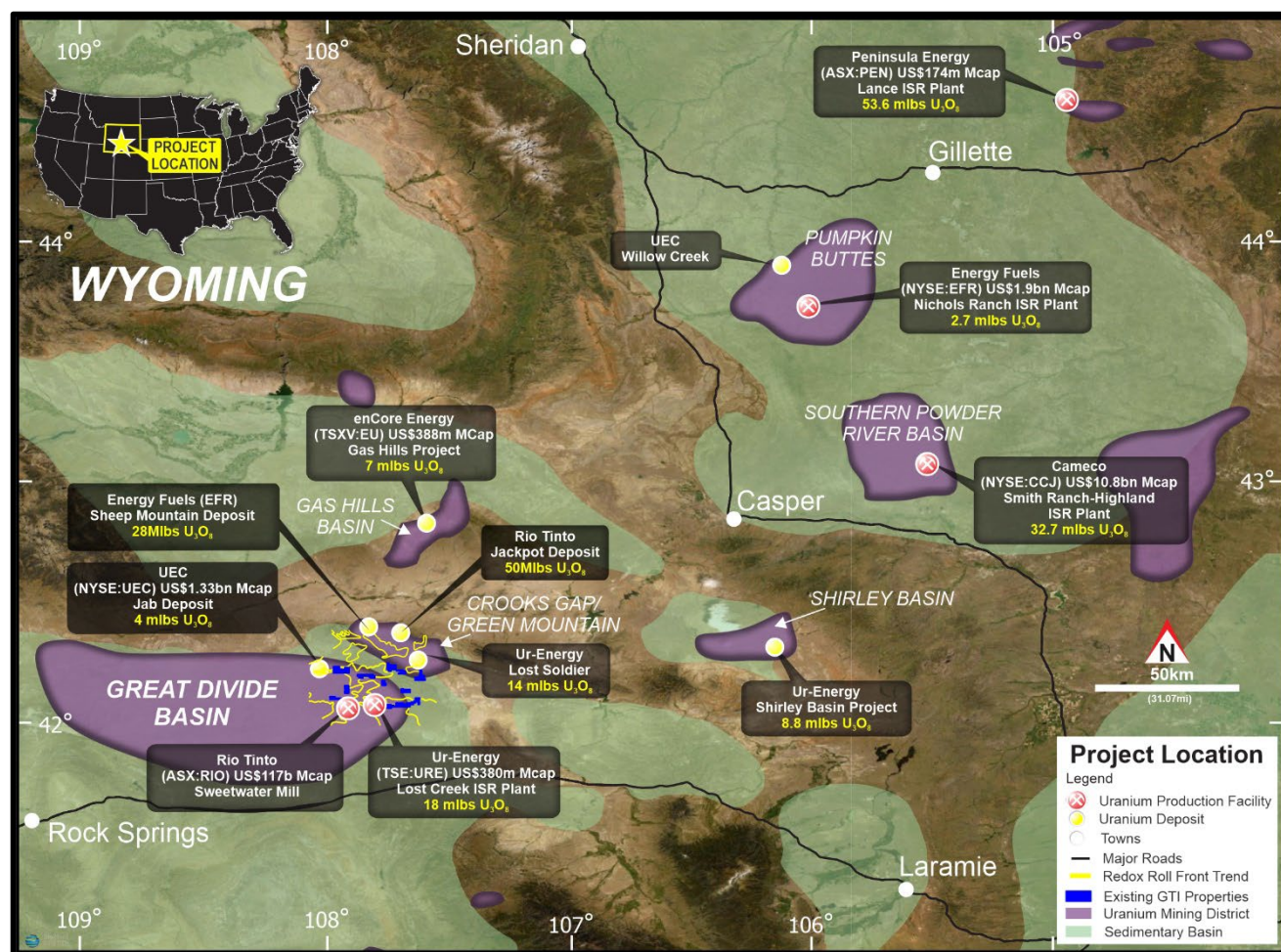


Figure 7. Regional Location of the Wyoming Properties

The US led the world for uranium production from 1953 to 1980 with peak production of 16,810 tonnes p.a. however, the U.S. Energy Information Administration reported that during 2019 total annual US uranium concentrate production fell to less than 200,000 pounds - the lowest volume since 1948.

The collapse in US domestic uranium production, driven by sub economic pricing and withdrawal of US industry support, has become a significant national security concern.

Wyoming has produced a total of 84,000 tonnes of uranium since records began and from 1995 to 2015 was the leading state for US production. Since the early 1990s, this production has all been ISR mined³.

ISR mining is now the predominant type of uranium mining in the US and the world accounting for 100% of Wyoming production and now more than 90% of total US production.

The GDB is one of several major basins within the Wyoming Basin Physiographic Province. Wyoming basins include the Powder River Basin, Wind River Basin (Gas Hills), Shirley Basin and the Great Divide Basin with all of these basins known to host economic, ISR amenable, sandstone-type roll front hosted uranium deposits.

³ Wilson, Anna (2015). Uranium in the Wyoming Landscape Conservation Initiative Study Area, Southwestern Wyoming, USGS Open-File Report 2014-1123. US Government. p. 1

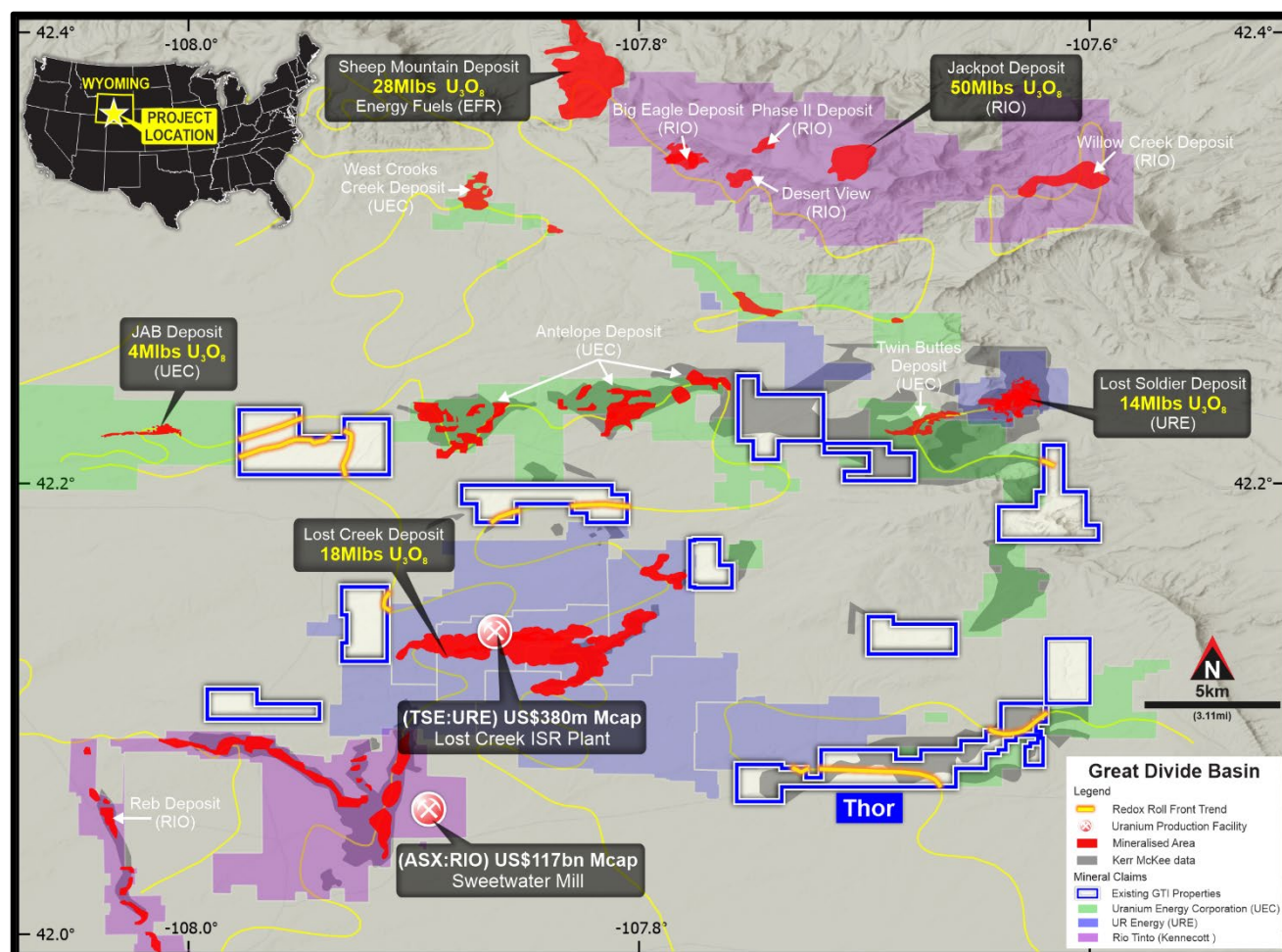


Figure 8. Great Divide Basin Location of The Wyoming Properties.

Highly Experienced, Wyoming Based, Execution Team

GTI has secured the services of Doug Beahm (PE, PG, Principal BRS Inc.) based in Riverton, Wyoming, who will guide the exploration and development of the projects. Doug is a Professional Engineer (Wyoming, Utah, and Oregon) and a Professional Geologist (Wyoming). He is the Principal Engineer with BRS Engineering Inc. and has over 45 years of experience in mineral exploration, mine development and project evaluation having worked in uranium exploration mining, and mine land reclamation in the Western US since 1975.

BRS, Inc. is an engineering and geology consulting corporation with expertise in mining and mineral exploration. Of particular note, it specialises in uranium exploration, mineral resource evaluation, mine design, feasibility, mine operations, and reclamation. It has completed numerous uranium projects including technical reports and feasibility studies for underground, open pit, ISR, and conventional uranium mills. Representative projects include technical reports and due diligence for project financing for conventional uranium projects including the Sheep Mountain Project in Wyoming, the Marquez/Juan Tafoya Project in New Mexico, the Coles Hill Project in Virginia, and numerous ISR uranium projects in Wyoming, Texas and Paraguay.

In addition, James Baughman is also a Wyoming Geologist and will help guide the Company's activities. Jim is Former President & CEO of High Plains Uranium (sold for US\$55m in 2006 to Uranium One) & Cyclone Uranium. Jim has 30+ years' experience advancing gold, silver & base metal projects from grassroots to advanced stage. He has held senior positions (i.e., Chief Geologist, Chairman, President, Acting CFO, COO) in private & publicly traded mining & mineral exploration companies during his 30-year career.

Insitu Recovery (ISR) Mining

Insitu Recovery (ISR) mining, also call Insitu Leach (ISL) or Solution Mining, utilises an acid or alkaline “lixiviant” solution injected & extracted using a series of wells drilled from surface to leach target ores.

In 2019, 57% of world uranium mined was by ISR methods with most uranium mining in the USA, Kazakhstan and Uzbekistan now via ISR⁴. South Australia has two ISR mines & a satellite ISR operation at Honeymoon and Beverley (incl Beverley Nth & Four Mile).

ISR requires permeability of the ore/host rock & accessibility of the uranium minerals within the matrix. The lixiviant is pumped down injection wells into the permeable mineralised zone to remobilise uranium from the ore body. The uranium-bearing solution is pumped to the surface & recovered in a processing plant (Figure 9). In either case the pregnant solution from the production wells is pumped to the treatment plant where the uranium is recovered in a resin/polymer ion exchange (IX) or liquid ion exchange (solvent extraction – SX) system.

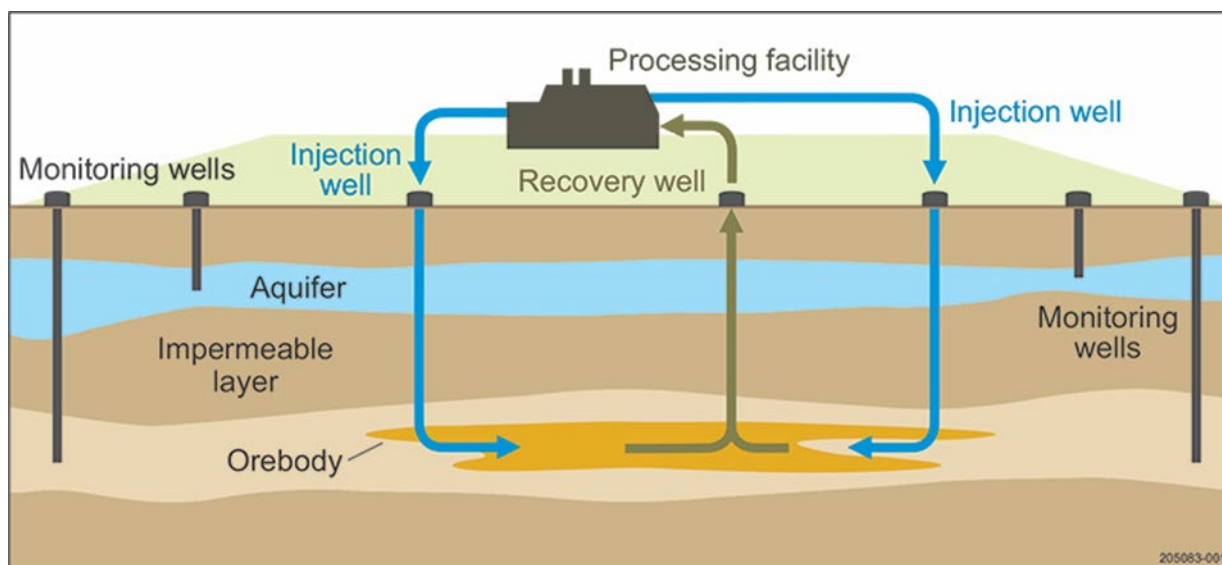


Figure 9: Conceptual Model of an ISR Mining Process

Remote Ion Exchange (IX)

A remote IX or **satellite** plant can be set up to commercialise uranium orebodies which are amenable to ISR mining but are distant from a central process plant. The satellite facility would typically load uranium, from the pregnant ISR leach liquor, by ion exchange (IX) onto resin or polymer beads so that the uranium loaded resin (ULR) can be trucked to a central plant for stripping, precipitation, and packaging as yellow cake. Remote IX is used in Wyoming (including for toll milling) and Texas in the USA. It is also used at the Heathgate Resources Four Mile mine (well field) in South Australia, where for historical reasons the main treatment plant at Beverley is several kilometres distant from the well field⁵.

During October 2021 due diligence on the acquisition of Branka and its Wyoming ISR uranium exploration properties was successfully concluded. The DD program undertaken included corporate, financial, technical, and legal DD reviews on Branka and its US subsidiary, Branka Minerals LLC. Branka’s US tenure was separately validated at the County level and at the US Federal Bureau of Land Management (BLM).

Completion of DD was a major milestone for the Company and paved the way for settlement of the Acquisition to occur in November subject to shareholders approval.

⁴ World Nuclear Association website – September 2020 – In Situ Leach Mining of Uranium

⁵ World Nuclear Association website – September 2020 – In Situ Leach Mining of Uranium

Wyoming Uranium Drilling Commenced

On 6 December 2021, the Company advised that two mud rotary rigs had commenced a 15,000m (50,000ft), ~100-hole maiden drill program at the Thor ISR uranium project. 39 holes were completed prior to the end of the calendar year.

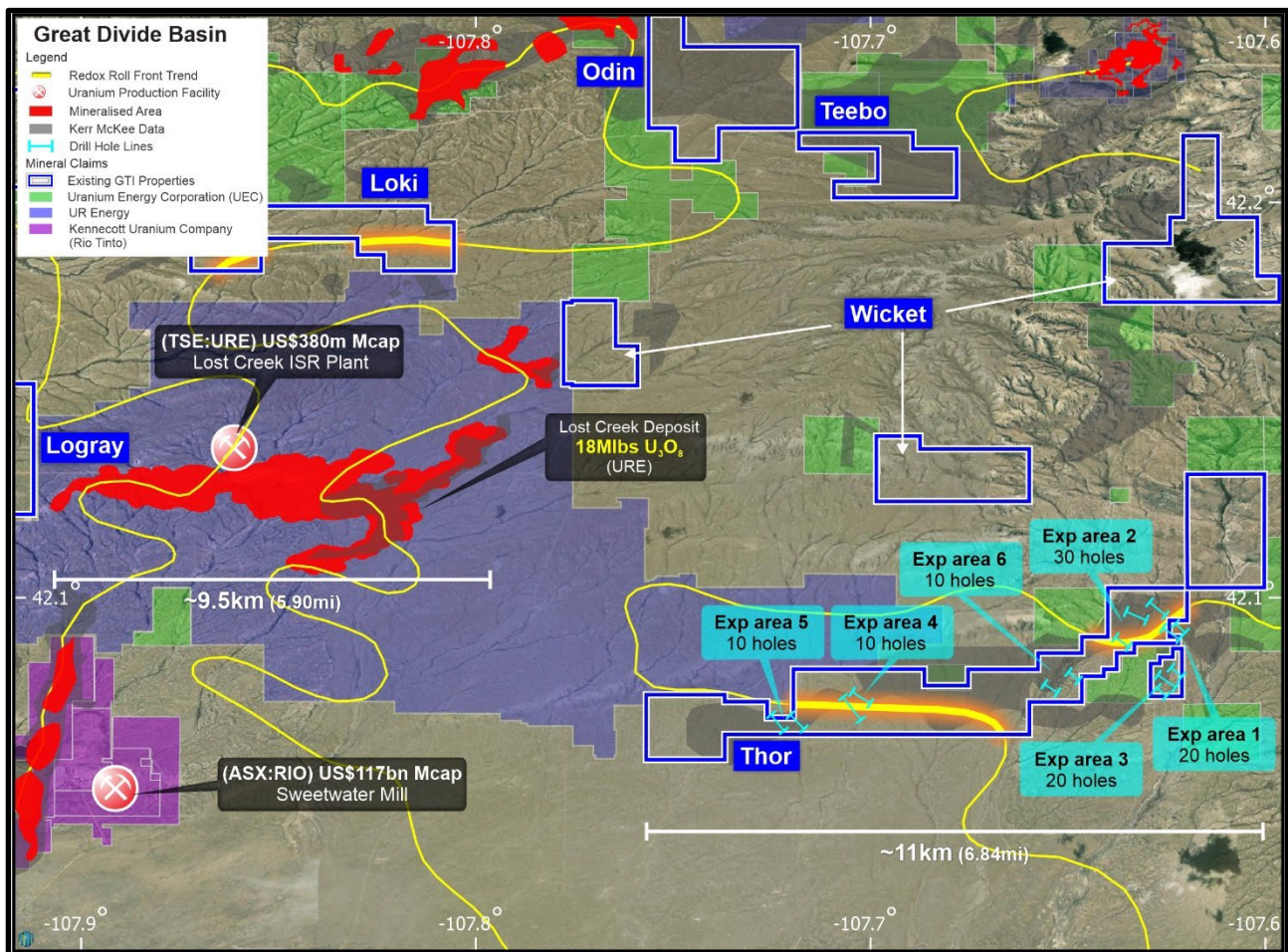


Figure 10: Thor Project Uranium Drilling Location Map, Great Divide Basin, Wyoming USA.



Figure 11. Mud Rotary Drill Rigs, Ancillary Equipment and Support Vehicles at the Thor Project.

The first 39 drill holes at the Thor Project were completed for a total of 18,802ft (5,731m) within Area 1 & Area 2 (**Figure 10**). Typical economically viable ISR grade and GT cut-offs are: 0.02% (200ppm) U₃O₈ and 0.2GT -- i.e., 10 ft (3m) @ 0.02% (200ppm) U₃O₈. Results from the first 24 holes (including those previously reported) were characterised by:

- 19 of 39 holes (49%) drilled to date met both grade and GT cut-off with an average of 0.60GT; and
- Of the remaining 20 holes, 3 met grade cut-off but not GT, 11 had trace mineralisation & 6 were barren.

These results are in line with or better than expectation and are viewed by the Company as indicative of high potential for economic ISR uranium mineralisation.

Drilling is now largely completed in the initial drilling areas to the northeast (Area 1 in **Figure 10**) and to the southeast. Drilling to date has shown a consistent sand unit at ~200 feet that is 110-120' thick within which there are three or more fronts.

These results continue to be very encouraging, and the mineralisation encountered meets and or exceeds expectations for economic ISR uranium recovery. Drilling to date has confirmed that the historic data is an excellent guide for drilling⁶. Drilling has also continued to show that the geological and hydrogeological setting of the mineralisation appears to be conducive to ISR recovery with the main host sand appearing to be continuous in the area and the water table being over 100 feet above the main host sand.

Drilling continues to show that there are at least 3 separate roll fronts present in the main host sand with additional sands positioned above and below the main sand unit showing at least trace mineralisation.

GTI's exploration objective for this drill program is to identify REDOX boundaries and potential host sands in addition to defining the depth, thickness, grade, and width of mineralisation across the REDOX front. The Company is targeting mineralisation 50 feet (15 metres) or more below the water table. The drill program may ultimately enable estimation of inferred mineral resources and/or an exploration target.

Table 1. Thor Drilling Preliminary Results

Thor Drilling Project Great Divide Basin Preliminary Results												
Hole ID	Date Drilled	Total Depth		From	To	Thickness	Grade		GT	Zone	Total Hole	
		Drilled	Logged				%eU ₃ O ₈				GT	Host Sand
BR-1001	11/30/2021	503	503	246.5	255.5	9	0.033	0.30	Upper	0.55	180-310'	
				276.5	284	7.5	0.034	0.26	Middle			
BR-1002	11/29/2021	503	503	217	240.5	23.5	0.063	1.48	Upper	1.74	185-305'	
				257.5	261	3.5	0.074	0.26	Middle			Water Table 66'
BR - 1003	11/30/2021	503	502	223	233	10	0.037	0.37	Upper	0.37	192-310'	
				295	310	15	Trace		Lower			Altered Tails
BR - 1004	12/1/2021	503	502	195	196	1	0.024	0.02	Upper	0.09	192-300	Upper zone
				202	205	3	0.022	0.07	Upper			>0.01 12 ft @ 0.019
				239.5	240	0.05	0.022	0.00	Middle			
				256	261.5	5.5	0.01		Middle			
				300	301	Trace			Lower			Altered Tails
BR-1005	12/1/2021	503	500	210.5	238	27.5	0.044	1.21	Upper	1.92	188-320	
				255.5	269.5	14	0.051	0.71	Middle			
				304.5	305.5	1	0.021	0.02	Lower			Altered Tails
BR-1006	12/2/2021	503	502	184.5	188	4.5	0.01			0.36	205-320	higher sand
				244	246	2	0.031	0.06	Middle			
				258.5	265	6.5	0.046	0.30	Middle			
				279.5	294	14.5	0.017	0.25	Lower			slightly below cutoff
BR-1007	12/2/2021	503	502	187.5	190.5	3	0.01			0.18	210-325	higher sand
				255.5	261	5.5	0.01		Middle			
				278	284.5	6.5	0.028	0.18	Middle			Within zone 15' @ 0.02
				456	457		0.01					lower sand
BR-1008	12/2/2021	503	502	226	228	2	0.01		Upper	0.07	225-330	
				282	286	4	0.018	0.07	Middle			
BR-1009	12/3/2021	503	501	229.5	231.5	2	Trace				230-340	Host sand altered
				339.5	341	1.5	Trace					lower sand
BR-1013	12/3/2021	503	502				Barren				240-340	Sand split
								0.00				All sands altered

⁶ It should be noted that the drilling commenced in one of the areas with better historic data and that the positive drilling success rate may not be replicated as the Company proceeds into other areas with less comprehensive historical data.

These results are very encouraging, and the mineralisation encountered meets expectations for economic ISR uranium recovery. Drilling to date has confirmed that the historic data is an excellent guide for drilling⁷.

Drilling has also shown that the geological and hydrogeological setting of the mineralisation appears to be conducive to ISR recovery with the main host sand appearing to be continuous in the area and the water table being over 100 feet above the main host sand.

Subsequent to the period in February 2022, the Company advised it had continued to complete that balance of the ~100-drill hole exploration campaign and then subsequently advised on March 15th 2022, that the program was completed. Then on March 28th, 2022, GTI advised that results from the completed 100 drill holes (including those previously reported) were characterised by (Table 1) and included:

- 35 holes which met or exceeded the cutoff grade of 0.02% eU3O8 (200 ppm).
- 23 holes drilled to date met both grade and GT cutoff with an average of 0.57GT; and
- Of 67 holes, 12 met grade cutoff but not GT, 29 had trace mineralisation & 36 were barren.

Note: Typical economically viable ISR grade & GT cut-offs are: 0.02% (200ppm) U3O8 and 0.2GT - i.e., 10 ft (3m) @ 0.02% (200ppm) U3O8.

These results are considered to be in line with or better than expectation and are viewed by the Company as indicative of high potential for economic ISR uranium mineralisation.

The mineralisation encountered meets and or exceeds expectations for economic ISR uranium recovery. Drilling has confirmed that the historic Kerr McGee data is an excellent guide for drilling. Drilling showed that the geological and hydrogeological setting of the mineralisation appears to be conducive to ISR recovery with the main host sand appearing to be continuous in the area and the water table being over 100 feet above the main host sand.

Drilling has shown that there are at least 3 separate roll fronts present in the main host sand with additional sands positioned above and below the main sand unit showing at least trace mineralisation.

GTI's exploration objective for this drill program was to identify REDOX boundaries and potential host sands in addition to defining the depth, thickness, grade and width of mineralisation across the REDOX front. The Company is targeting mineralisation 50 feet (15 metres) or more below the water table.

Ultimately the Company is focused on defining mineralisation similar to that discovered and mined at the nearby Lost Creek deposit and that otherwise meets typical economic cutoff criteria for sandstone hosted ISR uranium projects in Wyoming's Great Divide Basin e.g.:

- Grade greater than 0.02% (200 ppm) U3O8
- Grade x Thickness (GT) greater than 0.2 (10 ft @ 0.02 - 3 metres @ 200ppm U3O8)
- Width of mineralisation above cutoff nominal 50 feet (15 metres) and nominal GT of 0.4

UR Energy's Lost Creek ISR uranium deposit (Figure 1) is reported to contain a remaining 18Mlbs at cutoff Grade Thickness (GT) of 0.2 and made up of 11.9Mlbs of U3O8 at average grade of 0.046% eU3O8 (Measured and Indicated) and 6.6Mlbs of U3O8 at average grade of 0.044% eU3O8 (Inferred).

The Company considers that this has been a successful first drill program in Wyoming and that follow-up drilling is warranted. Planning and permitting is underway for a follow-on summer drill campaign at Thor in addition to first pass reconnaissance drilling at GTI's Odin Project.

The Odin Project is located approximately 10kms to the north of Thor and proximate to URE's Lost Soldier deposit and UEC's Antelope & Twin Buttes projects.

Further details of the impending summer drilling campaign in Wyoming will be provided in due course.

⁷ It should be noted that the drilling commenced in one of the areas with better historic data and that the positive drilling success rate may not be replicated as the Company proceeds into other areas with less comprehensive historical data.

Niagara Gold Project – Western Australia

The Niagara project is located ~6km southwest of Kookynie in the central goldfields of Western Australia. The project comprises one granted exploration licence, E40/342 and eight granted prospecting licences, P40/1506, P40/1536, P40/1492, P40/1513, P40/1515, P40/1516, P40/1517 and P40/1518. Access to the project is provided via Goldfields Highway from the town of Menzies and the sealed Kookynie Road which bisects the northern part of exploration licence E40/342 and the southern part of P40/1506 (**Figure 12**). The project is located within the central part of the Norseman-Wiluna greenstone belt and the geology of the area is characterised by large rafts of semi-continuous greenstone stratigraphy within the Mendleyarri monzogranite batholith.

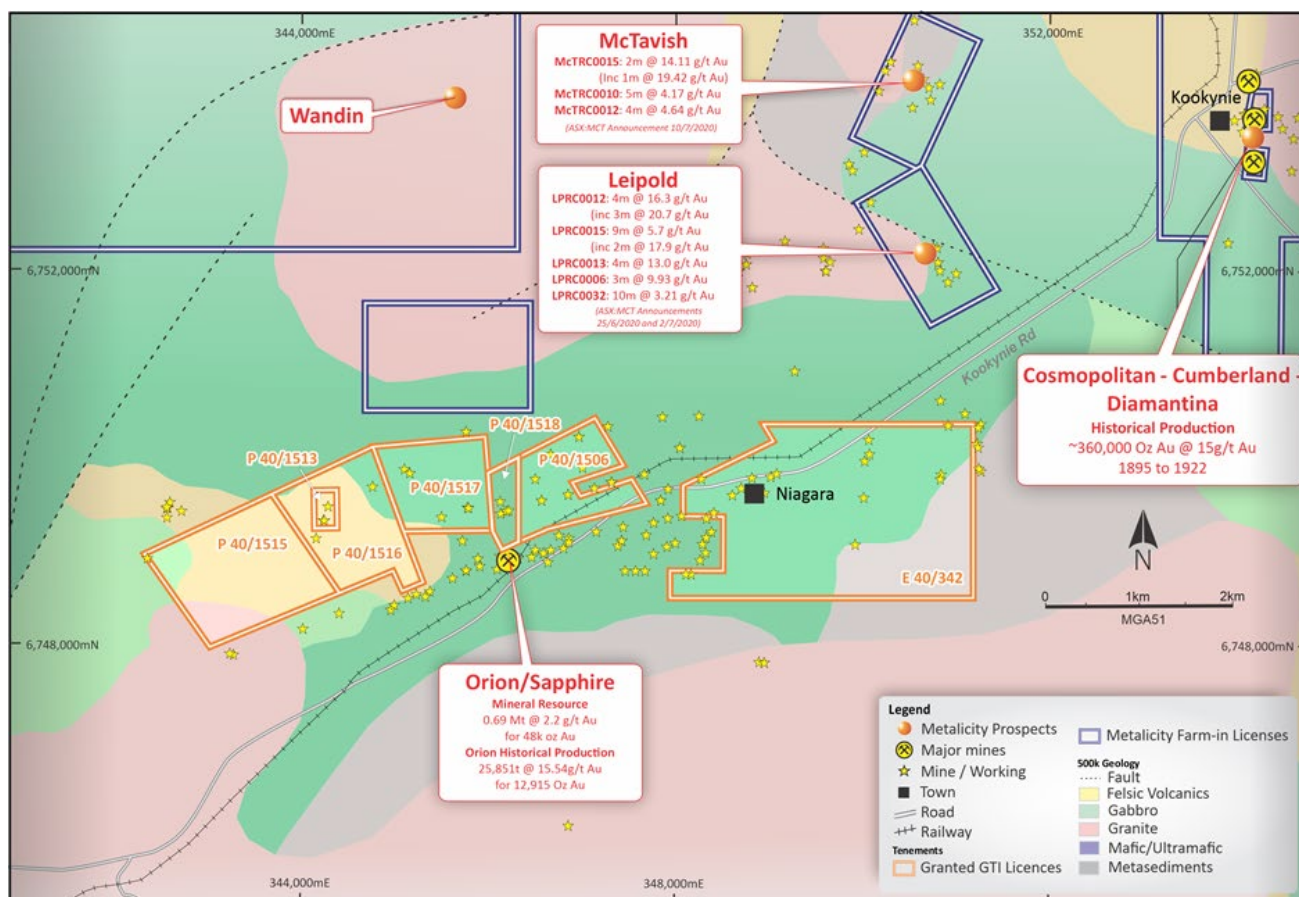


Figure 12: Niagara (Kookynie) Project – Licences and Mineral Occurrences on 1:500,000 Geology

On 16 March 2021, the Company received an independent WAMEX compilation report, from CSA Global (CSA), assessing the historical gold production and exploration activity and potential prospectivity at the Company's newly granted prospecting licenses, P40/1515, P40/1516, P40/1517 and P40/1506 and the recently acquired P40/1513 and P40/1518 (Western Niagara Project). This contiguous land package over ~5km of mineralised trend now creates a significantly enlarged consolidated holding over extensive historic mine workings of the Niagara gold mining district.

The report from CSA highlights material past production & drilling which has occurred on the newly consolidated land package. CSA's report highlighted that historic workings in the tenement package targeted high-grade quartz veins & were largely operated from 1898-1914 with reported production of 6,800 tons at **25.8 g/t Au** for **5,100 oz Au** (source: Mount Edon Mines Pty Ltd, 1984).

Extensive historic workings and reported high-grade production in the east of the project area represent an advanced exploration play.

The project contains three (3) high priority advanced exploration target areas, two (2) second priority intermediate exploration target areas and three (3) earlier stage third priority exploration target areas. Limited historical drilling has

targeted the historical workings at shallow levels with drilling typically 50m depth or shallower. An opportunity exists to extend the known mineralisation from historic workings to deeper levels and along strike with further drilling.

Large areas of transported cover not appropriate for auger surveys (conditional on outcomes of regolith study) may yield basement targets to test via AC/RC drilling if an extended magnetic survey is acquired. GTI continued to evaluate its options for advancing exploration of the Niagara Gold Project whilst prioritising the exploration of its current uranium projects.

Subsequent to year end on 3 February 2022, GTI advised that it had executed a binding Tenement Sale & Purchase Agreement with Regener8 Resources NL (ACN 655 560 740) (**Regener8**), whereby GTI conditionally agreed to sell its 100% interest in certain Western Australian (WA) tenements, comprising its Niagara Gold Prospects near Kookynie (Niagara Gold Project), to Regener8 (Proposed Transaction).

The sale of the Niagara Gold Project is subject to a number of conditions precedent, including the parties obtaining all shareholder and regulatory approvals to give effect to the Proposed Transaction (including ASX finding the structure of Regener8 to be acceptable) and Regener8 receiving conditional approval from ASX regarding its admissions to the official list of the ASX.

Under the Proposed Transaction, GTI will receive 5 million fully paid ordinary shares in Regener8 upon its listing on the ASX, enabling GTI's shareholders the ability to maintain exposure to the Niagara Gold Project via GTI's equity interest in Regener8. GTI will also receive 1.5m performance rights and \$150,000 in cash from Regener8. Eligible GTI shareholders will also have the opportunity to participate in a priority offer under Regener8's IPO.

It is anticipated that Regener8 will undertake the IPO and seek a listing onto the official list of the ASX with a prospectus to be lodged during the first half of 2022. The IPO will raise a minimum of \$4.5 million and a maximum of \$5.5 million (before costs) at an issue price of \$0.20 per share, with at least \$2 million of this to be reserved for GTI shareholders under a priority offer, to be included in the prospectus.

The Proposed Transaction will create a new listed company, assisted by a dedicated board and management team, focused on exploration and development of the Niagara Gold Project. The transaction with Regener8 allows GTI to focus its efforts on advancing its US uranium projects where exploration drilling for ISR amenable uranium is currently underway at the Thor project in Wyoming's Great Divide Basin. The Proposed Transaction, based on advice from ASX, will not require approval of the Company's shareholders.

Environmental Social Governance (ESG)

A commitment to ESG reporting

On 22 November 2021, GTI advised that it had adopted the globally recognised Stakeholder Capitalism Metrics framework, with 21 core metrics identified and promoted by the World Economic Forum (WEF). We are accordingly now making disclosures against the WEF universal ESG framework. We demonstrate our disclosure progress by providing annual ESG updates in this report and we make our disclosures available in the public domain, primarily in a specific ESG section in our corporate website.

Leading ESG disclosure technology

To track our disclosure progress and demonstrate our sustainability performance against the WEF ESG framework we have utilised a disclosure platform called ESG Go, designed by global leaders in impact management software, Socialsuite. Our ESG progress and disclosures are captured under the four pillars of the WEF ESG framework: Governance, Planet, People, and Prosperity. The ESG Go dashboard compares our starting point Baseline Dashboard with a current Dashboard and the change between each period highlights areas of progress and where disclosures have been made. Progress reports are made in the ESG section on our website.

Progress towards Carbon Neutrality in the 2021 fiscal year

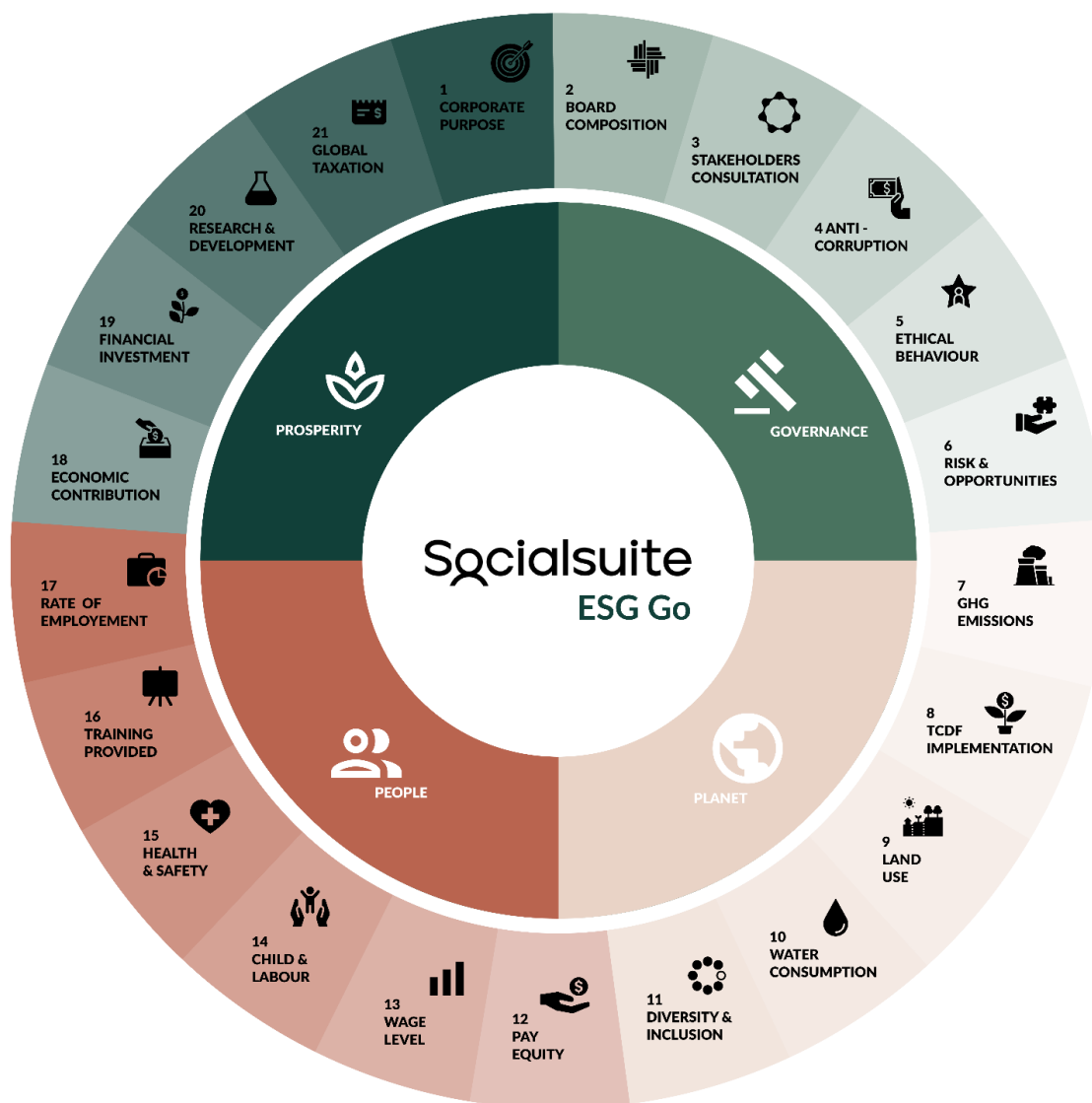
Whilst GTI's efforts to define economically viable ISR uranium resources has the potential to create inherent positive climate impact, the adoption of the WEF framework is already paying additional ESG dividends. GTI is now actively

pursuing a plan to offset its own operational carbon emissions and has moved to increase its commitment to establishing low environmental impact ISR amenable uranium assets in Wyoming, USA. In conjunction with its ESG monitoring and reporting initiative GTI has identified the opportunity to become operationally carbon neutral. GTI see this initiative as key within its program of Environmental, Social and Governance (ESG) related initiatives.

GTI has evaluated options to offset carbon emissions both from its current drilling program in Wyoming and the ongoing day to day operations of the Company. This evaluation has concluded that the most effective way to offset these emissions is via the acquisition and eventual retirement of Australian Carbon Credit Units (ACCU's or Carbon Credits). To this end, the Company has acquired 450 Carbon Credits from the Nyaliga Fire Project which was registered as an eligible offset project in 2017 by Nyaliga Aboriginal Corporation and is based in the East Kimberley of Western Australia. The number of Nyaliga Fire Project ACCUs' purchased was based on an internally generated, uncertified, estimate of GTI's carbon emissions over the 2 years commencing June 30, 2021.

The Company has started the process of becoming Climate Active Certified and hopes to be in a position during 2022 to be able to accurately report its carbon emissions and therefore to retire sufficient credits to offset these emissions. The Company is also working to identify potential operational carbon emissions abatement opportunities that may help offset GTI's future carbon emissions.

Image: ESG Go's 21 core & 34 expanded stakeholder capitalism metrics and disclosures, which the WEF recommends.



GTI's Summary of Progress Reported at December 31st, 2021



GTI Resources

ASX:GTR

ESG Dashboard - Period 2 (Oct to Dec 2021)

Disclosure Status:

D	Draft
R	Reported
V	Verified
A	Audited

Disclosure Progress:

P	In progress
C	Completed

GOVERNANCE

18% COMPLETE

Code	Description	Type	Last Updated	Disclosure	Progress (A1-A5)
GO-01-A	Setting purpose	Full disclosure	28 Dec 2021	D	C C C P P
GO-02-A	Governance body composition	Full disclosure	28 Dec 2021	D	P P C C C
GO-03-A	Material issues impacting stakeholders	Full disclosure	28 Dec 2021	D	P
GO-04-A	Anti-corruption practices	Full disclosure	28 Dec 2021	D	C P P
GO-04-B	Mechanisms to protect ethical behaviour	Full disclosure	28 Dec 2021	D	C P
GO-05-A	Integrating risk and opportunity into business process	Full disclosure	28 Dec 2021	D	P P P P P

PLANET

21% COMPLETE

Code	Description	Type	Last Updated	Disclosure	Progress (A1-A5)
PL-01-A	GHG emissions	Full disclosure	28 Dec 2021	D	P P C
PL-01-B	TCFD implementation	Full disclosure	28 Dec 2021	D	P P P
PL-02-A	Land use and ecological sensitivity	Full disclosure	28 Dec 2021	D	P P P P P
PL-03-A	Water consumption	Partial disclosure	28 Dec 2021	D	N N N N N

PEOPLE

11% COMPLETE

Code	Description	Type	Last Updated	Disclosure	Progress (A1-A5)
PE-01-A	Diversity and inclusion	Explanation	28 Dec 2021	R	
PE-01-B	Pay equality	Explanation	28 Dec 2021	R	
PE-01-C	Wage level	Explanation	28 Dec 2021	R	
PE-01-D	Child, forced or compulsory labour	Full disclosure	28 Dec 2021	D	P
PE-02-A	Health and safety	Full disclosure	28 Dec 2021	D	P P
PE-03-A	Training provided	Explanation	28 Dec 2021	R	

PROSPERITY

47% COMPLETE

Code	Description	Type	Last Updated	Disclosure	Progress (A1-A5)
PR-01-A	Rate of employment	Explanation	28 Dec 2021	R	
PR-01-B	Economic contribution	Full disclosure	28 Dec 2021	R	C C
PR-01-C	Financial investment contribution	Full disclosure	28 Dec 2021	R	C C
PR-02-A	Total R&D expenses	Full disclosure	28 Dec 2021	R	C
PR-03-A	Total tax paid	Full disclosure	28 Dec 2021	R	C

CORPORATE

Branka Acquisition

On 18 August 2021, the Company entered into a binding sale and purchase agreement to acquire 100% of Branka Minerals Pty Ltd (**Branka**) from the shareholders of Branka (**Vendors**). On 3 November 2021, the Acquisition and Vendor Placement were completed. The key terms of the Branka Acquisition are as follows:

Branka via its 100% owned subsidiary Branka Minerals LLC, held lode claims and mineral leases (Schedule 1) in the Great Divide Basin region of Wyoming and the Uravan Belt of Colorado, USA (**Properties**) (**Acquisition**). In consideration for the Acquisition, at settlement the Company issued to the shareholders of Branka, initial consideration of 135,000,000 fully paid ordinary shares) at a fair value of 3 cents per share and paid A\$600,000 reimbursement of establishment and land holding costs (**Initial Consideration**). In addition, the Vendors will receive conditional consideration of 22,500,000 Shares at a fair value of 3 cents per share and up to a further A\$450,000 reimbursement of establishment, land holding and exploration planning costs subject to the Stage 2 (**Phase 2**) Properties being registered with the US Federal Bureau of Land Management (**BLM**) (**Conditional Consideration**). The Vendors will also be entitled to receive deferred consideration of 37,500,000 GTI Shares, upon conversion of 37,500,000 Performance Rights that are subject to achievement of any 2 of the following Milestones (**Deferred Consideration**):

Performance Milestone	Expiry Date
<u>Milestone 1:</u> The Company announcing to ASX a Mineralisation Range Estimate or Exploration Target (in accordance with JORC 2012) of 15-30mlbs at average grades of 0.04 to 0.10 %eU ₃ O ₈ (350 to 1,000 ppm) above a minimum cutoff of 0.02 (200 ppm), minimum thickness 1 meter & a minimum grade thickness (GT) product of 0.2 on the Tenements.	3 years from the date of issue of Performance Rights
<u>Milestone 2:</u> The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 3mlbs across one contiguous claim block at average grades of 0.04 to 0.10 %eU ₃ O ₈ (350 to 1,000 ppm) above a minimum cutoff of 0.02 (200 ppm), minimum thickness 1 meter & a minimum grade thickness (GT) product of 0.4 on the Tenements ⁸ .	3 years from the date of issue of Performance Rights
<u>Milestone 3:</u> The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 6mlbs across all of the Tenements, at average grades of 0.04 to 0.10 %eU ₃ O ₈ (350 to 1,000 ppm) above a minimum cutoff of 0.02 (200 ppm), minimum thickness 1 meter & a minimum grade thickness (GT) product of 0.4 on the Tenements ⁸ .	3 years from the date of issue of Performance Rights

Completion of the Acquisition was subject to the satisfaction of a number of conditions that had to be satisfied within 90 days of the date of the Agreement including the Company completing technical, legal, and commercial due diligence on Branka and the Properties within 45 days. The Company prepared a notice of meeting for shareholders to vote on various aspects of the transaction including the issue of Initial Consideration Shares, Conditional Consideration Shares the Deferred Consideration Shares, and the Vendor Placement. The Vendors gave various warranties and representations in favour of the Company customary for a transaction of this nature.

⁸ Inferred Mineral Resources must be estimated in accordance with CIM guidelines for sandstone-hosted uranium deposits by a competent person with direct experience with Wyoming style roll-front deposits. The same minimum cutoffs would apply. No positive adjustments for radiometric disequilibrium (DEF) will be accepted. The mineral resource must be at least 50 feet below the static ground water table and within sandstone units (mineralization in lignite or high carbon material will not be considered as they are not recoverable with ISR). The average GT of the resource must be greater than 0.4 GT to address requirements for reasonable prospects of economic extraction.

In connection with the Acquisition, GTI conducted the following capital raising activities:

- (a) a placement of 135,000,000 Shares at an issue price of \$0.015 to raise \$2,025,000 (before costs) with 1 free attaching Option for every 4 Shares subscribed (exercisable @ \$0.03, expiring 3 years from issue) (**Placement**). The Placement Shares were issued using the Company's existing placement capacities pursuant to ASX Listing Rules 7.1 (70,900,000 shares) and 7.1A (64,100,000 shares). The Placement Options issued were subject to shareholder approval.
- (b) placement of 40,000,000 Shares at an issue price of \$0.015 to raise \$600,000 (before costs) with 1 free attaching Option for every 4 Shares subscribed (exercisable @ \$0.03, expiring 3 years from issue) to the Vendors (**Vendor Placement**). The Vendor Placement was subject to settlement of the Acquisition and shareholder approval.
- (c) GTI offered all Shareholders an opportunity to participate in a fully underwritten non-renounceable entitlement offer of 97,439,750 Shares on a 1 for 8 basis at an issue price of \$0.015 per Share, to raise \$1,461,596 before costs, with 1 free attaching Option for every 4 Shares subscribed (exercisable @ \$0.03, expiring 3 years from the date of issue) (**Entitlement Offer**).

(the Placements and Entitlement Offer are together referred to as the **Capital Raisings**).

The Company applied to ASX to list all the options issued in conjunction with the transaction (ASX:GTRO).

The funds raised from the Capital Raisings were used to fund the Acquisition, exploration of the Properties, pay costs of the Capital Raisings and for working capital.

The Entitlement Offer was fully underwritten by CPS who acted as lead manager and arranger to the Placement and the Vendor Placement. CPS received a 6% capital raising fee for both the funds raised in the Placements and the underwritten amount of the Entitlement Offer (**Capital Raising Fee**). The Capital Raisings Fee was paid in cash.

CPS's mandate with the Company was extended, on the existing terms, for a period of twelve (12) months from 16 August 2021 (**Term**). During the Term, CPS will continue to receive a monthly corporate advisory fee of A\$4,000 (plus GST) for ongoing corporate advisory services to the Company. If the engagement is terminated by either party before expiry of the Term, the full amount of the outstanding balance for the remainder of the Term is due and payable to CPS in full. In addition, the Company has paid CPS the following:

- (a) Following shareholder approval, 15 million placement options exercisable @ \$0.03, expiring 3yrs from date of issue. These options will be subscribed for at \$0.000001 each and otherwise rank on the same terms as the other options to be issued in conjunction with the Transaction; and
- (b) Following shareholder approval, 15 million underwriting options exercisable @ \$0.03, expiring 3yrs from date of issue. These options will be subscribed for at \$0.000001 each and otherwise rank on the same terms as the other options to be issued in conjunction with the Transaction.

Annual General Meeting

All resolutions put to shareholders at the AGM on 27 May 2021 were passed on a poll. In addition, all resolutions put to the shareholders at a General Meeting on 29 October 2021 were also carried on a poll.

Lapse of Unlisted Options

The following classes of options lapsed unexercised during the period:

- 50,000,000 options exercisable at \$0.08 expiring 30 June 2021;
- 1,887,500 Options exercisable at \$0.03 expiring 30 December 2021; and
- 13,716,907 Options exercisable at \$0.03 expiring 31 December 2021.

Court Proceedings

On 11 August 2021 GTI advised that it had been served with a complaint in the Sixth Judicial District Court, Garfield County, in the State of Utah (**Lawsuit**) from Ausi Projects, LLC (**Ausi**). In the Lawsuit, Ausi alleges a breach of the acquisition agreement (**Agreement**) announced on 1 July 2019. The Company strongly disputes the allegations and is vigorously defending itself.

Notwithstanding non-performance by Ausi in respect of the Agreement, the Company is being pursued for US\$265,000 in damages. In addition to defending itself against Ausi's baseless claims, the Company has filed a Counterclaim against Ausi for damages in excess of those being sought by Ausi.

The Board of GTI resolutely believe the Lawsuit has no basis in fact or in law and represents an ambit claim. Accordingly, the Company (in consultation with its US Lawyers) believes the Summons is immaterial with respect to the Company's continuous disclosure obligations and its future prospects.

Competent Person Statements:

The information in this announcement that relates to the Exploration Results in the USA is based on information compiled and fairly represents the exploration status of the project. Doug Beahm has reviewed the information and has approved the scientific and technical matters of this disclosure. Mr. Beahm is a Principal Engineer with BRS Engineering Inc. with over 45 years of experience in mineral exploration and project evaluation. Mr. Beahm is a Registered Member of the Society of Mining, Metallurgy and Exploration, and is a Professional Engineer (Wyoming, Utah, and Oregon) and a Professional Geologist (Wyoming). Mr Beahm has worked in uranium exploration, mining, and mine land reclamation in the Western US since 1975 and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and has reviewed the activity which has been undertaken, to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of exploration results, Mineral Resources and Ore Reserves. Mr Beahm provides his consent to the information provided.

Information in this release that relates to Exploration Results on the Western Australian projects is based on information compiled by Mr Ian Stockton, who is a Member of the Australian Institute of Mining and Metallurgy (AusIMM). Mr Stockton is a full-time employee of CSA Global. Mr Stockton is engaged by GTI Resources Ltd as an independent consultant. Mr Stockton has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Stockton consents to the inclusion in this release of the matters based on his information in the form and context in which it appears.

DIRECTORS

The names of Directors who held office during the year and up to the date of signing this report, unless otherwise stated are:

Bruce Lane	Executive Director
Nathan Lude	Non-Executive Chairman
Petar Tomasevic	Non-Executive Director

PRINCIPAL ACTIVITIES

The activities of the Company and its subsidiaries during the year ended 31 December 2021 was to explore mineral tenements in Utah & Wyoming (United States) and Western Australia.

DIVIDENDS

No dividends have been declared, provided for, or paid in respect of the financial year ended 31 December 2021 (31 December 2020: Nil).

FINANCIAL SUMMARY

The Group made a net loss after tax of \$1,426,463 for the financial year ended 31 December 2021 (31 December 2020: loss after tax \$1,736,948). At 31 December 2021, the Group had net assets of \$16,121,634 (31 December 2020: \$6,029,748) and cash and cash equivalents of \$4,754,013 (31 December 2020: \$3,155,811).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The significant changes in the state of affairs of the Consolidated Entity during the financial year and to the date of this report are set out in the review of operations above.

EVENTS SUBSEQUENT TO END OF THE REPORTING PERIOD

On 3 February 2022, GTI announced that it had executed a binding Tenement Sale & Purchase Agreement for the sale of its Niagara Gold Project near Kookynie in the eastern goldfields of WA. GTI to receive 5 million ordinary Regener8 Resources NL shares, 1.5 million performance rights and \$150,000 cash upon R8R listing on the ASX.

Thankfully, no positive COVID-19 (Coronavirus) cases have been reported amongst the Group's employee and contractor base. However, GTI are taking pre-emptive precautions to protect its employees, contractors, their families, and their communities. The Group has implemented a flexible work policy and limited travel. We believe that this decision is aligned and in the best interests of all our stakeholders.

There have been no other events of a material nature or transaction, that have arisen since year end and the date of this report that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or its state of affairs.

INFORMATION ON DIRECTORS

The following information is current as at the date of this report.

Mr Bruce Lane	Executive Director (appointed 3 September 2019)
Qualifications	BComm, Msc, GAICD
Experience	Mr Lane has held leadership roles with a number of ASX listed companies and significant blue-chip companies in Europe and Australasia. He has experience in a range of industries including resources, consumer & industrial products and venture capital. Mr Lane has successfully managed the acquisition of new assets for a number of ASX listed companies and numerous private & public capital raisings including Initial Public Offerings, mergers and Reverse Take Overs, via the ASX.
Equity Interests	733,696 ordinary shares. 20,381 options exercisable at \$0.03 expiring 20 October 2024 12,000,000 Class B Performance Rights
Other ASX listed directorships	Non-Executive Chairman of SSH Group Limited (appointed 8 December 2020).
Former directorships in the last three years of ASX listed companies	Hartshead Resources NL - appointed 24 May 2018, retired 29 November 2019
Mr Nathan Lude	Non-Executive Director (appointed 3 July 2018) Non-Executive Chairman (appointed 9 May 2020)
Qualifications	BBus, Msud

Experience	<p>Mr Lude has broad experience working in Asset Management, Mining and the Energy Industry. He operates a boutique advisory firm, Advantage Management Pty Ltd and works with private and public companies, focused on enhancing business growth and development through introducing new investors and capital.</p> <p>Mr Lude has worked in a Business Development Management role for a large Canadian Energy Company and previously held the Managing Director position for a listed ASX mining company. Since 2007, he has been involved in asset and fund management. His business network spreads across Australia and Asia and has strong ties with Australian broking firms, institutions, Asian investors and institutions.</p>
Equity Interests	2,500,000 Class B Performance Rights
Other ASX listed directorships	Hartshead Resources NL – appointed 16 May 2016
Former directorships in the last three years of ASX listed companies	<p>Frontier Resources Limited – appointed 3 July 2019, retired 30 June 2019</p> <p>Roto-Gro Limited – appointed 28 February 2019, retired 30 June 2019</p>

Mr Petar Tomasevic	Non-Executive Director (appointed 9 May 2020)
Qualifications	BSc, Dip.Fin.Planning
Experience	<p>Mr Tomasevic is the Managing Director of Vert Capital Pty Ltd, a financial services company specialising in mineral acquisition and asset implementation. He has worked with a number of ASX listed companies in marketing and investor relations roles. Mr Tomasevic is fluent in 5 languages and is currently appointed as a French and Balkans language specialist to assist in project evaluation for ASX listed junior explorers.</p> <p>Mr Tomasevic was most recently a director at Fenix Resources Ltd (ASX: FEX) which is now moving into the production phase. Petar was involved in the company's restructuring (when formerly Emergent Resources), the Iron Ridge asset acquisition, the RTO financing and then the development phase of FEX's Iron Ridge project.</p>
Equity Interests	2,500,000 Class B Performance Rights
Other ASX listed directorships	None
Former directorships in the last three years of ASX listed companies	<p>Fenix Resources Limited – appointed November 2018, retired March 2020</p> <p>Emergent Resources Limited – appointed October 2017, retired November 2018</p>

Company Secretary

Mr Matthew Foy, Appointed 1 June 2020

Mr Foy is an active member and Fellow of Governance Institute Australia (GIA) and has over 15 years of facilitating ASX listing rule compliance with core competencies in publicly listed company secretarial, operational and governance disciplines.

Audit Committee

At the date of this report, the Company does not have a separately constituted Audit Committee as all matters normally considered by an audit committee are dealt with by the full Board. During the prior year the Company had established an Audit Committee, however due to the current size and operations of the Group, this responsibility was assumed by the Board during the current year.

The audit committee oversees accounting and reporting practices and is also responsible for:

DIRECTORS' REPORT (continued)

- reviewing and approving statutory financial reports and all other financial information distributed externally;
- co-ordination and appraisal of the quality of the audits conducted by the external auditor;
- determination of the independence and effectiveness of the external auditor and assessment of whether non-audit services have the potential to impair the auditor independence;
- reviewing the adequacy of the reporting and accounting controls of the Group.

Remuneration Committee

At the date of this report, the Company does not have a separately constituted Remuneration Committee and as such, no separate committee meetings were held during the year. All resolutions made in respect of remuneration matters were dealt with by the full Board.

Meetings of Directors

During the financial year, five (5) meetings of Directors were held. The Directors have met regularly throughout the year in an informal capacity with a number of substantive matters being resolved via circular resolutions. Attendances by each Director during the year were as follows:

	Directors' Meetings	
	Number eligible to attend	Number attended
B Lane	5	5
N Lude	5	5
P Tomasevic	5	5

REMUNERATION REPORT (AUDITED)

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

- A. Introduction
- B. Remuneration governance
- C. Key management personnel
- D. Remuneration and performance
- E. Remuneration structure
 - Executive
 - Non-Executive directors
- F. Executive service agreements
- G. Details of remuneration
- H. Share based compensation
- I. Other information

This report details the nature and amount of remuneration for each Director and key management personnel of GTI Resources Ltd.

REMUNERATION REPORT (AUDITED) (continued)**A. INTRODUCTION**

The remuneration policy of the Company has been designed to align Director and management objectives with shareholder and business objectives by providing a fixed remuneration component, and offering specific long-term incentives, based on key performance areas affecting the Group's financial results. Key performance areas include cash flow management, growth in share price and successful exploration and subsequent exploitation of the Group's tenements. The Company believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best management and Directors to run and manage the Group, as well as create goal congruence between Directors, Executives and Shareholders.

During the year the Company did not engage remuneration consultants.

B. REMUNERATION GOVERNANCE

The Board retains overall responsibility for remuneration policies and practices of the Company. Due to the Company's size and current stage of development, the Board has not established a separate nomination and remuneration committee. This function (Remuneration Function) is performed by the Board.

The Board aims to ensure that the remuneration practices are:

- competitive and reasonable, enabling the Company to attract and retain key talent;
- aligned to the Company's strategic and business objectives and the creation of shareholder value;
- transparent and easily understood, and
- acceptable to Shareholders.

At the 2021 annual general meeting, the Company's remuneration report was passed by the requisite majority of shareholders (100% by a show of hands).

C. KEY MANAGEMENT PERSONNEL

The key management personnel in this report are as follows:

Executive

- B Lane (Executive Director) – appointed 3 September 2019

Non-Executive Directors

- N Lude (Non-Executive Chairman) – appointed Non-Executive Director on 3 July 2018 and transitioned to Non-Executive Chairman on 9 May 2020
- P Tomasevic (Non-Executive Director) – appointed 9 May 2020

D. REMUNERATION AND PERFORMANCE

The following table shows the gross revenue, net (losses)/profit attributable to members of the Company and share price of the Company at the end of the current and previous four financial years.

	31 December 2021 \$	31 December 2020 \$	31 December 2019 \$	31 December 2018 \$	31 December 2017 \$
Revenue from continuing operations	6,432	64,119	57,780	686,648	45,355
Net (loss)/profit attributable to members of the Company	(1,426,463)	(1,736,948)	(596,060)	158,111	(1,232,388)
Share price	0.0240	0.0230	0.0080	0.0089	0.0187

REMUNERATION REPORT (AUDITED) (continued)**E. REMUNERATION STRUCTURE****Executive remuneration structure**

The Board's policy for determining the nature and amount of remuneration for senior executives of the Group is as follows. The remuneration policy, setting the terms and conditions for executive directors and other senior executives, was developed and approved by the Board. All executives receive a base salary (which is based on factors such as length of service and experience), superannuation, fringe benefits, options and performance incentives. The Board reviews executive packages annually by reference to the Group's performance, executive performance, and comparable information from industry sectors and other listed companies in similar industries.

Executives are also entitled to participate in the employee share option and performance rights plans. If an executive is invited to participate in an employee share option or performance rights plan arrangement, the issue and vesting of any equity securities will be dependent on performance conditions relating to the executive's role in the Group and/or a tenure-based milestone.

The employees of the Group receive a superannuation guarantee contribution required by the Government, which is currently 10%, and do not receive any other retirement benefits.

Non-Executive remuneration structure

In line with corporate governance principles, Non-Executive Directors of the Company are remunerated primarily by way of fees and statutory superannuation. Non-Executive Directors fees are set at the lower end of market rates for comparable companies for time, responsibilities and commitments associated with the proper discharge of their duties as members of the Board. As the fees are set at the lower end of market rates, Non-Executive Directors are able to participate in the employee share option or performance rights plans.

Non-Executive Directors' fees and payments are reviewed annually by the Board. For the year ended 31 December 2021, remuneration for a Non-Executive Director/Chairman ranged between \$36,000 to \$60,000 per annum exclusive of superannuation. There are no termination or retirement benefits paid to Non-Executive Directors (other than statutory superannuation). The maximum aggregate amount of fees that can be paid to Non-Executive Directors, which was subject to approval by shareholders as part of the replaced constitution at the annual general meeting which occurred on 26 May 2008, is \$200,000 per annum.

In order to align their interests with those of shareholders, the Non-Executive Directors are encouraged to hold shares in the Company.

F. EXECUTIVE SERVICE AGREEMENTS

Remuneration and other terms of employment for directors and key management personnel are formalised in service agreements. The service agreements specify the components of remuneration, benefits and notice periods. Participation in the share and performance rights plans are subject to the Board's discretion. Other major provisions of the agreements relating to remuneration are set out below. Termination benefits are within the limits set by the *Corporations Act 2001* such that they do not require shareholder approval.

Contractual arrangement with key management personnel*Executives*

Name	Effective date	Term of agreement	Notice period	Base salary per annum \$	Superannuation	Termination payments
Bruce Lane ⁽¹⁾ , Executive Director	3-Sep-19	No fixed term	3 months	109,091	10%	6 months

¹ Mr Lane (Executive Director) – appointed Executive Director 3 September 2019.

REMUNERATION REPORT (AUDITED) (continued)

G. DETAILS OF REMUNERATION

The following table sets out each KMP's relevant interest in fully paid ordinary shares and options to acquire shares in the Company, as at 31 December 2021:

Name	Fully paid ordinary shares	Options	Performance Rights B
B Lane	733,696	20,381	12,000,000
N Lude	-	-	2,500,000
P Tomasevic	-	-	2,500,000

Remuneration of the Directors for the 2021 financial year is set out below:

	Short-term benefits				Post-employment benefits		Share based payments	Total
	Director fees / salaries	Bonus ⁽¹⁾	Other benefits ⁽²⁾	Annual leave ⁽³⁾	Super-annuation	Termination	Performance Rights	
	\$	\$	\$	\$	\$	\$	\$	\$
Executive Directors								
B Lane	109,340	60,000	1,200	9,285	17,610	-	176,669	374,104
Non-Executive Directors								
N Lude	65,850	-	-	-	-	-	36,806	102,656
P Tomasevic	39,420	-	-	-	-	-	36,806	76,226
Total	214,610	60,000	1,200	9,285	17,610	-	250,281	552,986

1 A cash bonus of \$10,000 per month was paid to Mr Bruce Lane from the period 1 July 2021 to 31 December 2021. The bonus was payable as a result of an increased workload during the period.

2 Other benefits include mobile phone allowance paid.

3 The amount disclosed represent the increase in associated provisions as at 31 December 2021.

Remuneration of the Directors for the 2020 financial year is set out below:

	Short-term benefits				Post-employment benefits		Share based payments	Total
	Director fees / salaries	Bonus ⁽¹⁾	Other benefits ⁽²⁾	Annual leave ⁽³⁾	Super-annuation	Termination	Options	
	\$	\$	\$	\$	\$	\$	\$	\$
Executive Directors								
B Lane	109,589	60,000	1,600	9,695	16,111	-	-	196,995
Non-Executive Directors								
N Lude	52,000	-	-	-	4,940	-	-	56,940
P Tomasevic ⁽⁴⁾	23,032	-	-	-	2,188	-	-	25,220
Non-Executive – Former								
M McDonald ⁽⁵⁾	14,200	-	-	-	-	-	-	14,200
Total	198,821	60,000	1,600	9,695	23,239	-	-	293,355

1 A cash bonus of \$10,000 per month was paid/payable to Mr Bruce Lane from the period 1 July 2020 to 31 December 2020. The bonus was payable as a result of an increased workload during the period.

2 Other benefits include mobile phone allowance paid.

3 The amount disclosed represent the increase in associated provisions as at 31 December 2020.

4 Mr Tomasevic was appointed as Non-Executive Director on 9 May 2020.

5 Mr McDonald resigned as Non-Executive Chairman on 9 May 2020.

REMUNERATION REPORT (AUDITED) (continued)

H. SHARE BASED COMPENSATION

Performance rights

For the year ended 31 December 2021, the following performance rights were granted, on issue, vested and/or lapsed to KMP:

Grant date	Grant value ⁽¹⁾ \$	Number granted	Number of vested during the year	Number cancelled during the year	Expense recognised during the year \$	Maximum value yet to expense \$
B Lane – Executive Director						
02-Nov-21	360,000	12,000,000	-	-	176,669	183,331
N Lude - Non-Executive Director						
02-Nov-21	75,000	2,500,000	-	-	36,806	38,194
P Tomasevic – Non-Executive Director						
02-Nov-21	75,000	2,500,000	-	-	36,806	38,194

1 The value of performance rights is calculated as the fair value of the rights at grant date and allocated to remuneration equally over the period from grant date to expected vesting date.

Key inputs used in the fair value calculation of the performance rights were as follows:

Number Granted	Exercise price	Expected vesting dates	Expiry date	Share price at grant date	Fair value per performance right	Total fair value
18,500,000	\$ -	23-Nov-22 to 30-Jun-23	02-Nov-24	\$0.03	\$0.03	\$555,000

1 18,000,000 performance right were approved by shareholders at a shareholder meeting held on 29 October 2021.

Performance rights granted on 2 November 2021 have been split equally into 4 tranches. Each tranche will vest on completion of any of the below milestones:

- Completion of exploration that includes the drilling of at least 10,000 meters of new drill holes combined across one or more of the Company's projects including any new projects acquired during the period
- A capital raising of at least \$1,000,000, at a share price which is at least a 100% premium to \$0.015 per share, by the issue of new equity or debt or the exercise of options.
- Securing a new mineral exploration or development project anywhere in the world or securing an additional material area of mineral claims in the US or Australia.
- The Company's VWAP over 20 consecutive trading days being at least a 100% premium to \$0.015 per share.
- The signing of a sale, joint venturing (JV) or Farmin agreement on any of the Company's projects or assets for a total consideration, JV or Farmin value of at least \$500,000 including the value of exploration commitment under the JV.
- The Company's VWAP over 20 consecutive trading days being at least a 170% premium to premium to \$0.015 per share.
- The Company's VWAP over 20 consecutive trading days being at least a 235% premium to premium to \$0.015 per share.
- The Company announcing to ASX a Mineralisation Range Estimate or Exploration Target (in accordance with JORC 2012) of 15-30 mlbs at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.2 on the Tenements.
- The Company announcing to ASX an Inferred Mineral Resource (in accordance with JORC 2012) of at least 3mlbs across one contiguous claim block at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.

REMUNERATION REPORT (AUDITED) (continued)

- j. The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 6mlbs across all of the Tenements, at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.

Relative proportions of fixed vs variable remuneration expense

The following table shows the relative proportions of remuneration that are linked to performance and those that are fixed, based on the amounts disclosed as statutory remuneration expense for the 2021 and 2020 financial years:

	Fixed remuneration	At risk STI	At risk LTI	Fixed remuneration	At risk STI	At risk LTI
	2021			2020		
Executives – Current						
B Lane ⁽¹⁾	35%	18%	47%	67%	33%	-
Non-Executive Directors – Current						
N Lude	64%	-	36%	100%	-	-
P Tomasevic ⁽²⁾	52%	-	48%	100%	-	-
Non-Executive Director – Former						
M McDonald ⁽³⁾	-	-	-	100%	-	-

1 Mr Lane was appointed as Executive Director on 3 September 2019.

2 Mr Petar Tomasevic was appointed as Non-Executive Director on 9 May 2020

3 Mr McDonald resigned as Non-Executive Chairman on 9 May 2020.

Reconciliation of equity instruments held by KMP

The following table sets out a reconciliation of each KMP's relevant interest in ordinary shares and options to acquire shares in the Company:

	Balance at the start of the year	Granted	Acquired	Exercised/ Vested	Lapsed	Other changes	Balance at year end
Executive Directors							
B Lane							
Fully paid ordinary shares	652,174	-	81,522	-	-	-	733,696
Options	-	-	20,381	-	-	-	20,381
Performance Rights B	-	12,000,000	-	-	-	-	12,000,000
Non-Executive Directors							
N Lude							
Fully paid ordinary shares	-	-	-	-	-	-	-
Performance Rights B	-	2,500,000	-	-	-	-	2,500,000
P Tomasevic							
Fully paid ordinary shares	-	-	-	-	-	-	-
Options	137,500	-	-	-	(137,500)	-	-
Performance Rights B	-	2,500,000	-	-	-	-	2,500,000

None of the fully paid ordinary shares above are held nominally by the Directors or any other KMP.

DIRECTORS' REPORT (continued)

REMUNERATION REPORT (AUDITED) (continued)

I. OTHER INFORMATION

Unissued ordinary shares

Unissued ordinary shares under option at the date of this report are 99,563,717 and broken-down as follows:

- Share options issued to Directors, employees, consultants and vendors 99,563,717.

Options over ordinary shares have an average exercise price of \$0.030.

This concludes the Remuneration Report which has been audited.

ENVIRONMENTAL REGULATIONS

The Company's policy is to comply with, or exceed, its environmental obligations in each jurisdiction in which it operates. No known environmental breaches have occurred.

INDEMNIFYING OFFICERS

During the financial year, the Company paid a premium in respect of a policy insuring the Company's Directors, Secretaries, Executive Officers and any related body corporate against a liability incurred as such a Director, Secretary or Officer to the extent permitted by the *Corporations Act 2001*. The policy of insurance prohibits disclosure of the nature of the liability and the amount of the premium. The Company has entered into Deeds of Indemnity, Insurance and Access with the Company's Directors, Secretary and Executive Officers.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or any of the related body corporates against a liability incurred as such an officer or auditor.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of GTI, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of GTI for all or part of these proceedings.

No proceedings have been brought or intervened in on behalf of GTI with leave of the Court under section 237 of the *Corporations Act 2001*.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration, as required under section 307C of the *Corporations Act 2001* for the year ended 31 December 2021 has been received and can be found on page 33.

AUDITOR'S REMUNERATION

During the financial year no fees were paid or payable for other services provided by related entities of BDO Audit (WA) Pty Ltd.

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

This report is signed in accordance with a resolution of the Board of Directors made pursuant to section 295(5) of the *Corporations Act 2001*.

A handwritten signature in black ink, appearing to read 'N Lude', is positioned above the printed name and title.

Nathan Lude
Non-Executive Chairman
Perth, Western Australia
31 March 2022

DECLARATION OF INDEPENDENCE BY JARRAD PRUE TO THE DIRECTORS OF GTI RESOURCES LIMITED

As lead auditor of GTI Resources Limited for the year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been:

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

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



Jarrad Prue

Director

BDO Audit (WA) Pty Ltd

Perth, 31 March 2022

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 \$	2020 \$
Revenue from continuing operations			
Other income		6,432	64,119
Gain on investment		1,170	30
Expenses			
Other expenses	2	(1,120,771)	(750,664)
Share-based payments	11	(272,364)	(1,050,000)
Depreciation and amortisation expense		(930)	(433)
Finance costs		(40,000)	-
Loss before income tax		(1,426,463)	(1,736,948)
Income tax benefit	3	-	-
Loss attributable to the owners of the Company		(1,426,463)	(1,736,948)
Other comprehensive loss			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		90,248	(105,020)
Other comprehensive loss for the year, net of tax		90,248	(105,020)
Total comprehensive loss for the year attributable to the owners of GTI Resources Ltd		(1,336,215)	(1,841,968)
Loss per share for loss from continuing operations attributable to the ordinary equity holders			
Basic and diluted loss per share (cents per share)	14	(0.19)	(0.32)

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 \$	2020 \$
Current assets			
Cash and cash equivalents	5	4,754,013	3,155,811
Other receivables and prepayments	6	325,441	227,141
Total current assets		5,079,454	3,382,952
Non-current assets			
Exploration and evaluation	7	11,445,400	3,143,921
Plant and equipment		2,397	773
Financial assets at fair value through profit or loss	8	1,500	330
Other receivables	6	19,913	-
Total non-current assets		11,469,210	3,145,024
Total assets		16,548,664	6,527,976
Current liabilities			
Trade and other payables		377,659	478,178
Provisions		49,371	20,050
Total current liabilities		427,030	498,228
Total liabilities		427,030	498,228
Net assets		16,121,634	6,029,748
Equity			
Issued capital	9(a)	23,349,925	14,005,275
Share based payment reserve	9(c)	4,382,280	2,298,829
Foreign exchange reserve	9(c)	(20,725)	(110,973)
Accumulated losses	9(b)	(11,589,846)	(10,163,383)
Total equity		16,121,634	6,029,748

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	Issued Capital \$	Reserves \$	Accumulated Losses \$	Total Equity \$
As at 1 January 2020		10,190,370	902,929	(8,426,435)	2,666,864
Loss for the year		-	-	(1,736,948)	(1,736,948)
Other comprehensive loss		-	(105,020)	-	(105,020)
Total comprehensive loss for the year		-	(105,020)	(1,736,948)	(1,841,968)
Transactions with owners in their capacity as owners					
Shares issued during the year	9(a)	4,406,656	-	-	4,406,656
Share issue expenses	9(a)	(592,211)	339,947	-	(252,264)
Contribution from options	9(a)	160	-	-	160
Contribution from performance rights	9(a)	300	-	-	300
Performance rights expense	11(a)	-	1,050,000	-	1,050,000
As at 31 December 2020		14,005,275	2,187,856	(10,163,383)	6,029,748
As at 1 January 2021		14,005,275	2,187,856	(10,163,383)	6,029,748
Loss for the year		-	-	(1,426,463)	(1,426,463)
Other comprehensive loss		-	90,248	-	90,248
Total comprehensive loss for the year		-	90,248	(1,426,463)	(1,336,215)
Transactions with owners in their capacity as owners					
Shares issued during the year	9(a)	10,084,095	-	-	10,084,095
Share issue expenses	9(a)	(739,805)	686,087	-	(53,718)
Issue of options	9(a)	360	-	-	360
Claim acquisition cost	4	-	1,125,000	-	1,125,000
Performance rights expense	11(a)	-	272,364	-	272,364
As at 31 December 2021		23,349,925	4,361,555	(11,589,846)	16,121,634

This above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 \$	2020 \$
Cash flows from operating activities			
Payments in the normal course of business		(983,771)	(715,412)
Interest received		6,972	8,165
Cash flow boost incentive payments		-	44,816
Finance costs		(40,000)	-
Net cash (used in) operating activities	20	(1,016,799)	(662,431)
Cash flows from investing activities			
Payments to acquire Branka Minerals	4	(1,000,000)	-
Cash acquired as part of asset acquisition		26,332	-
Payments for property, plant and equipment		(2,555)	-
Payments for exploration and evaluation expenditure		(1,398,900)	(1,365,083)
Payment for carbon credits		(19,913)	-
Proceeds from sale of tenements		-	10,000
Net cash (used in) investing activities		(2,395,036)	(1,355,083)
Cash flows from financing activities			
Proceeds from issue of shares		5,069,095	4,084,989
Proceeds from issue of options	11(a)	360	160
Proceeds from issue of performance rights	11(a)	-	300
Share issue costs		(53,718)	(252,264)
Net cash generated from financing activities		5,015,737	3,833,185
Net increase in cash and cash equivalents		1,603,902	1,815,671
Cash and cash equivalents at the beginning of the year		3,155,811	1,340,140
Effect of movement in exchange rates on cash held		(5,700)	-
Net cash and cash equivalents at the year	5	4,754,013	3,155,811

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

1. SEGMENT INFORMATION

Management has determined that the Group has four reportable segments, being exploration of:

- Utah Uranium and Vanadium projects, Utah, United States;
- Utah Uranium and Vanadium projects, Wyoming/Colorado, United States
- the Reach Project in Western Australia; and
- the Niagara Project in Western Australia.

This determination is based on the internal reports that are reviewed and used by the Board (chief operating decision maker) in assessing performance and determining the allocation of resources. The Board monitors the Group based on actual versus budgeted expenditure incurred by segment. This internal reporting framework is the most relevant to assist the Board with making decisions regarding the Group and its ongoing activities, while also taking into consideration the results that has been performed to date. During the prior year, the Group had two reportable segments.

	Revenue from external sources \$	Reportable segment profit/(loss) \$	Reportable segment assets ⁽¹⁾ \$	Reportable segment liabilities \$
<i>For year ended 31 December 2021</i>				
Exploration – Utah Project				
Exploration activity	-	-	2,735,349	-
Exploration – Wyoming/Colorado Project				
Exploration activity	-	(50,022)	7,627,530	(302,833)
Exploration – Niagara Project				
Exploration activity	-	(31,503)	1,187,625	(17,323)
Exploration – Reach Project				
Exploration activity	-	-	43,712	-
Corporate activities	6,432	(1,344,938)	4,954,448	(106,874)
Total	6,432	(1,426,463)	16,548,664	(427,030)
<i>For year ended 31 December 2020</i>				
Exploration – Uranium/Vanadium, Utah Project				
Exploration activity	-	-	2,288,380	(434,474)
Exploration – Niagara Project				
Exploration activity	-	-	813,054	(4,789)
Exploration – Reach Project				
Exploration activity	-	-	42,487	-
Corporate activities	64,149	(1,736,948)	3,384,055	(58,965)
Total	64,149	(1,736,948)	6,527,976	(498,228)

1 Corporate activities include cash held of \$3,155,811 for the year ended 31 December 2021 and \$3,155,811 for the year ended 31 December 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

2. OTHER EXPENSES

	Note	2021 \$	2020 \$
(Loss)/Profit before income tax includes the following specific items:			
Administrative expenses			
Employee benefits expense		72,523	44,935
Directors' fees		189,950	142,580
Marketing costs		227,299	177,448
Advisory Costs		167,760	90,348
Compliance Costs		255,422	182,467
Consultants		120,000	61,812
Office costs		51,710	32,478
Insurance costs		26,764	19,054
Other administrative expenses		9,343	(458)
		1,120,771	750,664

3. TAXATION

	2021 \$	2020 \$
Income tax benefit		
Current tax	-	-
Deferred tax	-	-
Income tax benefit	-	-
Reconciliation of income tax to prima facie tax payable		
Loss before income tax	(1,426,463)	(1,736,948)
Income tax benefit at 27.5% (31 December 2020: 27.5%)	(392,277)	(477,661)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Share based payments	74,900	316,479
Other permanent differences	28,965	6,059
Deferred taxes relating to unused tax losses not recognised	288,412	155,123
Total income tax benefit	-	-
Unrecognised deferred tax assets		
Deferred tax assets not recognised relate to the following:		
Tax losses	2,547,626	2,274,910
Other	(51,814)	(7,109)
Net deferred tax assets unrecognised	2,495,812	2,267,801

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

3. TAXATION (continued)

Significant accounting judgment

Deferred tax assets

The Group expects to have carried forward tax losses, which have not been recognised as deferred tax assets, as it is not considered sufficiently probable that these losses will be recouped by means of future profits taxable in the relevant jurisdictions. The utilisation of the tax losses in Australia is subject to the Group passing the required Continuity of Ownership and Same Business Test rules at the time the losses are utilised. Net deferred tax assets have not been brought to account as it is not probable within the immediate future that taxable profits will be available against which deductible temporary difference can be utilised.

4. ASSET ACQUISITION

On 3 November 2021, the Company acquired 100% of the issued capital of Branka Minerals Limited and its subsidiary Branka Minerals LLC (Branka). Through Branka, the Company is now ~22,000 acres (~8,900 hectares) across several groups of strategically located and underexplored mineral lode claims and 2 state leases, prospective for sandstone hosted uranium, located in the Great Divide Basin, Wyoming, USA & the Uravan Belt, Colorado, USA.

	Note	3 November 2021 \$
Current assets		
Cash and cash equivalents		26,332
Other receivables		1,002
Non-Current assets		
Exploration and evaluation expenditure	8	6,822,666
Total assets		6,850,000
Net assets		6,850,000

Reserves and resources are often used as the basis for estimates of fair value to be used in purchase price. However, as the assets are in the exploration stage and do not yet have a defined reserve or resources a fair value for these assets cannot be reliably determined.

As a result, the consideration paid is deemed to be the fair value of the acquisition. The consideration issued on 3 November 2021 was \$6,850,000.

In consideration for 100% equity in Branka Minerals Limited and the entities it controls, GTI:

- Issued 157,500,000 fully paid ordinary shares at a fair value of 3 cents per share at a fair value of \$4,725,000, and
- Paid \$1,000,000 in cash as reimbursement of establishment, land holding costs and exploration planning costs; and
- Issued 37,500,000 Performance Rights subject to various milestones. The fair value of the performance shares was equal to the share price on grant date of 3 cents after assigning a 100% probability this was determined to be \$1,125,000, see Note 11.

	3 November 2021 \$
Fair value of net assets acquired	6,850,000
Consideration to be provided for assets acquired	
Cash	1,000,000
Ordinary shares (Note 11(e))	4,725,000
Performance rights (Note 11(e))	1,125,000
	6,850,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

4 ASSET ACQUISITION (continued)

In accordance with the Group's Accounting Policy at Note 23(m) the acquired exploration and evaluation expenditure has been capitalised in the Consolidated Statement of Financial Position.

Significant accounting judgments

Asset acquisition not constituting a Business

When an asset acquisition does not constitute a business combination, the assets and liabilities are assigned a carrying amount based on their relative fair values in an asset purchase transaction and no deferred tax will arise in relation to the acquired assets and assumed liabilities as the initial recognition exemption for deferred tax under AASB 112 applies. No goodwill will arise on the acquisition and transaction costs of the acquisition will be included in the capitalised cost of the asset.

In determining when an acquisition is determined to be an asset acquisition and not a business, significant judgement is required to assess whether the assets acquired constitute a business in accordance with AASB 3. Under AASB 3 a business is an integrated set of activities and assets that is capable of being conducted or managed for the purpose of providing a return, and consists of inputs and processes, which when applied to those inputs has the ability to create outputs.

Management determined that the acquisition of Branka Minerals Limited and the entities it controls was an asset acquisition.

Fair value of asset acquisition

The Company has issued 157,500,000 fully paid ordinary shares, paid \$1,000,000 in cash and issued 37,500,000 Performance Rights in consideration for Branka Minerals Limited. The fair value of consideration was by reference to consideration provided including the fair value of shares and performance rights issued in connection with the acquisition in accordance with AASB 2, see Note 11.

5. CASH AND CASH EQUIVALENTS

	2021	2020
	\$	\$
Cash at bank and on hand	4,754,013	3,155,811

Risk exposure

Refer to Note 12 for details of the risk exposure and management of the Group's cash and cash equivalents.

Deposits at call

Deposits at call are presented as cash equivalents if they have a maturity of three months or less. Refer to Note 23(i) for the Group's accounting other accounting policies on cash or cash equivalents.

6. OTHER RECEIVABLES AND PREPAYMENTS

The Group has no impairments to other receivables or have receivables that are past due but not impaired.

Due to the short-term nature of the current trade and other receivables, their carrying amount is assumed to be the same as their fair value.

Other receivables are generally due for settlement within 30 days and are therefore classified as current.

Refer to Note 12 for details of the risk exposure and management of the Group's trade and other receivables.

	2021	2020
	\$	\$
<i>Current</i>		
Other receivables	53,639	143,219
Prepayments	271,801	83,922
	325,441	227,141
<i>Non-current</i>		
Carbon credits	19,913	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

7. EXPLORATION AND EVALUATION

	Note	2021 \$	2020 \$
Balance at 1 January		3,143,921	1,509,147
Claim acquisition cost – Branka Minerals	4	6,822,666	-
Claim acquisition cost – written off ⁽¹⁾		-	(129,721)
Claim acquisition cost – P40/1492 in Western Australia	11(c)	-	41,667
Claim acquisition cost – ML 53599 and ML 52627 in Utah	11(c)	-	360,770
Claim acquisition cost - P40/1518 and P40/1513 in Western Australia	11(c)	-	77,500
Exploration expenditure incurred ⁽²⁾		1,388,340	1,264,582
Foreign exchange movements		90,473	19,977
Balance at 31 December		11,445,400	3,143,921

- 1 *Claim costs written off relate to deferred consideration for the Bruce claims in Utah. Subsequent to financial year ended 31 December 2020, the Bruce claims were allowed to expire by Ausi Projects LLC and as a result these Bruce claims cannot be perfected in the name of Voyager Energy LLC. The deferred consideration has therefore been deemed no longer due and owing the deferred consideration of \$129,721 and corresponding write-off of the claim acquisition cost was recognised as at 31 December 2020.*
- 2 *Exploration expenditure includes a portion of Directors and employee benefits expense where the eligibility criteria under AASB 6 have been met.*

Significant accounting estimates and assumptions

Impairment of capitalised exploration and evaluation expenditure

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related asset itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors that could impact the future recoverability include the level of reserves and resources, future technological changes, costs of drilling and production, production rates, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

Significant accounting judgement

Capitalisation of exploration and evaluation expenditure

The Group has capitalised significant exploration and evaluation expenditure on the basis that this is expected to be recouped through future successful development (or alternatively sale) of the areas of interest concerned or on the basis that it is not yet possible to assess whether it will be recouped.

8. FAIR VALUES OF FINANCIAL INSTRUMENTS

This note provides an update on the judgements and estimates made by the Group in determining the fair values of the financial instruments since the last annual financial report.

Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Group classifies its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

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8. FAIR VALUES OF FINANCIAL INSTRUMENTS (continued)

The following table presents financial assets and financial liabilities measured and recognised at fair value on a recurring basis as at 31 December 2021 and 31 December 2020:

	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
As at 31 December 2021				
Financial assets at fair value through profit or loss	1,500	-	-	1,500
As at 31 December 2020				
Financial assets at fair value through profit or loss	330	-	-	330

There was no transfer between levels for recurring fair value measurements during the year. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

The fair value of financial assets and liabilities held by the Group must be estimated for recognition, measurement and/or disclosure purposes. The Group measures fair values by level, per the following fair value measurement hierarchy:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as at the end of the reporting period.

Valuation techniques used to determine fair values

The Group did not have any financial instruments that are recognised in the financial statements where their carrying value differed from the fair value. The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The carrying amounts of cash and cash equivalents, trade and other receivables and trade and other payables approximate their fair values largely due to the short-term maturities of these payments.

Financial assets at fair value through profit or loss

The fair value of the equity holdings held in Aquis Entertainment Ltd is based on the quoted market prices from the ASX on the last traded price prior to year-end.

9. EQUITY

(a) Issued capital

	2021 Shares	2020 Shares	2021 \$	2020 \$
Fully paid	1,128,781,228	644,517,998	23,349,925	14,005,275

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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9. EQUITY (continued)

Movements in ordinary share capital during the current and prior financial years are as follows:

Details	Date	Number of shares	Issue price/share \$	\$
Balance at 1 January 2020		162,818,139		7,367,871
Exercise of Options	19-May-20	25,750,000	0.030	772,500
Exercise of Options	19-May-20	13,161,365	0.030	394,841
Share based payment	22-May-20	3,750,000	0.012	45,000
Share based payment	22-May-20	1,250,000	0.0333	41,667
Contribution from Performance Rights Issued	29-May-20	-	0.00001	300
Exercise of Options	3-Jul-20	1,150,000	0.030	34,500
Conversion of Performance Rights	3-Jul-20	30,000,000	-	-
Share based payment	3-Jul-20	1,750,000	0.0333	58,333
Exercise of Options	7-Jul-20	3,128,635	0.030	93,859
Issue of shares	15-Jul-20	60,376,300	0.030	1,811,289
Issue of shares	28-Aug-20	11,133,313	0.030	333,999
Issue of shares	3-Sep-20	21,466,687	0.030	644,001
Contribution from Options Issued	3-Sep-20	-	0.00001	160
Share based payment	4-Sep-20	583,334	0.030	17,500
Share based payment – Acquisition	10-Sep-20	1,666,667	0.025	41,667
Share based payment – Acquisition	27-Oct-20	2,000,000	0.020	40,000
Share based payment – Acquisition	10-Dec-20	2,500,000	0.031	77,500
Less: Share issue costs ⁽¹⁾				(592,211)
Balance at 31 December 2020		644,517,998		14,005,275
Issue of shares	27-Aug-21	135,000,000	0.015	2,025,000
Contribution from Options Issued	27-Aug-21	-	0.00001	150
Share based payment (Note 11(c)) ⁽²⁾	03-Sep-21	16,666,667	0.015	250,000
Exercise of Options	21-Sep-21	29,843,093	0.30	895,293
Issue of shares	20-Oct-21	60,894,988	0.015	913,425
Issue of shares	22-Oct-21	42,358,482	0.015	635,377
Contribution from Options Issued	22-Oct-21	-	0.00001	150
Share based payment – Acquisition (Note 4)	02-Nov-21	157,500,000	0.030	4,725,000
Deferred consideration	02-Nov-21	2,000,000	0.020	40,000
Issue of shares	02-Nov-21	40,000,000	0.015	600,000
Contribution from Options Issued	02-Nov-21	-	0.00001	60
Less: Share issue costs ⁽³⁾				(739,804)
Balance at 31 December 2021		1,128,781,228		23,349,925

¹ Included in prior year share issue costs is a share-based payment of \$339,947.

² Share based payments have been made at fair value of services received for marketing services.

³ Included in total share issue costs is a share-based payment of \$686,087 (Note 11(c))

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

9. EQUITY (continued)

(b) Accumulated losses

	2021 \$	2020 \$
Balance at 1 January	(10,163,383)	(8,426,435)
Net loss attributable to owners of the Company	(1,426,463)	(1,736,948)
Balance at 31 December	(11,589,846)	(10,163,383)

(c) Reserves

The following table shows a breakdown of the reserves and the movements in these reserves during the year. A description of the nature and purpose of each reserve is provided.

	Note	2021 \$	2020 \$
Share-based payments reserve			
Balance at 1 January		2,298,829	908,882
Options expense – Advisor share options	11(c)	686,087	-
Options expense – Advisor options to be issued		-	339,947
Asset acquisition	4	1,125,000	-
Performance rights expense	11(a)	272,364	1,050,000
Balance at 31 December		4,308,280	2,298,829
Foreign currency translation reserve			
Balance at 1 January		(110,973)	(5,953)
Currency translation differences arising during the year		90,248	(105,020)
Balance at 31 December		(20,725)	(110,973)

Share based payments reserve

The share-based payments reserve is used to recognise: (a) the grant date fair value of options granted but not exercised; (b) the grant date fair value of market-based performance rights granted to Directors, Employees, Consultants and Vendors but not yet vested; and (c) the fair value non-market based performance rights granted to Directors, Employees, Consultants and Vendors but not yet vested.

Foreign currency translation reserve

Exchange differences arising on translation of the foreign controlled entities are recognised in other comprehensive income as described in Note 23(c) and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

10. DIVIDENDS

No dividends have been declared or paid for the year ended 31 December 2021 (31 December 2020: nil).

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11. SHARE-BASED PAYMENTS

Share-based payment transactions are recognised at fair value in accordance with AASB 2.

The total movement arising from share-based payment transactions recognised during the year and prior year were:

	Note	2021 \$	2020 \$
As part of exploration and evaluation			
Shares issued	11(c)	4,725,000	159,167
Share to be issued	9(a)	-	40,000
Performance rights	11(c)	1,125,000	-
As part of prepayments			
Shares issued	11(c)	250,000	61,667
As part of other payables			
Shares to be issued		-	40,000
As part of expense			
Shares issued		-	100,833
Performance rights	11(a)	272,364	1,050,000
Recognised in equity as a capital raising cost			
Options issued	11(b)	686,087	-
Options yet to be issued		-	339,947
		7,058,451	1,791,614

During the year the Group had the following share-based payments:

(a) Performance rights

Each performance right will vest as an entitlement to one fully paid ordinary share upon achievement of certain performance milestones. If the performance milestones are not met, the performance rights will lapse, and the eligible participant will have no entitlement to any shares.

Performance rights are not listed and carry no dividend or voting rights. Upon exercise each performance right is convertible into one fully paid ordinary share to rank pari passu in all respects with existing fully paid ordinary shares.

Movement in the performance rights for the current year is shown below:

Grant date	Expiry date	Exercise price	Balance at start of the year	Granted during the year ⁽¹⁾	Converted during the year	Cancelled during the year	Balance at year end	Vested at year end
29-Oct-21	02-Nov-24	-	-	18,500,000	-	-	18,500,000	-
Total			-	18,500,000	-	-	18,500,000	-

1 18,000,000 performance right were approved by shareholders at a shareholder meeting held on 29 October 2021.

The weighted average remaining contractual life of performance rights outstanding at 31 December 2021 was 2.84 years. There were no performance rights on issue at year ended 31 December 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

11. SHARE-BASED PAYMENTS (continued)

Key inputs used in the fair value calculation of the performance rights which have been granted during the year ended 31 December 2021 were as follows:

Number Granted	Exercise price	Expected vesting dates	Expiry date	Share price at grant date	Fair value per performance right	Total fair value
Grant date: 29 Oct 2021 ⁽¹⁾						
18,500,000	\$ -	23-Nov-22 to 30-Jun-22	02-Nov-24	\$0.03	\$0.03	\$555,000

1 Upon achieving any one of Vesting Conditions 1 to 10 listed below, a quarter (1/4) of the Performance Rights held by each holder will be eligible to be converted into Shares upon exercise by the holder:

- Milestone 1 Completion of exploration that includes the drilling of at least 10,000 meters of new drill holes combined across one or more of the Company's projects including any new projects acquired during the period
- Milestone 2 A capital raising of at least \$1,000,000, at a share price which is at least a 100% premium to \$0.015 per share, by the issue of new equity or debt or the exercise of options.
- Milestone 3 Securing a new mineral exploration or development project anywhere in the world or securing an additional material area of mineral claims in the US or Australia.
- Milestone 4 The Company's VWAP over 20 consecutive trading days being at least a 100% premium to \$0.015 per share.
- Milestone 5 The signing of a sale, joint venturing (JV) or Farmin agreement on any of the Company's projects or assets for a total consideration, JV or Farmin value of at least \$500,000 including the value of exploration commitment under the JV.
- Milestone 6 The Company's VWAP over 20 consecutive trading days being at least a 170% premium to premium to \$0.015 per share.
- Milestone 7 The Company's VWAP over 20 consecutive trading days being at least a 235% premium to premium to \$0.015 per share.
- Milestone 8 The Company announcing to ASX a Mineralisation Range Estimate or Exploration Target (in accordance with JORC 2012) of 15-30 mlbs at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.2 on the Tenements.
- Milestone 9 The Company announcing to ASX an Inferred Mineral Resource (in accordance with JORC 2012) of at least 3mlbs across one contiguous claim block at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.
- Milestone 10 The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 6mlbs across all of the Tenements, at average grades of 0.04 to 0.10 % eU308 (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.

The fair valued was assessed as the share price on grant date given, at grant date the 4 performance hurdles that the Group anticipate on achieving first were all non-market based.

On 23 November 2021, Milestone 4 was met and a quarter of the rights were eligible for conversion.

As at 31 December 2021, management believe that all other performance and service hurdles will be met and accordingly have recognised a share-based payment expense over the respective vesting periods.

The total performance rights expense arising from performance rights recognised during the reporting period as part of share-based payment expense were as follows:

	2021 \$	2020 \$
Performance rights expense	272,364	1,050,000

(b) Share options

GTI Resources Ltd share options are used to reward Directors, Employees, Consultants and Vendors for their performance and to align their remuneration with the creation of shareholder wealth through the performance requirements attached to the options. Options are granted at the discretion of the Board and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

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11. SHARE-BASED PAYMENTS (continued)

The options are not listed and carry no dividend or voting right. Upon exercise, each option is convertible into one ordinary share to rank pari passu in all respects with the Company's existing fully paid ordinary shares.

Set out below are summaries of options granted:

	2021		2020	
	Average exercise price per option	Number of options	Average exercise price per option	Number of options
Opening balance	\$0.058	87,947,500	\$0.052	115,137,500
Granted during the year ⁽¹⁾	\$0.030	107,063,717	\$0.030	16,000,000
Exercised during the year	\$0.030	(29,843,093)	\$0.030	(43,190,000)
Lapsed during the year	\$0.068	(65,604,407)	-	-
Closing balance	\$0.030	99,563,717	\$0.058	87,947,500
Vested and exercisable	\$0.030	99,563,717	\$0.058	87,947,500

¹ Prior year options were granted during the year and issued subsequent to year end.

	Grant date	Expiry date	Exercise price	2021	2020
				Number of options	Number of options
(i)	16-May-17	30-Jun-21	\$0.080	-	50,000,000
(ii)	08-Jun-18	30-Dec-21	\$0.030	-	9,387,500
(iii)	25-Sep-19	31-Dec-21	\$0.030	-	12,560,000
(iv)	06-Jul-20	31-Dec-21	\$0.030	-	16,000,000
(v) ⁽¹⁾	13-Jan-21	31-Dec-21	\$0.030	-	-
(vi) ⁽²⁾	20-Oct-21	20-Oct-24	\$0.030	15,224,097	-
(vii) ⁽²⁾	22-Oct-21	20-Oct-24	\$0.030	10,589,620	-
(viii) ⁽²⁾	02-Nov-21	20-Oct-24	\$0.030	43,750,000	-
(ix) ⁽³⁾	02-Nov-21	20-Oct-24	\$0.030	30,000,000	-
				99,563,717	87,947,500
Weighted average remaining contractual life of options outstanding at the end of the year:				2.81 years	0.87 years

¹ 7,500,000 Options issued and exercised during the year.

² Options are free attaching options issued in conjunction with the shares issued on 20 October 2021, 22 October 2021, 2 November 2021 and do not carry a fair value.

³ Options issued as part of capital raising costs.

The fair value of option issued is measured by reference to the value of the goods or services received. The fair value of services received in return for share options granted to Directors and Employees and Consultants is measured by reference to the fair value of options granted. The fair value of services received by advisors couldn't be reliably measured and are therefore measured by reference to the fair value of the equity instruments granted. The estimate of the fair value of the services is measured based on a Black-Scholes option valuation methodology. The life of the options including early exercise options are built into the option model. The fair value of the options are expensed over the expected vesting period.

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11. SHARE-BASED PAYMENTS (continued)

The model inputs for options granted during the prior and current year included:

	Exercise price	Expiry (years)	Expected volatility ⁽¹⁾	Dividend yield	Risk free interest rate ⁽²⁾	Option value
(iv)	\$0.030	1.49	138%	0%	0.25%	\$0.0212
(v)	\$0.030	0.97	128%	0%	0.08%	\$0.0119
(ix)	\$0.030	3.00	109%	0%	1.17%	\$0.0199

1 The expected price volatility is based on historical volatility (based on the remaining life of the option), adjusted for any expected changes to future volatility due to publicly available information.

2 Risk free rate of securities with comparable terms to maturity.

The total expense arising from options granted during the year and prior year as part of capital raising cost was as follows:

	2021 \$	2020 \$
Advisory options	686,087	339,947

(c) Shares issued to vendors and service providers

During the financial year:

- During the year, the Company entered into an agreement with S3 Consortium Pty Ltd for the provision of marketing services for an 18-month period commencing on 29 August 2021. In exchange for the services a total of 16,666,667 shares are to be issued.
 - On 3 September 2021, 16,666,667 shares were issued. The fair value of the shares recognised was by direct reference to the fair value of service received. This was determined by the corresponding invoice received which amounted to \$250,000. This amount has been recognised in the Consolidated Statement of Financial Position under other receivables and prepayments, which was apportioned over the period of service.

The total expense recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income for the financial year amounted to \$55,556.

- On 7 July 2020, the Company entered into a binding agreement to acquire 100% of mineral leases ML 53599 & 52627 ("Acquisition") from TSX.V listed Anfield Energy Inc (Anfield). In consideration for the Acquisition, the Company will issue to Anfield a total of 2,000,000 fully paid ordinary shares and pay US\$100,000 cash. Within 14 days of the first anniversary of settlement the Company will issue a further 2,000,000 Shares and pay a further US\$100,000 to the Anfield.
 - On 27 October 2020, 2,000,000 shares were issued to Anfield. The fair value of shares issued for the acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments granted. This was determined to be \$40,000. This amount has been recognised in the Consolidated Statement of Financial Position under exploration expenditure and evaluation assets (see Note 9).
 - The remaining 2,000,000 shares to be issued has been recognised as other payable, see Note 10. The fair value of shares issued for the acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments on 27 October 2020. This was determined by to be \$40,000.
 - On 3 November 2021, the remaining 2,000,000 were issued.

(d) Shares issued to vendors and service providers during the prior year

During the prior financial year:

- On 22 May 2020, 3,750,000 shares were issued to S3 Consortium Pty Ltd in consideration for marketing services. The fair value of the shares recognised was by direct reference to the fair value of service received. This was determined by the corresponding invoice received which amounted to \$45,000. This amount has been recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income under other expenses.
- During the year, the Company entered into an agreement with S3 Consortium Pty Ltd for the provision of marketing services for a 12-month period commencing on 1 July 2020. In exchange for the services a total of 3,000,000 shares are to be issued.

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11. SHARE-BASED PAYMENTS (continued)

- On 22 May 2020, 1,250,000 shares of the 3,000,000 were issued. The fair value of the shares recognised was by direct reference to the fair value of service received. This was determined by the corresponding invoice received which amounted to \$41,667. This amount has been recognised in the Consolidated Statement of Financial Position under other receivables and prepayments, which was apportioned over the period of service.
- On 3 July 2020, the remaining 1,750,000 were issued. The fair value of the shares recognised was by direct reference to the fair value of service received. This was determined by the corresponding invoice received which amounted to \$58,333. This amount has been recognised in the Consolidated Statement of Financial Position under other receivables and prepayments, which was apportioned over the period of service.

The total expense recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income for the financial year amounted to \$50,000.

- On 7 July 2020, the Company entered into a binding agreement to acquire 100% of mineral leases ML 53599 & 52627 ("Acquisition") from TSX.V listed Anfield Energy Inc (Anfield). In consideration for the Acquisition, the Company will issue to Anfield a total of 2,000,000 fully paid ordinary shares and pay US\$100,000 cash. Within 14 days of the first anniversary of settlement the Company will issue a further 2,000,000 Shares and pay a further US\$100,000 to the Anfield.
 - On 27 October 2020, 2,000,000 shares were issued to Anfield. The fair value of shares issued for the acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments granted. This was determined to be \$40,000. This amount has been recognised in the Consolidated Statement of Financial Position under exploration expenditure and evaluation assets (see Note 9).
 - The remaining 2,000,000 shares to be issued has been recognised as other payable, see Note 10. The fair value of shares issued for the acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments on 27 October 2020. This was determined to be \$40,000.
- On 4 September 2020, 583,334 shares were issued to Proactive Investors in consideration for marketing services for a 12-month period. The fair value of the shares recognised was by direct reference to the fair value of service received. This was determined by the corresponding invoice received which amounted to \$17,500. This amount has been recognised in the Consolidated Statement of Financial Position under other receivables and prepayments, which was apportioned over the period of service. The total expense recognised in the financial year amounts to \$5,833.
- On 10 September 2020, 1,666,667 shares were issued to Carmichael Prospecting Company Pty Ltd for the acquisition of granted Prospecting Licence P40/1492 (Reach PL). The fair value of acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments granted. This was determined to be \$41,667. This amount has been recognised in the Consolidated Statement of Financial Position under exploration and evaluation asset (see Note 7);
- On 10 December 2020, 2,500,000 shares were issued to the Mr Leon Gianni for the acquisition of granted Prospecting Licence P40/1513 and P40/1518. The fair value of acquisition could not be reliably measured and is therefore measured by reference to the fair value of the equity instruments granted. This was determined to be \$77,500. This amount has been recognised in the Consolidated Statement of Financial Position under exploration and evaluation asset (see Note 7).

(e) Share-based payment – Asset acquisition

On 3 November 2021, the Company acquired 100% of the issued capital of Branka Minerals Limited and its subsidiary Branka Minerals LLC (Branka). Through Branka, the Company is now ~22,000 acres (~8,900 hectares) across several groups of strategically located and underexplored mineral lode claims and 2 state leases, prospective for sandstone hosted uranium, located in the Great Divide Basin, Wyoming, USA & the Uravan Belt, Colorado, USA.

In consideration for 100% equity in Branka Minerals Limited and the entities it controls, GTI:

- Issued 157,500,000 fully paid ordinary shares at the share price on grant date, and
- Payment of \$1,000,000 in cash as reimbursement of establishment, land holding costs and exploration planning costs; and
- Issued 37,500,000 Performance Rights subject to Milestones.

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11. SHARE-BASED PAYMENTS (continued)

Key inputs used in the fair value calculation of the performance rights which have been granted during the year ended 31 December 2021 were as follows:

Number Granted	Exercise price	Expected vesting dates	Expiry date	Share price at grant date	Fair value per performance right	Total fair value
Grant date: 03 Nov 2021 ⁽²⁾						
37,500,000	\$ -	02-Nov-24	02-Nov-24	\$0.03	\$0.03	\$1,125,000

- 1 *Performance rights have been split equally into 4 tranches. Each tranche will vest on completion of any of the below milestones:*
- Milestone 1 The Company announcing to ASX a Mineralisation Range Estimate or Exploration Target (in accordance with JORC 2012) of 15-30 mlbs at average grades of 0.04 to 0.10 % eU₃O₈ (350 to 1,000ppm) above a minimum cutoff of 0.02 (200 ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.2 on the Tenements.*
- Milestone 2 The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 3mlbs across one contiguous claim block at average grades of 0.04 to 0.10 % eU₃O₈ (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.*
- Milestone 3 The Company announcing to ASX an Inferred Mineral Resource in accordance with JORC 2012) of at least 6mlbs across all of the Tenements, at average grades of 0.04 to 0.10 % eU₃O₈ (350 to 1,000ppm) above a minimum cutoff of 0.02 (200ppm), minimum thickness 1 meter and a minimum grade thickness (GT) product of 0.4 on the Tenements.*

The fair value of consideration was by reference to the fair value of the share and performance rights issued in connection with the acquisition.

The fair value of the shares issued was determined by reference to the share price on grant date, based on the fair value price (\$0.03 per share) and was determined to be \$4,725,000.

The fair value of the performance shares was determined using a share option pricing model, after assigning a probability of achievement this was determined to be \$1,125,000.

The fair value of the assets and liabilities acquired were measured at \$6,850,000, see Note 5 for further details. These assets were recognised as exploration asset in the Statement of Financial Position.

Significant accounting estimates, assumptions and judgements

Estimation of fair value of share-based payments

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of options is determined using the Black-Scholes model taking into account the assumptions detailed within this note.

Probability of vesting conditions being achieved

Inputs to pricing models may require an estimation of reasonable expectations about achievement of future vesting conditions. Vesting conditions must be satisfied for the counterparty to become entitled to receive cash, other assets, or equity instruments of the entity, under a share-based payment arrangement.

Vesting conditions include service conditions, which require the other party to complete a specified period of service, and performance conditions, which require specified performance targets to be met (such as a specified increase in the entity's profit over a specified period of time) or completion of performance hurdles. Where there are share-based payments with non-vesting conditions or no service conditions attached, they are expensed in full in the period granted.

The Group recognises an amount for the goods or services received during the vesting period based on the best available estimate of the number of equity instruments expected to vest and shall revise that estimate, if necessary, if subsequent information indicates that the number of equity instruments expected to vest differs from previous estimates. On vesting date, the entity shall revise the estimate to equal the number of equity instruments that ultimately vested.

The achievement of future vesting conditions are reassessed each reporting period.

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12. FINANCIAL AND CAPITAL RISK MANAGEMENT

Overview

The financial risks that arise during the normal course of the Group's operations comprise market risk, credit risk and liquidity risk. In managing financial risk, it is policy to seek a balance between the potential adverse effects of financial risks on financial performance and position, and the "upside" potential made possible by exposure to these risks and by taking into account the costs and expected benefits of the various risk management methods available to manage them.

General objectives, policies, and processes

The Board is responsible for approving policies on risk oversight and management and ensuring management has developed and implemented effective risk management and internal control. The Board receives reports as required from the Managing Director in which they review the effectiveness of the processes implemented and the appropriateness of the objectives and policies it sets. The Board oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced.

These disclosures are not, nor are they intended to be an exhaustive list of risks to which the Group is exposed.

Financial Instruments

The Group has the following financial instruments:

	2021	2020
	\$	\$
Financial assets		
Cash and cash equivalents	4,754,013	3,155,811
Other receivables	53,639	143,219
Other financial assets	1,500	330
	4,809,152	3,299,360
Financial liabilities		
Trade payables	336,025	252,965
Other payables and accruals	41,634	183,213
	377,659	436,178
Net financial assets	4,431,493	2,863,182

(a) Market Risk

Market risk can arise from the Group's use of interest-bearing financial instruments, foreign currency financial instruments and equity security instruments and exposure to commodity prices. It is a risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rate (currency risk), equity securities price risk (price risk) and fluctuations in commodity prices (commodity price risk).

(i) Interest rate risk

The Board manages the Group's exposure to interest rate risk by regularly assessing exposure, taking into account funding requirements and selecting appropriate instruments to manage its exposure. As at the 31 December 2021, the Group has interest-bearing assets, being cash at bank (31 December 2020 cash at bank).

The Group's income and operating cash flows is not highly dependent on material changes in market interest rates.

Sensitivity analysis

The Group does not consider this to be a material risk/exposure to the Group and have therefore not undertaken any further analysis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

The weighted average effective interest rate of funds on deposit is 0.38% (31 December 2020: 0.45%).

(ii) Currency risk

The Group operates in the United States and Australia and maintains a corporate listing in Australia. As a result of various operating locations, the Group is exposed to foreign exchange risk arising from fluctuations, primarily in the United States Dollar (USD).

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The Group manages risk by matching receipts and payments in the same currency and monitoring movements in exchange rates. The exposure to risks is measured using sensitivity analysis and cash flow forecasting.

As at year end, the Group does not consider this to be a material risk/exposure to foreign currency risk.

Sensitivity analysis

The following table demonstrates the estimated sensitivity to a 10% increase/decrease in the Australian dollar/USD exchange rate, with all variables held consistent, on post tax profit and equity. The Group does not consider the other currencies to be a material risk/exposure to the Group and have therefore not undertaken any further analysis. These sensitivities should not be used to forecast the future effect of movement in the Australian dollar exchange rate on future cash flows.

A hypothetical change of 10% in USD exchange rates was used to calculate the Group's sensitivity to foreign exchange rate movements as the Group's estimate of possible rate movements over the coming year taking into account current market conditions and past volatility.

For the prior year the Group does not consider this to be a material risk/exposure to the Group and have therefore not undertaken any further analysis.

	2021		2020	
	%	\$	%	\$
Impact on post-tax profits and equity				
AUD/USD + %	10	8,002	10	16,203
AUD/USD - %	10	(8,002)	10	(16,203)

(iii) Price risk

The Group's only equity investments are publicly traded on the ASX.

To manage its price risk arising from investments in equity securities, management monitors the price movements of the investment and ensures that the investment risk falls within the Group's framework for risk management.

The Group's exposure to equity securities price risk arises from investments held by the Group and classified in the statement of financial position.

Sensitivity analysis

The Group does not consider this to be a material risk/exposure to the Group and have therefore not undertaken any further analysis.

(iv) Commodity price risk

As the Group has not yet entered into mineral production, the risk exposure to changes in commodity price is not considered significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

(b) Credit risk

Credit risk arises from cash and cash equivalents and deposits with financial institutions, as well as trade receivables. Credit risk is managed on a Group basis. For cash balances held with bank or financial institutions, only independently rated parties with a minimum rating of 'AA' are accepted.

The Board is of the opinion that the credit risk arising as a result of the concentration of the Group's assets is more than offset by the potential benefits gained.

The maximum exposure to credit risk at the reporting date is the carrying amount of the assets as summarised, none of which are impaired or past due.

Exposure to credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

	2021 \$	2020 \$
Cash and cash equivalents	4,754,013	3,155,811
Other receivables	53,639	143,219
	4,807,652	3,299,030

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates.

	2021 \$	2020 \$
Cash at bank and short-term deposits		
<i>Held with Australian banks and financial institutions</i>		
AA- S&P rating	4,753,645	3,155,443
A+ S&P rating	-	-
Unrated	368	368
Total	4,754,013	3,155,811

(c) 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. Through continuous monitoring of forecast and actual cash flows the Group manages liquidity risk by maintaining adequate reserves to meet future cash needs. The decision on how the Group will raise future capital will depend on market conditions existing at that time.

Maturities of financial liabilities

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

	Less than 6 months \$	6 - 12 months \$	1 - 5 years \$	Over 5 years \$	Total contractual cash flows \$	Carrying amount of liabilities \$
At 31 December 2021						
Trade payables	336,025	-	-	-	336,025	336,025
Other payables and accruals	41,634	140,385	-	-	41,634	41,634
At 31 December 2020						
Trade payables	252,965	-	-	-	252,965	252,965
Other payables and accruals	44,828	140,385	-	-	185,213	185,213

(d) Capital risk management

The Group's objective when managing capital is to safeguard the ability to continue as a going concern. This is to provide returns for shareholders, benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Board monitors capital on an ad-hoc basis. No formal targets are in place for return on capital, or gearing ratios, as the Group has not derived any income from operations.

13. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the consolidated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity and items which are more likely to be materially adjusted. Detailed information about each of these estimates and judgements is included in the Notes together with information about the basis of calculation for each affected line item in the financial statements.

Significant accounting estimates and judgements

The areas involving significant estimates or judgements are:

- Recognition of deferred tax asset for carried forward tax losses — Note 3;
- Asset acquisition not constituting a Business – Note 4
- Fair value of asset acquisition – Note 4
- Impairment of capitalised exploration and evaluation expenditure – Note 7;
- Classification of exploration and evaluation expenditure - Note 7;
- Classification of financial assets at fair value through profit or loss – Note 8;
- Fair value of financial assets at fair value through profit or loss – Note 8; and
- Estimation of fair value of share-based payments – Note 11.

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

There have been no actual adjustments this year as a result of an error and of changes to previous estimates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

14. EARNINGS PER SHARE

	2021	2020
Basic and diluted loss per share		
Net loss after tax attributable to the members of the Company	\$ (1,426,463)	\$ (1,736,948)
Weighted average number of ordinary shares	757,196,131	549,565,991
Basic and diluted loss per share (cents)	(0.19)	(0.32)

Diluted earnings per share are calculated where potential ordinary shares on issue are diluted. As the potential ordinary shares on issue would decrease the loss per share in the current year, they are not considered dilutive, and are not shown. The number of potentially ordinary shares is set out in Note 11.

15. COMMITMENTS

Significant capital expenditure contracted for at the end of the reporting period but not recognised as a liability is as follows:

	2021 \$	2020 \$
Within one year	286,406	39,188
Later than one year but no later than five years	198,759	239,969
Later than five years	-	-
	485,165	279,157

Utah project

In order to maintain current rights of tenure to exploration tenements, the Group is required to meet an annual rental commitment. There is no obligation to perform minimum exploration work or meet minimum expenditure requirements.

If the Group decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties may reduce or extinguish these obligations.

Wyoming/Colorado Project

In order to maintain current rights of tenure to exploration tenements, the Group is required to meet an annual rental commitment. There is no obligation to perform minimum exploration work or meet minimum expenditure requirements.

If the Group decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties may reduce or extinguish these obligations.

Western Australian projects

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet the minimum expenditure requirements specified by the Western Australian state government. These obligations are not provided for in the financial report.

If the Group decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties may reduce or extinguish these obligations.

As at 31 December 2021, there is no capital expenditure commitment (31 December 2020: none) for the Western Australian projects.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

16. RELATED PARTY TRANSACTIONS

Transactions with related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Key management personnel compensation

	2021 \$	2020 \$
Short-term employee benefits	275,810	270,116
Long-term benefits	-	-
Post-employment benefits	26,895	23,239
Share-based payments	250,281	-
	552,986	293,355

Detailed remuneration disclosures are provided within the remuneration report.

Parent entity

The ultimate parent entity and ultimate controlling party is GTI Resources Ltd (incorporated in Australia).

Subsidiaries

Interests in subsidiaries are set out in Note 18.

Issue of share capital

Mr Bruce James Lane as trustee for the Oscella Family Trust participated in the placement completed on 20 October 2021. 81,522 fully paid ordinary shares were acquired as well as 20,381 free attaching options exercisable at \$0.03 expiring 20 October 2024.

Share-based payments

Share based payments

During the year the following performance rights were granted on 29 October 2021:

- Mr Bruce Lane was granted 12,000,000 performance rights;
- Mr Petar Tomasevic was granted 2,500,000 performance rights; and
- Mr Nathan Lude was granted 2,500,000 performance rights.

Details of the valuation pertaining to the above-mentioned equity instruments are set out in Note 15.

17. EVENTS SUBSEQUENT TO END OF THE FINANCIAL YEAR

On 3 February 2022, GTI announced that it had executed a binding Tenement Sale & Purchase Agreement for the sale of its Niagara Gold Project near Kookynie in the eastern goldfields of WA. GTI to receive 5 million ordinary Regener8 Resources NL shares, 1.5 million performance rights and \$150,000 cash upon R8R listing on the ASX.

Thankfully, no positive COVID-19 (Coronavirus) cases have been reported amongst the Company's employee and contractor base. However, GTI are taking pre-emptive precautions to protect our employees, contractors, their families, and their communities. The Company has implemented a flexible work policy and limited travel. We believe that this decision is aligned and in the best interests of all our stakeholders.

There have been no other events of a material nature or transaction, that have arisen since year end and the date of this report that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or its state of affairs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

18. INTEREST IN OTHER ENTITIES

(a) Investments in controlled entities

The consolidated financial statements incorporate the assets, liabilities, and results of the following subsidiaries in accordance with the accounting policy described in Note 23(a):

Name of entity	Country of incorporation	2021 Equity holding	2020 Equity holding
GTI Minerals Pty Ltd ⁽¹⁾	Australia	100%	100%
PT GTIR Mining ⁽¹⁾	Indonesia	75%	75%
Voyager Energy Pty Ltd	Australia	100%	100%
Voyager Energy LLC	United States	100%	100%
Branka Minerals Pty Ltd ⁽²⁾	Australia	100%	-
Branka Minerals LLC ⁽³⁾	United States	100%	-

¹ Dormant subsidiary.

² Subsidiary acquired on 3 November 2021.

³ Subsidiary of Branka Minerals Pty Ltd acquired on 3 November 2021 and is the holder of ~22,000 acres (~8,900 hectares) across several groups of strategically located and underexplored mineral lode claims and 2 state leases, prospective for sandstone hosted uranium, located in the Great Divide Basin, Wyoming, USA & the Uravan Belt, Colorado, US.

(b) Non-controlling interests

The Group did not have any material non-controlling interests during current financial year (31 December 2020: nil).

19. CONTINGENCIES

The Group has no contingent assets or liabilities as at 31 December 2021 (31 December 2020: nil).

20. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	Note	2021 \$	2020 \$
Loss for the year		(1,426,463)	(1,736,948)
Add/(less) non-cash items:			
Depreciation		930	433
Gain on investment asset		(1,170)	(30)
Share-based payments	11	272,364	1,150,833
Foreign exchange		5,700	-
Less items classified as invested activities:			
Sale of tenements		-	(10,000)
Changes in assets and liabilities during the financial year:			
Decrease/(increase) in other receivables and prepayments		94,881	(72,063)
Increase/(decrease) in payables		7,638	(8,602)
Increase in provisions		29,321	13,946
Net cash outflow from operating activities		(1,016,799)	(662,431)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

20. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES (continued)

(a) Non-cash investing and financing activities

	Note	2021 \$	2020 \$
Acquisition of Branka Minerals Pty Ltd	4	5,850,000	-
Claim acquisition cost – P40/1492 in Western Australia	7	-	41,667
Claim acquisition cost – ML 53599 and ML 52627 in Utah	7	-	80,000
Claim acquisition cost - P40/1518 and P40/1513 in Western Australia	7	-	77,500
Options issued as capital raising costs	11(c)	686,087	-
Options yet to be issued recognised in equity as a capital raising cost	11(c)	-	339,947

21. REMUNERATION OF AUDITORS

From time to time the Consolidated Entity may decide to employ an external auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Consolidated Entity are important. These assignments are principally tax advice and due diligence on acquisitions, which are awarded on a competitive basis. It is the Group's policy to seek competitive tenders for all major consulting projects.

The Board is satisfied that the provision of non-audit services during the period is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

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

	2021 \$	2020 \$
<u>Stantons International</u>		
<i>Audit and assurance services</i>		
Audit and review of financial statements	-	43,635
<u>BDO Australia</u>		
<i>Audit and assurance services</i>		
Audit and review of financial statements	44,043	-
<i>Taxation services</i>		
Tax compliance services	16,960	6,695
	61,003	50,330

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

22. PARENT ENTITY INFORMATION

The following information relates to the parent entity, GTI Resources Ltd as at 31 December 2021. The information presented here has been prepared using consistent accounting policies as presented in Note 23.

(a) Summary of financial information

The individual aggregate financial information for the parent entity is shown in the table.

(b) Guarantees entered into by the parent entity

The parent entity did not have any guarantees as at 31 December 2021 or 31 December 2020.

(c) Contingent liabilities of the parent entity

The parent entity did not have any contingent liabilities as at 31 December 2021 or 31 December 2020.

(d) Contractual commitments for the acquisition of property, plant and equipment

The parent entity did not have any contractual commitments for the acquisition of property, plant and equipment as at 31 December 2021 or 31 December 2020.

	Company	
	2021	2020
	\$	\$
Financial position		
Current assets	5,052,143	3,382,951
Total assets	16,548,664	6,641,000
Current liabilities	427,030	498,117
Total liabilities	427,030	498,117
Equity		
Contributed equity	23,349,925	14,005,325
Reserves	4,382,280	2,298,829
Accumulated losses	(11,610,571)	(10,161,331)
Total equity	16,121,634	6,142,823
Financial performance		
Loss for the year	(1,455,672)	(1,728,943)
Total comprehensive loss	(1,455,672)	(1,728,943)

23. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

GTI Resources Ltd (**Company** or GTI) is a company incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. GTI Resources Ltd is the ultimate parent entity of the Group.

The consolidated financial statements of GTI Resources Ltd for the year ended 31 December 2020 comprise the Company and its controlled subsidiaries (together referred to as the **Group** and individually as **Group entities**).

Statement of compliance

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Group Interpretations and the *Corporations Act 2001*. GTI Resources Ltd is a for-profit entity for the purpose of preparing the financial statements.

The consolidated financial statements of the Group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Historical cost convention

These financial statements have been prepared on an accruals basis and are based on historical costs and do not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

Critical accounting estimates and significant judgements

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires Management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed within Note 18.

New and amended standards adopted by the Group

The Group has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to their operations and effective for the current annual reporting period.

There was no material impact.

New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2020 reporting periods and have not been early adopted by the Group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

There are no other standards that are not yet effective and that are expected to have a material impact on the Group in the current or future reporting period and in the foreseeable future.

Accounting policies

In order to assist in the understanding of the financial statements, the following summary explains the principal accounting policies that have been adopted in the preparation of the financial report. These policies have been applied consistently to all of the periods presented, unless otherwise stated.

(a) Principles of Consolidation

Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of subsidiaries of the Company at the end of the reporting period. Subsidiaries are all those entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. Where a subsidiary has entered or left the Group during the year, the financial performance of those entities is included only for the period of the year that they were controlled. A list of subsidiaries is contained in Note 18 to the financial statements.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of financial position.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity-accounted investments is tested for impairment in accordance with the policy described in Note 27(h).

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of GTI Resources Ltd.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(b) Segment Reporting

Operating segments are reported in a manner that is consistent with the internal reporting to the chief operating decision maker, which has been identified by the company as the Board.

(c) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic

environment in which the Group operates ('the functional currency'). The consolidated financial statements are presented in Australian dollars, which is GTI Resources Ltd's functional and presentation currency. The functional currency of the foreign operations: Voyager Minerals LLC is USD.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the dates of the transactions. Foreign currency monetary assets and liabilities at the reporting date are translated at the exchange rate existing at reporting date. Exchange differences are recognised in profit or loss in the period in which they arise.

No dividends were paid or proposed during the year.

Group companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that Statement of Financial Position;
- income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange difference is reclassified to profit or loss, as part of the gain or loss on sale where applicable.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(d) Revenue recognition

Other income is measured as the fair value of the consideration received or receivable. The Group recognises revenue when the amount of revenue can be reliably measured, and it is probable that the future economic benefits will flow to the entity.

Other income for other business activities is recognised on the following basis:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

Interest income

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

Other income

Other income is recognised in the accounting period in which the transaction occurred.

(e) Income Tax and Other Taxes

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

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

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

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

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

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

either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

GTI Resources Ltd and its wholly owned Australian controlled entities have implemented the tax consolidation legislation. As a consequence, these entities are taxed as a single entity and the deferred tax assets and liabilities of these entities are set off in the consolidated financial statements.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(f) Goods and Services Tax (GST)

Revenues, expenses, and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Consolidated Statement of Financial Position.

Cash flows are included in the Consolidated Statement of Cash Flows on a gross basis and the GST component of cash flow arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(g) Exploration and evaluation expenditure

The Group capitalises expenses relating to exploration and evaluation expenditure 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 successful development and exploitation or from sale of the area; or
- exploration and evaluation activities in the area have not, at balance date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active operations in, or relating to, the area are continuing.

Accumulated costs in respect of areas of interest which are abandoned are written off in full against profit in the period in which the decision to abandon the area is made. A regular review

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Notwithstanding the fact that a decision not to abandon an area of interest has been made, based on the above, the exploration and evaluation expenditure in relation to an area may still be written off if considered appropriate to do so.

(h) Impairment of Assets

The Group assesses at each reporting 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 to sell 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 values 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 carrying 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. 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).

As assessment is also made at each reporting 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 estimates used to determine the asset's 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 the impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at the revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(i) Cash and Cash Equivalents

For the purposes of the statement of cash flows, cash and cash equivalents includes cash on hand, cash in bank accounts, money market investments readily convertible to cash within two working days, and bank bills but net of outstanding bank overdrafts.

(j) Trade and Other Receivables

Receivables are initially recognised at fair value and subsequently measured at amortised cost, less loss allowances. Current receivables for GST are due for settlement within 30 days and other current receivables within 12 months.

(k) Investments and other financial assets

Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). The group reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

(l) Property, Plant and Equipment

Plant and equipment is stated at historical cost less accumulated depreciation and any impairment in value. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Depreciation is calculated using straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives:

- Office equipment 3 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

(m) Acquisition of assets

Where an entity or operation is acquired, the identifiable assets acquired (and, where applicable, identifiable liabilities assumed) are to be measured at the acquisition date at their relative fair values of the purchase consideration.

Where the acquisition is a group of assets or net assets, the cost of acquisition will be apportioned to the individual assets acquired (and, where applicable, liabilities assumed). Where a group of assets acquired does not form an entity or operation, the cost of acquisition is apportioned to each asset in proportion to the fair values of the assets as at the acquisition date.

(n) Share-Based Payment Transactions

Benefits to Employees and consultants (including Directors)

The Group provides benefits to employees and consultants (including directors) of the Group in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares or options ("equity-settled transactions").

The costs of these equity settled transactions are measured by reference to the fair value of the equity instruments at the date on which they are granted. The fair value of performance rights granted is determined using the single barrier share option pricing model. The fair value of options granted is determined by using the Black-Scholes option pricing technique. Further details

of options and performance rights granted are disclosed in Note 11.

The cost of these equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled (the vesting period).

At each subsequent reporting date until vesting, the cumulative charge to the profit or loss is the product of: (i) the fair value at grant date of the award; (ii) the current best estimate of the number of equity instruments that will vest, taking into account such factors as the likelihood of employee turnover 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 profit or loss for the period is the cumulative amount as calculated above less the amounts already charged in previous periods. There is a corresponding credit to equity.

Until an equity instrument has vested, any amounts recorded are contingent and will be adjusted if more or fewer equity instruments vest than were originally anticipated to do so. Any equity instrument subject to a market condition is valued as if it will vest irrespective of whether or not that market condition is fulfilled, provided that all other conditions are satisfied.

If the terms of an equity-settled award are modified, as a minimum, an expense is recognised as if the terms had not been modified. An additional expense is recognised for any modification that increases the total fair value of the share-based payment arrangement or is otherwise beneficial to the recipient of the award, as measured at the date of modification.

If an equity-settled transaction is cancelled (other than a grant cancelled by forfeiture when the vesting conditions are not satisfied), it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new equity instrument is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new equity instrument are treated as if they were a modification of the original award, as described in the preceding paragraph.

Benefits to Vendors

The Group provides benefits to vendors of the Group in the form of share-based payment transactions, whereby the vendor has rendered services in exchange for shares or rights over shares or options ("equity-settled transactions").

The fair value is measured by reference to the value of the goods or services received. If these cannot be reliably measured, then by reference to the fair value of the equity instruments granted.

The cost of these equity-settled transactions is recognised over the period in which the service was received.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

(o) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The carrying value less impairment provision of trade receivables and payables are assumed to approximately their fair value due to their short-term nature. 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.

(p) Employee Entitlements

The Group's liability for employee entitlements arising from services rendered by employees to reporting date is recognised in other payables. Employee entitlements expected to be settled within one year together with entitlements arising from wages and salaries, and annual leave which will be settled within one year, have been measured at their nominal amount and include related on-costs.

(q) Provisions

Provisions are recognised when the entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received and the amount of the receivable can be measured reliably.

(r) Loss/Earnings per share

Basic loss per share

Basic earnings per share is determined by dividing the operating loss attributable to the equity holder of the Company after income tax by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in determination of basic earnings per share by taking into account amounts unpaid on ordinary shares and any reduction in earnings per share that will arise from the exercise of options outstanding during the year.

(s) Trade and other payables

Trade payables and other payables are carried at cost and represent liabilities for goods and services provided to the Group

prior to the end of the financial period that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and usually paid within 30 days of recognition.

(t) Contributed equity

Issued and paid-up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

(u) Dividends

No dividends were paid or proposed during the year.

(v) Parent entity financial information

The financial information for the parent entity, GTI Resources Ltd disclosed in Note 22 has been prepared on the same basis as the consolidated financial statements except as set out below:

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost and subject to an annual impairment review.

DIRECTORS' DECLARATION

The Directors of the Group declare that:

1. The consolidated financial statements and accompanying notes, are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (b) give a true and fair view of the financial position of the Group as at 31 December 2021 and of its performance for the year ended on that date.
2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
3. The consolidated financial statements and notes also comply with International Financial Reporting Standards.
4. The Directors have been given the declarations as required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by:



Nathan Lude

Non-Executive Chairman

Perth, Western Australia

31 March 2022

INDEPENDENT AUDITOR'S REPORT

To the members of GTI Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of GTI Resources Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Group's financial position as at 31 December 2021 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. 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 also fulfilled our other ethical responsibilities in accordance with the Code.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

Acquisition accounting – Branka Minerals Pty Ltd

<i>Key audit matter</i>	<i>How the matter was addressed in our audit</i>
<p>As disclosed in Note 4 of the financial report, the group completed the acquisition of 100% of the issued capital in Branka Minerals Pty Ltd during the year.</p> <p>The Group accounted for the transition as an asset acquisition, after consideration and assessment of AASB 3 <i>Business Combinations</i> ("AASB 3").</p> <p>The accounting for this acquisition is a key audit matter due to the significant value of the acquisition and the significant judgements and assumptions made by management, including:</p> <ul style="list-style-type: none"> • Determination of the purchase consideration for the acquisition; • Assessment of the fair value of the assets acquired and liabilities assumed; and • Determination that the acquisition did not meeting the definition of a business combination in accordance with AASB 3 and therefore constituted an asset acquisition. <p>Refer to Note 4 of the financial report.</p>	<p>Our audit procedures included, but were not limited to:</p> <ul style="list-style-type: none"> • reviewing key executed transaction documents to understand the key terms and conditions of the acquisition; • evaluating management's determination of whether the transaction constituted a business or asset acquisition; • assessing the identification of assets and liabilities acquired for completeness; • verifying the transaction settlement date to supporting documentation; • verifying the transaction consideration to supporting documentation; and • assessing the appropriateness of the related disclosures in Note 4 to the financial report

Carrying Value of Exploration and Evaluation Assets

Key audit matter	How the matter was addressed in our audit
<p>At 31 December 2021, we note that the carrying value of the Exploration and Evaluation Asset is significant to the financial statements, as disclosed in Note 7.</p> <p>As a result, we considered it necessary to assess whether any facts or circumstances exist to suggest that the carrying amount of this asset may exceed its recoverable amount.</p> <p>Judgement is applied in determining the treatment of exploration expenditure in accordance with Australian Accounting Standard AASB 6 Exploration for and Evaluation of Mineral Resources. In particular:</p> <ul style="list-style-type: none"> • Whether the conditions for capitalisation are satisfied; • Which elements of exploration and evaluation expenditures qualify for recognition; and • Whether facts and circumstances indicate that the exploration and evaluation assets should be tested for impairment. 	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> • Obtaining a schedule of the areas of interest held by the Group and assessing whether the rights to tenure of those areas of interest remained current at balance date; • Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group's exploration budgets, ASX announcements and directors' minutes; • Considering whether any such areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; • Verifying, on a sample basis, exploration and evaluation expenditure capitalised during the year for compliance with the recognition and measurement criteria of AASB 6; • Considering whether any facts or circumstances existed to suggest impairment testing was required; and • Assessing the adequacy of the related disclosures in Note 7 of the Financial Report

Other Matter

The financial report of GTI Resources Limited, for the year ended 31 December 2020 was audited by another auditor who expressed an unmodified opinion on that report on 31 March 2021.



Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2021, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) 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 on the Remuneration Report

We have audited the Remuneration Report included in pages 25 to 31 of the directors' report for the year ended 31 December 2021.

In our opinion, the Remuneration Report of GTI Resources Limited, for the year ended 31 December 2021, complies with section 300A of the *Corporations Act 2001*.

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

BDO Audit (WA) Pty Ltd

BDO


Jarrad Prue

Director

Perth, 31 March 2022

ADDITIONAL INFORMATION

Information as at 28 February 2022

(a) Distribution of Shareholders and Option Holders

The number of shareholders holding less than marketable parcels is 1,194.

Category (size of holding)	No of Share Holders	% of Total Issued Capital
1 – 1,000	59	0.00%
1,001 – 5,000	13	0.00%
5,001 – 10,000	214	0.19%
10,001 – 100,000	2,563	10.05%
100,001 – and over	1,676	89.76%
Total	4,525	100.00%

Category (size of holding)	No of Option Holders	% of Total Issued Capital
1 – 1,000	294	0.18%
1,001 – 5,000	455	1.17%
5,001 – 10,000	163	1.15%
10,001 – 100,000	242	8.50%
100,001 – and over	130	89.00%
Total	1,284	100.00%

(a) Voting rights

The voting rights attached to each class of equity security are as follows:

Ordinary Shares

Each ordinary 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.

Options

There are no voting rights attached to any class of options that are on issue.

(b) Top 20 Shareholders — as at 28 February 2022

Rank	Name	Ordinary Shares Held	% Issued Capital
1	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	41,313,604	3.66
2	FOREST INVESTMENT CORPORATION PTY LTD	37,062,647	3.28
3	KITARA INVESTMENTS PTY LTD <KUMOVA #1 FAMILY A/C>	36,134,511	3.20
4	CITICORP NOMINEES PTY LIMITED	35,805,476	3.17
5	COBRA INVESTMENTS (AUST) PTY LTD <COBRA INVESTMENTS A/C>	23,866,422	2.11
6	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	22,595,399	2.00
7	SISU INTERNATIONAL PTY LTD	21,978,125	1.95
8	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	19,032,084	1.69
9	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	15,246,688	1.35
10	MR MATTHEW HAMILTON THOMPSON	8,420,776	0.75
11	BROWN BRICKS PTY LTD <HM A/C>	6,750,000	0.60
12	MS CHUNYAN NIU	5,250,000	0.47
13	BNP PARIBAS NOMS PTY LTD <DRP>	5,237,837	0.46
14	MS NICOLE GALLIN + MR KYLE HAYNES <GH SUPER FUND A/C>	5,000,000	0.44
15	MR DARRYL STREETER	4,600,000	0.41
16	DR ERIC CHARLES SMITH	4,500,000	0.40

ADDITIONAL INFORMATION

Rank	Name	Ordinary Shares Held	% Issued Capital
17	J & I RESOURCES PTY LTD	4,500,000	0.40
18	SUPERHERO NOMINEES PTY LTD <CLIENT A/C>	4,438,411	0.39
19	MS HOA NGUYEN	4,386,510	0.39
20	IANA PTY LTD <COWDEN SUPER FUND A/C>	4,380,000	0.39
	Total	310,498,490	27.51
	Balance of register	818,282,738	72.49
	Grand total	1,128,781,228	100.00

(c) Substantial Shareholders

As at 28 February 2022 the following shareholder(s) held 5% or more of the issued capital of the Company as per substantial shareholder notices lodged with ASX.

#	Holder	Interest
1.	Tolga Kumova	5.41%

(d) Top 20 Listed Option holders —as at 28 February 2022

Rank	Name	Options Held	% of Total Units
1	ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C>	9,700,867	9.74
2	M & K KORKIDAS PTY LTD <M & K KORKIDAS PTY LTD A/C>	5,988,348	6.01
3	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	4,000,000	4.02
4	MR SCOTT ARTHUR CLUFF <THE CLUFF OPERATING A/C>	3,000,000	3.01
5	SISU INTERNATIONAL PTY LTD	2,788,282	2.80
6	EVERMIND PTY LTD <EVERMIND SUPER FUND A/C>	2,500,000	2.51
7	MISHTALEM PTY LTD	2,414,533	2.43
8	CORRIDOR NOMINEES PTY LTD	2,341,527	2.35
9	HONEYBEE ANHM PTY LTD	2,125,000	2.13
10	HUNTERLAND HJDN PTY LTD	2,120,313	2.13
11	FREYABEAR FHMN PTY LTD	2,120,313	2.13
12	QUATTRO STAGIONE PTY LTD	2,101,563	2.11
13	BROWN BRICKS PTY LTD <HM A/C>	1,687,500	1.69
14	MIEI RAGAZZI PTY LTD <UGUCCIONI S/F A/C>	1,500,000	1.51
15	ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C>	1,500,000	1.51
16	MRS LILLIAN CECILIA BLENNERHASSETT + MR KEVIN JAMES BLENNERHASSETT <HARRISON A/C>	1,500,000	1.51
17	MR MICHAEL FORD	1,400,000	1.41
18	THE 5TH ELEMENT MCTN PTY LTD	1,400,000	1.41
19	A & J TANNOUS NOMINEES PTY LTD	1,031,250	1.04
20	FLUE HOLDINGS PTY LTD	1,012,277	1.02
	Total Top 20 Holders	52,231,773	52.46
	Balance of register	47,331,944	47.54
	Grand total	99,563,717	100.00

(e) Unquoted Securities – as at 28 February 2022

Set out below are the classes of unquoted securities currently on issue:

Number	Class
37,500,000	CLASS A PERFORMANCE RIGHTS
18,500,000	CLASS B PERFORMANCE RIGHTS

ADDITIONAL INFORMATION

(f) Unquoted Equity Security Holders with Greater than 20% of an Individual Class

As at 28 February 2022 following classes of unquoted securities had holders with greater than 20% of the class on issue.

Class A Performance Rights

Percentage Held	Name	Number of Securities Held
25.92%	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	9,721,201
20.65%	MR STEVEN SCOTT DAY	7,742,034

Class B Performance Rights

Percentage Held	Name	Number of Securities Held
64.86%	BRUCE LANE	12,000 000

(g) Securities Subject to Escrow

No securities are currently subject to any escrow provisions.

(h) On-market Buy-Back

Currently there is no on-market buy-back of the Company's securities.

(i) Restricted Securities

There are no restricted securities currently on issue.

Schedule1 - Tenement Schedule

Tenements held as at 31 December 2021 are set out below.

Wyoming & Colorado (USA)

Name/Number	Type	State & County	Holder	% Held
SECTION 20	Lease	Wyoming, Sweetwater County	Branka Minerals LLC	100%
SECTION 29	Lease	Wyoming, Sweetwater County	Branka Minerals LLC	100%

Name	Lode Claims	State & County	Holder	% Held
THOR	178	Wyoming, Sweetwater	Branka Minerals LLC	100%
LOKI	102	Wyoming, Sweetwater	Branka Minerals LLC	100%
ODIN	102	Wyoming, Sweetwater	Branka Minerals LLC	100%
WALT EXTENSION	51	Colorado, San Miguel	Branka Minerals LLC	100%
ODIN II	174	Wyoming, Sweetwater	Branka Minerals LLC	100%
WICKET I	60	Wyoming, Sweetwater	Branka Minerals LLC	100%
LOGRAY I	69	Wyoming, Sweetwater	Branka Minerals LLC	100%
TEEBO	45	Wyoming, Sweetwater	Branka Minerals LLC	100%
LOGRAY II	52	Wyoming, Sweetwater	Branka Minerals LLC	100%
WICKET II	103	Wyoming, Sweetwater	Branka Minerals LLC	100%
WICKET III	37	Wyoming, Sweetwater	Branka Minerals LLC	100%
THOR II	36	Wyoming, Sweetwater	Branka Minerals LLC	100%

ADDITIONAL INFORMATION

Utah (USA)

Name/Number	Type	Claim Details	State & County	Holder	% Held
Section 36 - ML 53599	Lease	Section 36 T31S R11E	Utah, Garfield County	Voyager Energy LLC	100%
Section 2 - ML 52627	Lease	Section 2 T32S R11E	Utah, Garfield County	Voyager Energy LLC	100%

Name	Lode Claims	State & County	Holder	% Held
WOODRUFF	18	Utah, Garfield County	Voyager Energy LLC	100%
MOKI	24	Utah, Garfield County	Voyager Energy LLC	100%
JAKE	32	Utah, Garfield County	Voyager Energy LLC	100%
JEFFREY	28	Utah, Garfield County	Voyager Energy LLC	100%
POINT	20	Utah, Garfield County	Voyager Energy LLC	100%
RAT NEST	14	Utah, Garfield County	Voyager Energy LLC	100%
PINTO	25	Utah, Garfield County	Voyager Energy LLC	100%

Western Australia

Project	Tenement	Holder/Applicant	% Held
NIAGARA (KOOKYNIE)	E40/342	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1518	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1513	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1492	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1506	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1515	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1516	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1517	GTI Resources Ltd	100%
NIAGARA (KOOKYNIE)	P40/1536	GTI Resources Ltd	100%

Key to Tenement Schedule

E	-	Exploration Licence
ELA	-	Exploration Licence Application
P	-	Prospecting Licence
PLA	-	Prospecting Licence Application

Corporate Governance

Pursuant to the ASX Listing Rules, the Company's Corporate Governance Statement will be released in conjunction with this report. The Company's Corporate Governance Statement is available on the Company's website at: <https://www.gtiresources.com.au/corporate-governance/>