



ANNUAL REPORT

and

**Financial Statements
for the six months ended 30 June 2017**

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Company Directory

Directors

Clayton Dodd – Chairman
Russell Thomson
Grant Osborne
Peter Gilmour
Roberto Castro

Chief Executive Officer

Thomas Stynes

Company Secretary

Russell Thomson

Head Office

Level 9, 256 Adelaide Terrace
Perth, Western Australia, 6000

Registered Office

Level 9, 256 Adelaide Terrace
Perth, Western Australia, 6000

Company Website

www.podiumminerals.com

Australian Company Number

009 200 079

Auditors

Greenwich & Co Audit Pty Ltd
35 Outram Street
West Perth Western Australia 6005

Registrars

Computershare Investor Services Pty Ltd
Level 2, 45 St Georges Terrace
Perth Western Australia 6000

Bankers

ANZ Banking Group
120 Hay Street
Perth Western Australia 6000

Lawyers

Bellanhouse
Level 19, Alluvion
58 Mounts Bay Road
Perth Western Australia 6000

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Chairman's Letter

Dear Shareholders,

On behalf of your Board, I am pleased to present the annual report and audited financial statements of Weld Range Metals Limited ("**Company**" or "**WRM**") for the six months ended 30 June 2017 ("**Annual Report**"). Shareholders will be asked at the forthcoming AGM to change the name of the Company to Podium Minerals Limited.

The reporting and accounting period of six months to 30 June 2017 arises from the decision of your Board to change the year end date from 31 December to 30 June. The next annual report and audited financial statements of the Company will be for the full year ending 30 June 2018.

The priority and major undertaking of your Board over the last 8 months has been the preparation and completion of documentation for a placing by an initial public offering of shares and the admission of the enlarged issued share capital of the Company by way of a Standard Listing to the London Stock Exchange's Main Market for listed securities ("**Admission**").

The UK Listing Authority granted the Company conditional eligibility for Admission based on a pathfinder prospectus lodged with the UKLA in March 2017.

Although subscriptions for the IPO were oversubscribed from investors in countries outside the European Economic Area ("**EEA**"), the Company did not raise sufficient funds from investors within the EEA to satisfy the Listing Rules which required not less than 25% of the issued capital of WRM to be in the hands of the public (shareholders in the EEA) on Admission.

As a consequence, the Company withdrew the application for Admission on the LSE and is now well advanced, including documentation to complete an Initial Public Offering ("**IPO**") and apply for admission to the Official List of the Australian Securities Exchange (ASX).

As part of this new initiative your board has made and proposes to make a number of corporate structural changes to the Company.

- Arthur Bailey, who is London based, has stepped down from his position as Chairman as the Company pursues an ASX Listing. The board thanks Arthur for his considerable contribution to the Company. I have relinquished my position as CEO to Tom Stynes and now fulfill the role of Non Executive Chairman.
- The Company has engaged Patersons Securities Limited to act as broker and underwriter for a proposed Capital Raising and Listing.
- A shareholder's Annual General Meeting has been called to seek shareholder approval to:
 - Change of name of the Company to Podium Minerals Limited, and
 - Consolidate the share capital of the Company on a 2 for every 3 shares basis.

With respect to the change of name, this was considered an important step forward in the marketing of the Company on the ASX, as it more accurately reflects the future operations of the Company, focussing on Platinum Group Metals and Ni/Cu sulphides. The new name is a "stand alone" as there were a number of other companies and projects bearing the name Weld Range, which has at times caused confusion in the investment community.

The Australian Stock Exchange have reserved the ASX Code: POD for the Company on the commencement of trading.

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It was further considered a positive move to reconstruct the existing share capital from an existing 95m shares to 63m shares being a 2 for 3 share consolidation. In accordance with the ASX Listing Rules, the Company cannot issue new shares at IPO below 20c each. Therefore the consolidation will create an appropriate market value which we consider to be attractive to new investors and in the best interest of existing shareholders.

On 1 November 2017 the Company entered into an agreement with AssetOwl Limited in acquiring a gold asset in the Northern Territory referred to as the Rum Jungle Project. The area is prospective for gold and includes the Highlander Gold anomaly where gold has been recorded in a north trending quartz veins over a strike exceeding 2km. The Company will issue AssetOwl 6m shares and 3m options as the payment consideration. AssetOwl is seeking approval from their shareholders to distribute those shares in-specie. The result of the transaction on WRM will be to increase the current shareholder base from 47 shareholders to over 500 shareholders.

Effective on 30th June 2017, the Company entered into an agreement with its joint venture partner Ausinox Pty Ltd whereby it sold its diluting 49% interest in the Oxide Mining Rights and the Stainless Steel Alloy project for the sum of \$2.3m. As a result of this transaction the \$2.3m was deemed to have been paid by being offset against debt owing to Ausinox Pty Ltd further strengthening WRM's balance sheet.

WRM currently holds an interest of approximately 28% of the share capital of Ausinox Plc (book value \$3.5m) which it intends to dispose of over time.

From an activities point of view, the Company strategy has been simplified as it concentrates on the development of its 100% owned extensive Parks Reef Platinum Group Metals (PGM) project and identified targets for Sulphide Nickel and Copper.

Following completion of the proposed IPO, the Company will embark upon a detailed work programme:

- Infill drilling of known near surface PGM mineralisation to define mineral resources for the advancement of the Parks Reef development
- Drill test for parallel reefs containing PGM's and Sulphide metals
- Drill testing of identified geophysical and geochemical targets for Ni - Cu sulphides.

Your board maintains a very positive view for PGM's as we see increasing demand and diminishing supply supported by strong market fundamentals. With the majority of PGM's being derived from South Africa we also consider Australia's low sovereign risk will play to our advantage.

Details of the projects are set out in the Directors' Report on the operations and principal activities of the Company in this Annual Report.

I take this opportunity to thank my fellow directors and staff and in particular shareholders for their continuing support over the past 12 months.



Clayton Dodd
Chairman

24th November 2017

WELD RANGE METALS LIMITED
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Directors Report

Your Directors submit their report on Weld Range Metals Limited (the “Company” or “WRM”) for the six months ended 30 June 2017 (“Reporting Period”).

The names and details of the Directors of the Company in office during the Reporting Period and until the date of this report are as follows.

Clayton Dodd
Russell Thomson
Grant Osborne
Peter Gilmour
Roberto Castro
Mark Mathysen-Gerst, Alternate Director to Roberto Castro – resigned 1 February 2017
Arthur Bailey – resigned 10 August 2017

Directors were in office for the entire Reporting Period unless otherwise stated.

Director Meetings

The number of meetings held and number of meetings attended by each of the Directors of the Company during the Reporting Period are as follows:

Director	Number of meetings held during the time the director held office	Number of meetings attended
Arthur Bailey	5	5
Clayton Dodd	5	5
Russell Thomson	5	5
Peter Gilmour	5	5
Grant Osborne	5	5
Roberto Castro	5	5
Mark Mathysen-Gerst	1	1

Corporate Information

At the date of this report Weld Range Metals Limited is an unlisted Australian public company incorporated and registered in Western Australia pursuant to the *Corporations Act 2001*.

Effective on 30th June 2017 the company entered into an agreement with its joint venture partner Ausinox Pty Ltd whereby it sold its diluting 49% interest in the Oxide Mining Rights and the Stainless Steel Alloy project for the sum of \$2.3m. The \$2.3m has been offset against an amount owing of \$2.3m to Ausinox.

WRM still holds an interest of approximately 28% of the share capital of Ausinox Plc (book value \$3.5m) which it intends to dispose of over time.

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The Company engaged Patersons Securities Limited on 6th October 2017 to provide a corporate advisory, lead manager and underwriter to secure a ASX Listing and raise approximately \$6.0m to provide sufficient working capital for the company's objectives for a period of 24 months.

On 30th November 2017, shareholders in General Meeting will be asked to consider the following resolutions:

- Change of name from Weld Range Metals Limited to Podium Minerals Limited
- Consolidation of share capital on the basis of 2 shares for every 3 existing shares.

Nature of Operations and Principal Activities

WRM is an exploration and resource development company.

The Company is the registered owner of 13 contiguous mining leases with a combined area of 77 square kilometers ("**Mining Leases**") covering the entire Weld Range layered mafic-ultramafic igneous intrusion ("**Weld Range Complex**" or "**WRC**") and four other exploration licenses ("**Exploration Licenses**") in the Murchison Province of Western Australia ("**Tenements**").

The Company is focused on defining and evaluating mineral resources in PGM-Au and Ni-Cu sulphides and, if feasible, developing mining and processing operations to produce minerals and metals from the Weld Range Complex.

Following a strategic review, the Company decided to focus on its core projects within the Weld Range Complex, namely the WRC PGM Project and the WRC Nickel Sulphide Project ("**Projects**").

WRC PGM Project

Parks Reef is a mineralised horizon containing platinum group metals ("PGM") in a zone 15km long and on average 15m wide identified by previous drilling within the WRC.

The Parks Reef PGM mineralisation has been drilled on 57 profiles with over 20,000m of drilling from 590 holes. Most of the drilling focused on the oxide zone with the average depth of all drilling being only 42m.

Very little attention was given to PGM in the primary sulphide zone below 50m. Only 25 holes tested the Parks Reef structure in bedrock. The deepest hole intersected the sulphide zone in Parks Reef at 253m. The Parks Reef sulphide zone is open at depth.

The strategy of the Company for the WRC PGM Project is to:

- Drill targets for PGM extending into the sulphide zone to define mineral resources to evaluate the production of PGM from near surface deposits in Parks Reef amenable to open pit mining;
- Drill targets for high-grade PGM deposits within the sulphide zone of Parks Reef to define mineral resources to evaluate the production of PGM from the development of underground mining operations.

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WRC Nickel Sulphide Project

Giant magmatic sulphide deposits, containing PGM – Nickel (“Ni”) – Copper (“Cu”), are typically hosted by a variety of mafic and ultramafic rocks within layered igneous intrusions globally.

The Company has identified a number of high priority geophysical and geochemical targets for Ni±Cu sulphide deposits within the WRC.

Multiple troughs at the base of the WRC are evident from magnetic images. Those trough features are targets for Ni±Cu sulphide mineralisation.

A cluster of strong electromagnetic anomalies coincident with elevated Ni values from geochemical sampling have been identified at the base of the ultramafic zone of the WRC. An Electro Magnetic plate model has been developed for the K1 target which represents a “walk up” drill target for Ni±Cu sulphide mineralisation.

The magnetic data for the area at the base of the Weld Range Complex also shows a broad, low amplitude, circular anomaly extending from the base of the WRC into granite, suggesting an ultramafic “feeder” zone.

The Company plans to undertake drilling programs to evaluate each of the targets for Ni±Cu for the WRC Nickel-Copper Sulphide Project.

Results

The Company recorded a net profit of A\$1,486,908 for the six months ended 30 June 2017 (December 2016: loss of A\$1,551,337).

The 2017 profit largely arose from the Sale of the Oxide Mining Rights and partially offset by costs incurred in preparing documentation for the Placing and Admission of the Company to the Main Market of London Stock Exchange.

Dividends

No dividend has been paid or declared since the commencement of the year and no dividends have been recommended by the Directors.

Likely Developments and Expected Results

The Company is working towards completion of the IPO and admission to the Official List of the ASX in early 2018.

Following completion of the IPO and ASX listing, the Company will focus on drilling to define mineral resources for the evaluation of Park’s Reef and the high priority geophysical and geochemical targets for sulphide deposits containing nickel, copper and associated metals within the Mining Leases covering the Weld Range Complex.

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Environmental Regulation

The Company's operations are subject to significant environmental regulations under statutory legislation in relation to its activities within the Mining Tenements of the Company. Management monitors compliance with environmental regulations. The Directors are not aware of any significant breaches during the period covered by this report.

Information on your Directors

At the date of this Annual Report the Board is constituted by 4 Non-Executive Directors and 1 Executive Director. Information on the composition of the Board and the qualifications and experience of the Directors is summarised below.

Clayton J. Dodd

B (Bus) CA

Non Executive Director - Chairman

Mr Dodd was appointed as a Director on 26 October 2009 and appointed as Non Executive Chairman on 10 August 2017. He is a Chartered Accountant with more than 30 years' experience in finance and resources in Australia, South Africa and South America. He has held directorships with public listed companies on the JSE, TSX, AIM, and ASX markets.

Russell W. Thomson

CPA

Finance Director and Chief Financial Officer

Mr Thomson was appointed as a Director of the Company on 26 October 2009 and Chief Financial Officer on 1 January 2016. He is a professional accountant with over 25 years' experience in the construction, engineering, railway, power generation, biofuels and mining industries in Australia, Asia, USA and South Africa. Russell is a director and shareholder of the Company and of Ausinox plc.

Grant A. Osborne

Bachelor of Applied Science in Applied Geology

Non-Executive Director

Mr Osborne was appointed Non-Executive Director of the Company on 22 August 2016. Grant is a geologist with over 36 years' experience in Australia, South America and other countries.

Grant is a member of the following professional bodies: The Australasian Institute of Mining and Metallurgy, The Geological Society of Australia, The Australian Institute of Geoscientists and a Fellow of The Society of Economic Geologists.

Peter D. Gilmour

BSc (Hons.) Mineral Processing Technology. ACSM

Non-Executive Director

Mr Gilmour was appointed as a Director of the Company on 11 September 2015. He is a professional process engineer with over 35 years' experience in the mining and processing of mineral resources in Australia, Asia and Africa. Peter specialises in commissioning and process start-up of large scale

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resource projects which have included iron ore, nickel, copper, uranium, alumina and mineral sands projects of major international resource companies.

Roberto Castro

Non-Executive Director

Mr Castro was appointed as a Director of the Company on 17 December 2015. Roberto graduated from Geneva high commerce school and has been working in the financing of trading commodities since 1988. He started his career working for trading companies before joining the trade finance bank BNP Paribas in Geneva (previously United European Bank) where he was a senior relation manager responsible for the financing of a wide portfolio of trading companies in energy and mining industry for over 10 years. Since then Roberto has been working in Geneva with a company he founded, Petrosca, as an independent financial consultant for 12 years assisting commodity traders in a wide range of services.

Thomas Patrick Stynes

BEng MEngSc

Chief Executive Officer

Mr Stynes was appointed as the Chief Executive Officer of the Company on 10 August 2017, he is a mechanical engineer with over 20 years' experience in the planning and development of mining projects. He previously held senior management roles with Glencore, Xstrata and Ferrexpo and project management and engineering roles with EPCM including a variety of Australian and international projects. Tom served as Chief Operating Officer of Ausinox Pty Ltd (APL) between 26 May 2016 and 10 August 2017 and continues as a director of APL.

Arthur Bailey, Non-Executive Director Chairman (resigned 10 August 2017)

Mark Mathysen-Gerst, Alternate Director to Roberto Castro (resigned 1 February 2017).

Company Secretary

Mr Russell Thomson was appointed company secretary of the Company on 28 January 2016. Mr Dominic Traynor, the joint company secretary, resigned 10 August 2017.

Independent Directors

The Board considers that Grant Osborne and Peter Gilmour are independent directors of the Company at the date of this Annual Report.

Remuneration of key management personnel

The details of the remuneration of Directors and other key management personnel ("KMP") are set out in the Remuneration Report contained in the Corporate Governance Report of this Annual Report.

Corporate Governance

The details of the corporate governance of the Company are set out in the Corporate Governance Report which forms part of this Directors' Report of this Annual Report.

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Board of Directors Dealings in Company Securities

As more fully disclosed in the Financial Statements (Note 10 - Contributed Equity), the issued capital of the Company comprised 95,032,468 Ordinary shares as at 30 June 2017 (December 2016 - 95,032,468). There were no options over unissued Ordinary Shares outstanding as at 30 June 2017.

The Directors (and their related entities) owned the following shares and options of the Company as at 30 June, 2017, representing 59.81% of the undiluted issued capital of the Company.

Director	Title	Directors Interest in Ordinary Shares	Company Ownership	Directors Interest in Unlisted Options
Clayton Dodd	Non-Executive Chairman	28,685,921 1	30.19%	nil
Russell Thomson	Finance Director / CFO	8,280,203 3	8.71%	nil
Grant Osborne	Non-Executive Director	-	-	nil
Peter Gilmour	Non-Executive Director	4,065,753 4	4.28%	nil
Roberto Castro	Non-Executive Director	15,801,819 2	16.63	nil
Total Director Holdings		56,833.696	59.81%	nil

Notes:

- 14,516,864 of the Ordinary Shares Mr Dodd is interested in are held by Kefco Nominees Pty Ltd, a company of which Mr Dodd is a director and which is trustee of a trust of which Mr Dodd is a beneficiary. 11,876,486 of the Ordinary Shares Mr Dodd is interested in are held by Clayton Dodd and Prudence Dodd as trustees for the Dodd Family Superannuation Fund in which Mr Dodd is a beneficiary and 2,292,571 of the Ordinary Shares Mr Dodd's is interested are held by Penmist Pty Ltd, a company which Prudence Dodd, Mr Dodd's wife is the sole shareholder.
- 15,801,819 of the Ordinary Shares in which Mr Castro is interested are held by Woodgate Investments Ltd, a company of which Mr Castro is a director and shareholder.
- 6,739,433 of the Ordinary Shares in which Mr Thomson is interested in is held by Mr Thomson and Karin Thomson as Trustees for the Ruskat Superannuation Fund, of which Mr Thomson is a beneficiary; 720,390 of the Ordinary Shares in which Mr Thomson is interested is held by Thomson SMSF Custodian Pty Ltd, a company of which Mr Thomson is a director and beneficiary; and 820,380 of the Ordinary Shares in which Mr Thomson is interested in are held by Mr Russell Thomson as trustee for the Russell Thomson Family Trust of which Mr Thomson is a beneficiary.
- 4,065,753 of the Ordinary Shares in which Mr Gilmour is interested in are held by Comma Pty Ltd, a company of which Mr Gilmour is a director and which is a trustee of a trust of which Mr Gilmour is a beneficiary.

No options over unissued Ordinary Shares in the capital of the Company were issued to Directors during the Reporting Period. For further details, refer to the Remuneration Report contained in the Corporate Governance Report of this Annual Report.

At the date of this Annual Report, no further Ordinary Shares or options over unissued Ordinary Shares in the share capital of the Company have been issued or granted by the Company since 30 June 2017.

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Legal Proceedings

The Company is not a party to any legal proceedings outstanding as at the 30 June 2017 or at the date of this Annual Report.

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purposes of taking responsibility on behalf of the Company for all or any part of the proceedings.

Annual Report and Audited Financial Statements

The Directors of the Company are responsible for preparation of the Annual Report and Financial Statements of the Company.

The Directors consider that the Annual Report, including the audited financial statements for the six months ended 30 June 2017, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the position, performance, business model and strategy of the Company.

Auditor's Independence Declaration

Section 307C of the *Corporations Act 2001* requires the Company's auditors to provide the Directors with a written Independence Declaration in relation to their audit of the financial report for the six months ended 30 June 2017. This written Auditor's Independence Declaration is attached to the Auditor's Independent Audit Report to the members and forms part of this Directors' Report.

Signed in Perth this 24th day of November 2017 in accordance with a resolution of the Directors.



Clayton Dodd
Chairman

Corporate Governance Report

Corporate governance policies

The Company is an Australian public company incorporated and registered in Western Australia pursuant to the *Corporations Act 2001*.

Under Australian law, there is no mandatory corporate governance regime applicable to the Company. The Board has adopted a Corporate Governance Handbook which sets out policies and procedures it intends to apply.

The principles and policies for corporate governance of the Company incorporated in the Corporate Governance Handbook are summarised in this statement.

Leadership

The role of the Board

The Board is collectively responsible for the long-term success of the Company.

The role of the Board is to provide entrepreneurial leadership to the Company within a framework of prudent and effective controls which enable risk to be assessed and managed. The Board is responsible for setting the strategic objectives of the Company, ensuring that the necessary financial and human resources are in place for the Company to meet its objectives and review management performance.

The Board is also responsible for setting the values and standards of the Company and ensuring that its obligations to shareholders and others are understood and met.

All Directors must act in what they consider to be the best interests of the Company, consistent with their statutory duties.

Division of responsibilities

The corporate governance policies of the Company require a clear division of responsibilities between the management of the Board and executive management of the business of the Company.

The matters reserved for determination by the Board and Committees of the Board include:

- Management structure and appointments;
- Strategic and policy considerations;
- Transactions;
- Finance; and
- Other Matters.

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The Chairman

The Chairman is responsible for leadership of the Board and ensuring that the Board is effective in every aspect of its role. The Chairman must ensure that the Directors receive accurate, timely and clear information. The Chairman must also ensure effective communication with shareholders of the Company.

Non-executive directors

Non-executive directors are responsible for constructively challenging and helping to develop proposals on strategy. They also scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance.

Effectiveness

Composition of the Board

The corporate governance policies of the Company require the members of the Board and Committees of the Board to have an appropriate balance of skills, experience, independence and knowledge of the Company to enable them to discharge their respective duties and responsibilities effectively.

The composition of the Board requires an appropriate combination of non-executive directors and executive directors, especially non-executive directors, so that no individual or small group of individuals can dominate decision-making by the Board.

Information on the composition of the Board and the qualifications, knowledge and experience of Directors is set out in the Directors Report in this Annual Report.

Appointments to the Board

The appointment of new directors to the Board must be subject to formal, rigorous and transparent procedures for appointment.

The Board has established a Nomination Committee to lead the process of searching for, assessing and recommending new appointments to the Board. For further details, refer to the Nominations Committee in this statement.

Commitment of Directors

The corporate policies of the Company require Directors to commit sufficient time to discharge their responsibilities as Directors.

Each Director is required to enter into an agreement with the Company in the form of a letter of appointment which sets out the terms and conditions of appointment including the minimum period required to discharge the responsibilities of Director.

Development

The Company has established procedures for the induction of Directors on appointment to the Board. This includes arrangements to meet representatives of major shareholders, briefings on the history and activities of the Company and visits to the sites of the projects of the Company.

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The procedures also provide for opportunities for the development and training of Directors and to update their knowledge and capabilities relevant to the business of the Company.

Information and support

The Chairman is responsible for ensuring that Directors receive accurate, timely and clear information on the Company. The duties of executive management include obligations to provide such information to the Board and Committees of the Board.

The responsibilities of the Company Secretary include ensuring timely and appropriate information flows to and between the Board, the Committees of the Board and senior management.

The Company Secretary is also responsible for advising the Board through the Chairman on all corporate governance matters. At the date of this Annual Report the Board has appointed two company secretaries: one with knowledge and experience of the applicable law and regulations in the UK and the other with knowledge and experience of the applicable law and regulations in Australia.

Evaluation

The corporate governance policies of the Company require a formal and rigorous annual evaluation of the performance of the Board, Committees of the Board and individual directors. The evaluation considers the balance of skills, experience, independence and knowledge of the Company on the Board.

Re-election

All Directors are submitted to shareholders for re-election at regular intervals in accordance with the Constitution of the Company and the *Corporations Act 2001*.

Accountability

Financial and business reporting

The Board is responsible for presenting a fair, balanced and understandable assessment of the position and prospects of the Company.

Risk management and internal control

The Board is responsible for assessing and determining the principal risks the Board is prepared to take in achieving the strategic objectives of the Company and maintaining effective risk management and internal control systems.

Audit Committee

The Board has established an Audit Committee with documented terms of reference to act under the delegated authority of the Board. As at the date of this Annual Report, the members of the Audit Committee are Clayton Dodd, Peter Gilmour and Grant Osborne. Grant Osborne is Chairman of the Committee.

The primary functions of the Audit Committee include:

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- Monitoring the integrity of the financial statements of the Company and any other formal announcements relating to the Company's financial performance and reviewing significant financial reporting judgements contained in them;
- Reviewing the adequacy and effectiveness of the Company's internal financial controls;
- Reviewing (i) the adequacy and security of the Company's arrangements for its employees and contractors to raise concerns about possible wrongdoing in financial reporting or other matters; (ii) the Company's procedures for detecting fraud; and (iii) the Company's systems and controls for the prevention of corruption and bribery;
- Making recommendations to the Board in relation to the appointment, re-appointment and removal of the Company's external auditors, providing recommendations on their remuneration and approving the terms of engagement of the external auditors;
- Assessing the external auditors' independence and objectivity and the effectiveness of the audit process; and
- Developing and implementing policy on the engagement of the external auditor to supply non-audit services.

The Chairman of the Audit Committee reports formally to the Board on its proceedings on all matters within its duties and responsibilities after each meeting. The Audit Committee shall compile a report to shareholders on its activities for inclusion in each annual report of the Company.

Remuneration Committee

The Board has established a Remuneration Committee with documented terms of reference to act under the delegated authority of the Board. The members of the Remuneration Committee are Grant Osborne , Clayton Dodd, and Peter Gilmour. Peter Gilmour is Chairman of the Committee.

The primary functions of the Remuneration Committee include:

- Setting the remuneration policy for the Company's executive directors and the Company's Chairman;
- Recommending and monitoring the level and structure of remuneration for senior management;
- Determining (in consultation with the chairman or chief executive , as appropriate) the specific remuneration package of each executive director, the Company's chairman and the designated senior executives, including bonuses, incentive payments and share options or other share awards;
- Approving the design of and determining targets for, any performance related remuneration schemes operated by the Company. The Executive Directors take no part in discussions concerning their own remuneration. The remuneration of all Directors will be reviewed by the Board.

The Chairman of the Remuneration Committee reports formally to the Board on its proceedings on all matters within its duties and responsibilities after each meeting. The Remuneration Committee shall compile a report to shareholders on its activities for inclusion in each annual report of the Company.

Nomination Committee

The Board has established a Nomination Committee with documented terms of reference to act under the delegated authority of the Board. The members of the Nomination Committee are Clayton Dodd, Grant Osborne and Peter Gilmour. Grant Osborne is Chairman of the Nomination Committee.

The primary functions of the Nomination Committee include:

- **Composition of the Board:** regularly review the composition of the Board in terms of the structure, size composition (including skills, experience, independence, knowledge and diversity) and make recommendations to the Board on those matters;
- **Succession planning:** formulate and regularly review succession plans for directors and other key management personnel to ensure plans are in place for an orderly succession in appointments to the Board and senior executive management of the Company;
- **Appointments to the Board:** identifying and nominating candidates to fill Board vacancies for approval by the Board and considering proposals for the re-appointment, promotion, retirement and dismissal of Directors and any major changes to the duties, responsibilities or term of appointment of Directors;
- **Induction and training:** ensuring that new directors undertake an appropriate induction program so that they are fully informed about the duties and responsibilities of Directors, the strategic and commercial issues affecting the Company and the markets in which it operates;
- **Conflicts of interest:** monitor and review at least annually potential conflicts of interest of Directors disclosed to the Company and develop appropriate processes for managing conflicts of interest;
- **Board evaluation:** assisting the Chairman of the Board with the process and implementation of an annual evaluation to assess the overall and individual performance and effectiveness of the Board and Committee of the Board.

The Chairman of the Nomination Committee reports formally to the Board on its proceedings on all matters within its duties and responsibilities after each meeting. The Nomination Committee shall compile a report to shareholders on its activities for inclusion in each annual report of the Company.

Relations with shareholders

The Board is responsible for maintaining an appropriate dialogue with shareholders of the Company.

The Chairman is responsible for ensuring that views of shareholders are communicated to and discussed by the Board as a whole.

The Board uses regular periodic reports and general meetings to communicate with shareholders and encourage participation through an exchange of views on the activities and performance of the Company.

Share Dealing Code

The Board has embodied a share dealing code within the corporate governance policies of the Company ("Share Dealing Code").

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The Market Abuse Regulation ("MAR") provides that persons discharging managerial responsibility ("PDMRs") within the Company do not deal in the shares of the Company during certain prescribed periods.

The purpose of the Share Dealing Code is to ensure that PDMRs do not abuse and do not place themselves under suspicion of abusing any information that they may have (or be thought to have) about the Company or its shares which, if it was made public, could affect the price of the shares of the Company.

The Share Dealing Code seeks to ensure that there is transparency in the share dealings of PDMRs and that PDMRs and the Company comply with MAR.

The Share Dealing Code sets out limitations on PDMRs ability to deal in the shares of the Company and the procedures that must be followed if a PDMR wishes to deal with shares in the Company.

Anti-corruption policy

The Board has established and documented anti-corruption policies and procedures for Directors, employees and contractors within the corporate governance policies of the Company.

Board Committee Reports

Audit Committee Report

One meeting was attended by all members of the Audit Committee during the Reporting Period to consider and determine matters within the terms of reference of the Audit Committee. They included Annual Report and Financial Statements for the year ended 30 June 2017 including a full review of the Financial Statements and consideration of the Accounting Policies applied; consideration of whether the Financial Statements taken as a whole, were fair, balanced and understandable and provided the information necessary for shareholders to assess the position, performance, business model and strategy of the Company; consideration of a report from the Auditor on the conduct of the Audit, and any significant audit issues, of which there were none; recommendations to the Board for approval of the Annual Report and Financial Statements and recommendations to the Board for the re-appointment of the Auditors.

Remuneration Committee Report

There were no meetings of the Remuneration Committee during the Reporting Period.

A new management incentive plan known as the "Weld Range Metals Performance Incentive Plan 2017" has been introduced to replace the previous plans "Weld Range Metals NED Incentive Plan 2016" and "Weld Range Metals Executive Incentive Plan 2016". This new plan was required as the old plan was a UK based plan, whilst the new plan is based on ASX requirements.

**WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017**

Service Agreements

Chairman – Mr Clayton Dodd

Mr Dodd was appointed a director of the Company on 26 October 2009 and as Chief Executive Officer on 27 April 2016 (resigned 10 August 2017). The Board resolved to pay Mr Dodd \$4,167 per month from 1 January 2016 to 27 April 2016 and \$25,000 per month from 28 April 2016 to 30 June 2017. The Company appointed Mr Dodd as Non-Executive Chairman of the Company on the 10 August 2017. The Remuneration Committee has recommended that, subject to the approval of the Board and completion of the IPO and Admission, the Company enter into a contract for services to continue the appointment of Mr Dodd until terminated by either party giving six months' notice in writing. The basic remuneration of Mr Dodd will be A\$120,000 per annum payable monthly in arrears from the Company being listing on the Australian Stock Exchange. The Company proposes to issue performance rights over 1,000,000 Ordinary Shares to Mr Dodd at an exercise price of nil after the Company has been admitted to listing on the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive Plan 2017. There are no provisions for benefits upon termination of the engagement.

Chief Executive Officer -Thomas Patrick Stynes

Mr Stynes was appointed as Chief Executive Officer on the 10 August 2017. The Remuneration Committee has recommended the Company enter into a contract for services for the appointment of Mr Stynes until terminated by either party giving six months' notice in writing. The basic remuneration of Mr Stynes will be A\$300,000 per annum payable monthly in arrears from the time the Company is listed on the Australian Stock Exchange. The Company proposes to issue performance rights over 5,000,000 Ordinary Shares to Mr Stynes at an exercise price of nil after the Company has been admitted to listing on the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive Plan 2017. There are no provisions for benefits upon termination of the engagement.

Finance Director / Chief Financial Officer – Mr Russell Thomson

Mr Thomson was appointed a director of the Company on 26 October 2009 and as Chief Financial Officer on 1 January 2016. The Board resolved to pay Mr Thomson \$10,000 per month from 1 January 2016 to the 30 June 2017. The basic remuneration for Mr Thomson will recommence from the time the Company is listed on the Australian Stock Exchange. The Remuneration Committee has recommended that, subject to the approval of the Board and completion of the IPO and Admission, the Company enter into a contract for services to continue the appointment of Mr Thomson until terminated by either party giving six months' notice in writing. The basic remuneration of Mr Thomson will be A\$120,000 per annum payable monthly in arrears. The Company proposes to issue performance rights over 1,000,000 Ordinary Shares to Mr Thomson at an exercise price of nil after the Company has been admitted to the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive plan 2017. There are no provisions for benefits upon termination of the engagement.

Non – Executive Director – Mr Grant Osborne

Mr Osborne was appointed as a non-executive director of the Company on 22 August 2016. Pursuant to the terms of a letter of appointment either party may terminate the appointment upon three months written notice. Mr Osborne's appointment is subject to the Company's constitution and the usual rules on the rotation of directors. His removal, cessation or retirement in accordance with the constitution of the Company will not give him any right to compensation or damages and no fee will be payable to him for any period after such removal, cessation or retirement.

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Pursuant to the letter of appointment Mr Osborne is entitled to director's fees of A\$50,000 per annum payable monthly in arrears commencing on 22 August 2016 to 30 June 2017. The basic remuneration for Mr Osborne will recommence from the time the Company is listed on the Australian Stock Exchange. The Company proposes to issue performance rights over 1,000,000 Ordinary Shares to Mr Osborne at an exercise price of nil after the Company has been admitted to listing on the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive Plan 2017.

Non – Executive Director – Mr Peter Gilmour

Mr Gilmour was appointed as a non-executive director of the Company on 11 September 2015. Pursuant to the terms of a letter of appointment either party may terminate the appointment upon three months written notice. Mr Gilmour's appointment is subject to the Company's constitution and the usual rules on the rotation of directors. His removal, cessation or retirement in accordance with the constitution of the Company will not give him any right to compensation or damages and no fee will be payable to him for any period after such removal, cessation or retirement.

Pursuant to the letter of appointment Mr Gilmour is entitled to director's fees of A\$50,000 per annum payable monthly in arrears commencing on 1 January 2016 to 30 June 2017. The basic remuneration for Mr Gilmour will recommence from the time the Company is listed on the Australian Stock Exchange. The Company proposes to issue performance rights over 500,000 Ordinary Shares to Mr Gilmour at an exercise price of nil after the Company has been admitted to listing on the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive plan 2017.

Non – Executive Director – Mr Roberto Castro

Mr Castro was appointed as a non-executive director of the Company on 17 December 2015. Pursuant to the terms of a letter of appointment either party may terminate the appointment upon three months written notice. Mr Castro's appointment is subject to the Company's constitution and the usual rules on the rotation of directors. His removal, cessation or retirement in accordance with the constitution of the Company will not give him any right to compensation or damages and no fee will be payable to him for any period after such removal, cessation or retirement.

Pursuant to the letter of appointment, Mr Castro is entitled to director's fees of A\$50,000 per annum payable monthly in arrears commencing on 1 January 2016 to 30 June 2017. The basic remuneration for Mr Castro will recommence from the time the Company is listed on the Australian Stock Exchange. The Company proposes to issue performance rights of 500,000 Ordinary Shares to Mr Castro at an exercise price of nil after the Company has been admitted to listing on the Australian Stock Exchange in three equal tranches over 30 months as per the WRM Performance Incentive plan 2017.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Board of Directors Remuneration Arrangements

The remuneration of Non-Executive Directors, Executive Directors and other KMP in the period ended 30 June 2017 is set out in the Table below.

KMP Fees and Payments	Title	6 months to 30 June 2017 A\$	Year to 31 December 2016 A\$
Arthur Bailey	Non-Executive Chairman - resigned 10 August 2017	51,564 ⁴	99,901
Clayton Dodd	Chief Executive Officer/ Non-Executive Chairman	20,000	218,750 ¹
Russell Thomson	Finance Director / CFO	60,000 ²	120,000 ²
Grant Osborne	Non-Executive Director	25,000 ³	17,876 ³
Peter Gilmour	Non-Executive Director	25,000 ³	50,000 ³
Roberto Castro	Non-Executive Director	25,000 ³	50,000 ³
Totals		206,564	556,527

Notes

1. The sum of \$80,000 was paid in cash to Mr Dodd and the balance of \$138,750 was accrued. This accrual was reversed in June 2017, and is recorded as a contingent liability, see Note 19.
2. All of the payments due to Mr Thomson were accrued during the period. This accrual was paid by transferring shares the company held in Ausinox Plc on 30 June 2017.
3. Director fees payable to Mr Gilmour, Mr Castro and Mr Osborne were accrued during the period. This accrual was paid to the directors by transferring shares the company held in Ausinox Plc on 30 June 2017.
4. Mr Bailey was paid in cash \$8,364 and the balance \$43,200 was accrued.

Nomination Committee Report

There were no meetings of the Nomination Committee during the Reporting Period.

Risk Assessment and Management

The Board is responsible for assessing and determining the principal risks in achieving the strategic objectives of the Company and maintaining effective risk management and internal control systems.

Risks associated with the Tenements

The principal assets of the Company comprise its interests in the Tenements ("**Mineral Assets**") as follows:

WRM owns a legal interest of 100% in the Mining Tenements and a legal and beneficial interest of 100% in the Sulphide Mining Rights.

The Tenements are subject to conditions of grant and renewal requirements under the Mining Act, amongst other things. One of those conditions of grant is that the Company is required to comply with minimum expenditure conditions in respect of its Mining Leases and Exploration Licences and failure to comply with such minimum expenditure requirements may result in penalties being incurred and ultimately the revocation of the Mining Leases and/or Exploration Licences.

Risks associated with operations

The Company's operations are at an exploration and evaluation stage of development. Success will depend upon the Directors' ability to manage and advance the current projects and to identify and take advantage of further opportunities which may arise. The Company currently has no properties producing positive cash flow and its ultimate success will depend on its ability to generate cash flow from active mining operations in the future. All of the Company's activities will be directed to exploration and, if warranted, development of its existing properties and to the search for and the development of new mineral resources.

Risks associated with Company Projects

The Sulphide Projects of the Company are at an early stage of exploration and do not contain any identified Ore Reserves or Mineral Resources, as defined by the JORC Code. Whilst the Company intends to undertake exploratory work with the aim of defining Mineral Resources, there is a risk that Mineral Resources will not be identified. In addition, even if Mineral Resources are identified, there is still a risk that they cannot be economically extracted. There are also technical risks in the development, commissioning and operation of plant and equipment for production of minerals and metals from Mineral Resources within the Tenements.

Risks Associated with Infrastructure

Development of the Company's projects will depend to a significant degree, on adequate infrastructure. In the course of developing its operations, the Company may need to construct and support the construction of infrastructure, which includes permanent water supplies, power, transport and logistics services which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, Government or other interference in the maintenance or provision of such infrastructure or any failure or unavailability in such infrastructure could materially adversely affect the Company's operations, financial condition and results of operations.

Risks associated with the Environment

The Company is subject to complex national, state, local and other laws and regulations that could affect the cost, manner and feasibility of doing business. Mining projects are subject to the state and federal environmental laws of Western Australia and Australia in which the projects operate. These laws may result in limitations of exploration or production activities which may become increasingly strict in the future. Environmental awareness on the part of the public has been increasing, as has public pressure on environmental authorities. The Company needs to comply with all current and any future environmental laws, regulations or commitments, but believes these will not have a material adverse effect on the activities of the Company or any other company that it has invested in. Any risks arising from the liabilities resulting from any environmental damage caused by the activities of the Company, or any investee companies, will be monitored. The Company must comply with, *inter alia*, the current and future Western and Federal Australian regulations relating to mineral exploration and mining. The institution and enforcement of such regulations could have the effect of increasing the expense and lowering the income or rate of return from, as well as adversely affecting the value of, the Company's Mineral Assets.

Risks associated with key personnel

If the Company loses any of its key personnel, the Company's ability to manage the projects could be negatively impacted. WRM is an exploration and resources development company with three key projects, the success of which depends to a significant extent on the knowledge and quality of

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management of the Company and, in particular, the extensive involvement of the Company's executive directors in the history of the Company and the development of the projects. The Company's operations may be disrupted, additional cost may be incurred, or the future of the Company may be jeopardised, by a loss of or failure to retain sufficient numbers and quality of management staff or senior personnel. There can be no assurance that the Company's present key personnel, the existing directors or any future key personnel/directors will remain with the Company, and the departure of any such person, existing director or future staff member may materially affect the Company's business operations and the value of its Ordinary Shares. The future success of the Company is also in part dependent upon its ability to identify, attract, motivate and retain staff with the requisite experience. Measures are in place and are under review to reward and retain key individuals and to protect the Company from the impact of staff turnover.

Risk associated with future earnings, prices and exchange rates

The future earnings of the Company, or other companies that the Company may invest in from time to time, may be derived from the extraction and sale of minerals and metals and may, therefore, be related to the market price for those minerals and metals. Historically, the prices of minerals and metals have fluctuated significantly and are affected by numerous factors which the Company is unable to control or predict including industrial and retail demand, the availability of substitute sources for industrial uses, forward sales and purchases by producers and speculators, levels of production, short-term changes in supply and demand because of speculative trading activities, the rate of exchange of the US\$ (the currency in which minerals and metals are generally denominated, quoted and traded), and global or regional political or economic conditions or events. There is a risk that such changes to commodity prices and exchange rates could affect the net realisable value, and/or economic viability, of the Company's future projects and earnings. The performance of the share price of a resource company generally exhibits a correlation with the price of the relevant minerals and metals in which the Company has interests, although there is no guarantee that the price of the shares of the Company will follow this trend.

Risks associated with the mining industry

The mining industry is subject to significant risks that could result in damage to, or destruction of, facilities, personal injury or death, environmental damage, delays in scheduled programmes, increased costs, and monetary losses and possible legal liability. Where considered practical or required to do so, the Company will endeavour to maintain appropriate insurance cover against risks in the operation of its business in amounts which it believes to be reasonable. Such insurance, however, contains exclusions and limitations on coverage.

Native Title and Heritage Protection

The Company's activities (i.e. the grant of future mining tenements and extension and renewals to the existing mining tenements) in Australia are subject to the Native Title Act 1993 (Cth) and associated legislation, and in this case the Company's activities are further subject to the terms of a native title and heritage protection agreement, entered into between the Company and the native title party ("Native Mining Title Agreement"). There continues to be uncertainty associated with native title issues (such as changes to legislation or the common law in regards to the granting of mining tenements and associated permits). While there is the potential for compensation to be claimed against the holder of a mining tenement once a native title party's claim is determined, the Wajarri Yamatji Claimants are barred from such a claim against the Company pursuant to the Native Mining Title Agreement.



Greenwich & Co

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Auditor's Independence Declaration

To those charged with the governance of Weld Range Metals Limited

As auditor for the audit of Weld Range Metals Limited for the period ended 30 June 2017, I declare that, to the best of my knowledge and belief, there have been:

- i. no contraventions of the independence requirements of the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.

Greenwich & Co Audit Pty Ltd

Greenwich & Co Audit Pty Ltd

Nicholas Hollens

Nicholas Hollens
Managing Director
Perth
24th November 2017

Independent Audit Report to the members of Weld Range Metals Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Weld Range Metals Limited (the "Company"), which comprises the statement of financial position as at 30 June 2017, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the period then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

- (i) giving a true and fair view of the Company's financial position as at 30 June 2017 and of its financial performance for the period then ended; 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 Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (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.

Material uncertainty related to going concern

We draw attention to Note 1.c) to the financial report, which describes that the ability of the Company to continue as a going concern is dependent on equity fundraising from the Company's public listing, or alternative debt or equity options as deemed appropriate by the directors. As a result, there is material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern, and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. Our opinion is not modified in respect of this matter.

Key Audit Matters

In addition to the matter described in the Material Uncertainty related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report. 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.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Potential impairment of exploration and evaluation ("E&E") assets

Notes 1.k) and 6 to the financial statements contain the accounting policy and disclosures in relation to exploration and evaluation expenditures.

Key Audit Matter

At 30 June 2017, the Company has incurred significant exploration and evaluation expenditure which has been capitalised. As the carrying value of exploration and evaluation expenditures represents a significant asset of the Company, we considered it necessary to assess whether facts and circumstances existed to suggest that the carrying amount of this asset may exceed its recoverable amount. Management of the Company considered whether there were any indicators of impairment.

The Company capitalises exploration and evaluation expenditure in line with AASB 6 *Exploration for and Evaluation of Mineral Resources*. The assessment of each asset's future prospectivity requires significant judgement. There is a risk that amounts are capitalised which no longer meet the recognition criteria of AASB 6.

How our audit addressed the matter

Our audit work included, but was not restricted to, the following:

- We obtained evidence that the Company has valid rights to explore in the areas represented by the capitalised exploration and evaluation expenditures by obtaining independent searches of all the Company's tenement holdings;
- We enquired with management and reviewed budgets to ensure that substantive expenditure on further exploration for and evaluation of the mineral resources in the Company's areas of interest were planned;
- We enquired with management, reviewed announcements made and reviewed minutes of directors' meetings to ensure that the Company had not decided to discontinue activities in any of its areas of interest; and
- We critically assessed management's assessment as to whether there were any indicators of impairment.

Responsibilities of 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 Company's ability 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 Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our 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 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 the financial report.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included on pages 18-21 of the directors' report for the period ended 30 June 2017.

In our opinion, the Remuneration Report of Weld Range Metals Limited for the period ended 30 June 2017, 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.

Greenwich & Co Audit Pty Ltd

Greenwich & Co Audit Pty Ltd

Nicholas Hollens

Nicholas Hollens
Managing Director
Perth
24th November 2017

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Statement of Profit or Loss and Other Comprehensive Income for the period ended 30 June 2017

All amounts are in Australian Dollars

	Note	For the 6 months ended at 30 June 2017 \$	For the 12 months ended at 31 December 2016 \$
Continuing Operations			
Expenses	2	(834,750)	(1,551,337)
Other income	2	2,321,658	-
Share of net profit of associate	7	-	-
Profit/(Loss) before tax from continuing operation		1,486,908	(1,551,337)
Income tax expense	15	-	-
Profit/(Loss) for the period from continuing operation		1,486,908	(1,551,337)
Discontinued Operations			
Profit/(loss) from discontinued operations after tax	3	-	-
Net (Profit)/(Loss) for the period		1,486,908	(1,551,337)
Other comprehensive income		-	-
Total comprehensive income/(loss) for the period		1,486,908	(1,551,337)
Income/(Loss) attributable to members of Weld Range Metals Limited		1,486,908	(1,551,337)

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Financial Statements.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Statement of Financial Position as at 30 June 2017

All amounts are in Australian Dollars

	Note	30 June 2017 \$	31 December 2016 \$
CURRENT ASSETS			
Cash and cash equivalents	4	11,603	23,962
Trade and other receivables	5	28,073	2,852
Non-current asset held for sale	7	3,560,727	-
TOTAL CURRENT ASSETS		3,600,403	26,814
NON-CURRENT ASSETS			
Exploration and Evaluation	6	6,044,710	5,605,771
Office Furniture & Equipment		-	730
Investment in Ausinox plc		-	3,951,603
TOTAL NON-CURRENT ASSETS		6,044,710	9,558,104
TOTAL ASSETS		9,645,113	9,584,918
CURRENT LIABILITIES			
Trade and other payables	8	849,189	1,311,021
Interest-Bearing Loans and Borrowings	9	100,000	1,449,258
TOTAL CURRENT LIABILITIES		949,189	2,760,279
NON CURRENT LIABILITIES			
Trade and other payables	8	384,377	-
TOTAL NON CURRENT LIABILITIES		384,377	-
TOTAL LIABILITIES		1,333,566	2,760,279
NET ASSETS		8,311,547	6,824,639
EQUITY			
Contributed equity	10	17,442,814	17,442,814
Accumulated losses		(9,131,267)	(10,618,175)
		8,311,547	6,824,639

The above Statement of Financial Position should be read in conjunction with the Notes to the Financial Statements.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Statement of Changes in Equity for the Year Ended 30 June 2017
All amounts are in Australian Dollars

	Contributed Equity	Accumulated Losses	Total
At 1 January 2015	10,520,750	(12,738,228)	(2,217,478)
<i>Movements in comprehensive income</i>			
Profit for the year	-	3,671,390	3,671,390
<i>Total comprehensive income for the period</i>	-	3,671,390	3,671,390
Conversion of debt to equity	5,619,672	-	5,619,672
Placing and issue of new shares	1,302,392	-	1,302,392
At 31 December 2015	17,442,814	(9,066,838)	8,375,976
<i>Movements in comprehensive income</i>			
Loss for the period	-	(1,551,337)	(1,551,337)
<i>Total comprehensive income for the period</i>	-	(1,551,337)	(1,551,337)
At 31 December 2016	17,442,814	(10,618,175)	6,824,639
<i>Movements in comprehensive income</i>			
Profit for the period	-	1,486,908	1,486,908
<i>Total comprehensive income for the period</i>	-	1,486,908	1,486,908
At 30 June 2017	17,442,814	(9,131,267)	8,311,547

The above Statement of Changes in Equity should be read in conjunction with the Notes to the Financial Statements.

WELD RANGE METALS LIMITED
FOR THE PERIOD ENDED 30 JUNE 2017

Statement of Cashflow for the Period Ended 30 June 2017
All amounts are in Australian Dollars

	Note	For the 6 months ended 30 June 2017 \$	For the 12 months ended 31 December 2016 \$
Cash flows used in operating activities			
Payments to suppliers		(112,420)	(929,826)
Net Operating Cash Flows	4	<u>(112,420)</u>	<u>(929,826)</u>
Cash flows used in investing activities			
Payments for exploration activities		(438,939)	(430,376)
Net Investing Cash flows		<u>(438,939)</u>	<u>(430,376)</u>
Cash flows from financing activities			
Proceeds from loans		539,000	1,381,000
Net Financing Cash Flows		<u>539,000</u>	<u>1,381,000</u>
Net increase in cash and cash equivalents		(12,359)	20,798
Cash and cash equivalents at the beginning of the period		23,962	3,164
Discontinued Operations		-	-
Cash and cash equivalents at the end of the period		<u>11,603</u>	<u>23,962</u>

The above Statement of Cash Flows should be read in conjunction with the Notes to the Financial Statements.

Notes to the Financial Statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Corporate Information

The principal accounting policies adopted in the preparation of the financial statements are set out below. The financial statements are for Weld Range Metals Limited ("Company"). The financial statements are presented in Australian Dollars.

Weld Range Metals Limited is an unlisted Australian public company limited by shares that is incorporated and domiciled in Australia. The address of the registered office is Level 9, 256 Adelaide Terrace, Perth, Western Australia 6000.

The financial statements were authorised for issue by the directors on 24 November 2017. The directors have the power to amend and reissue the financial statements.

(b) Reporting Framework and Basis of Preparation

These general purpose financial statements have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Company is a for profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements, except for the cash flow information, have been prepared on the accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

(c) Going concern

The Company recorded a net profit of \$1,486,908 for the period ended 30 June 2017 and had net current assets of \$2,651,214 as at 30 June 2017.

The financial report has been prepared on the basis that the Company will continue to meet its commitments and can therefore continue normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

In arriving at this position, the directors are presently undertaking discussions with sophisticated investors regarding funding options, while an equity raising is also currently being undertaken with Paterson Securities Limited acting as the lead broker. Closure of this capital raising is anticipated to be mid January 2018.

The Directors consider that, at the date of signing the financial report, there are reasonable grounds to believe that, having regard to the matters set out above, the Company will continue to have the support of its shareholders and will be able to raise sufficient funds to meet its obligations as and when they fall due.

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However, should the Company be unable to obtain sufficient funding as advised above, there is a material uncertainty which may cast doubt as to whether not the Company will be able to continue as a going concern and whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

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

(d) Segment Reporting

An operating segment is defined as a component of an entity that engages in business from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the full Board of Directors.

(e) Statement of Compliance

The financial report has been prepared in accordance with the *Corporations Act 2001*, the basis of accounting specified by all Accounting Standards and Interpretations, and the disclosure requirements of Accounting Standards AASB 101 *Presentation of Financial Statements*, AASB 107 *Cash Flow Statements* and AASB 108 *Accounting Policies, Changes in Accounting Estimates and Errors*.

(f) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the entity and the revenue can be reliably measured.

(g) Income Taxes

The income tax expense or revenue for the period is the tax payable on the current period's taxable income adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements and for unused tax losses.

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 financial statements. However, the deferred income tax is 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 reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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Deferred income 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 certain items 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 related 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.

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.

(h) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST unless the GST incurred 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.

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

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

(i) Cash and cash equivalent

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and bank overdrafts.

(j) Investment and other financial assets

Classification

The Company classifies all of its financial assets as loans and receivables. Management determines the classification of its financial assets at initial recognition.

Loans and receivables

Loans and receivables are non-derivative financial assets with a fixed or determinable payments that are not quoted in an active market. They are recognised initially at fair value and subsequently at amortised cost less impairment. They are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current

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assets. Loans and receivables are included in trade and other receivables in the statement of financial position.

Collectability of loans and receivables is reviewed on an ongoing basis. Debts that are known to be uncollectible are written off by reducing the carrying amount directly. An allowance account (provision for impairment) is used when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables or in an otherwise timely manner. The amount of impairment allowance is the difference between the asset's carrying amount and the estimated future cash flows.

The amount of impairment loss is recognised in the statement of profit or loss and other comprehensive income within impairment expenses. When a loan or receivable for which an impairment allowance has been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of profit or loss and other comprehensive income.

Recognition and derecognition

Regular purchases and sales of financial assets are recognised on trade-date – the date on which the Company commits to purchase or sell the asset. Investments are initially recognised at "fair value" (as used in this report, "fair value" bears the meaning ascribed by the AASB which can produce a result that does not reflect market or realisable value) plus transaction costs for all financial assets not carried at "fair value" through profit or loss. Financial assets carried at "fair value" through profit or loss are initially recognised at "fair value" and transaction costs are expensed to the statement of profit or loss and other comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Measurement

Loans and receivables are carried at amortised cost using the effective interest method.

Impairment

The Company assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. If there is evidence of impairment for any of the Company's financial assets carried at amortised cost, the loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows, excluding future credit losses that have not been incurred. The cash flows are discounted at the financial asset's original effective interest rate. The loss is recognised in the statement of profit or loss and other comprehensive income.

(k) Exploration Expenditure

It is the Company's policy to capitalise the costs of acquiring rights to explore areas of interest. Exploration and evaluation costs related to an area of interest are carried forward only when rights of tenure to the area of interest are current and provided that one of the following conditions is met:

- Such costs are expected to be recouped through successful development and exploitation of the area of interest, or alternatively by its sale; or

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- Exploration and/or evaluation activities in the area of interest have not yet reached a state which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area are continuing.

When the technical feasibility and commercial viability of extracting a mineral resource have been demonstrated then any capital expenditure and evaluation expenditure is reclassified as capitalised mine development. Prior reclassification, capitalised exploration and evaluation expenditure is assessed for impairment.

When an area of interest is abandoned or the directors decide that it is not commercial, any capitalised acquisition costs in respect of that area are written off in the period the decision is made.

Impairment

The carrying value of capitalised exploration and evaluation expenditure is assessed for impairment at the cash generating unit level whenever facts and circumstances suggest that the carrying amount of the assets may exceed its recoverable amount.

An impairment exists when the carrying amount of an asset or cash-generating unit exceeds its estimated recoverable amount. Any impairment losses are recognised in the statement of profit or loss and other comprehensive income.

(l) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial period which are unpaid. The amounts are unsecured non-interest bearing and are paid on normal commercial terms.

Payables to related parties are carried at the principal amount. Interest, when charged by the lender, is recognised as an expense on an accruals basis.

(m) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds, incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

(n) Comparative figures

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

(o) New accounting standards and interpretations

There are a number of new Accounting Standards and interpretations issued by the AASB that are not yet mandatorily applicable to the company and have not been applied in preparation of these financial statements. The Company does not plan to adopt these standards early.

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These standards are not expected to have a material impact on the Company in the current or future reporting periods.

2. INCOME AND EXPENSES

	For the 6 months ended at 30 June 2017 \$	For the 12 months ended at 31 December 2016 \$
Income		
Sale of Oxide Mining Rights	2,321,658	-
Expenses		
Administration expenses	(20,234)	(45,488)
Director Fees	(67,814)	(556,527)
Interest paid	(86,525)	(68,258)
Costs of Placing and Admission	(660,177)	(881,064)
Total Expenses	<u>(834,750)</u>	<u>(1,551,337)</u>
Net Profit	<u>1,486,908</u>	<u>(1,551,337)</u>

3. DISCONTINUED OPERATIONS

During the prior period, the Company disposed of its 100% owned subsidiary, Ausinox Pty Limited. Until the date of disposal, Ausinox Pty Limited made no profit or loss. The sale of the subsidiary was at its carrying value, hence there was no profit or loss from discontinued operations.

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4. CASH AND CASH EQUIVALENTS

	30 June 2017 \$	31 December 2016 \$
Cash at Bank	11,603	23,962
	11,603	23,962

Reconciliation of net loss after tax to net cash flows from operating activities

	30 June 2017 \$	31 December 2016 \$
Net Profit/(loss) after income tax	1,486,908	(1,551,337)
<i>Changes in assets and liabilities</i>		
- Increase/(decrease) in accounts payable/accruals relating to operating activities	722,330	621,511
<i>Non-cash flows in profit</i>		
(Increase)/decrease in payables	(2,321,658)	-
Net operating cash flows	(112,420)	(929,826)

5. TRADE AND OTHER RECEIVABLES

	30 June 2017 \$	31 December 2016 \$
Current		
GST Collectable	4,716	379
Accounts Receivable	23,357	2,473
	28,073	2,852

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6. EXPLORATION AND EVALUATION

	30 June 2017	31 December 2016
	\$	\$
Balance at beginning of the period	5,605,771	5,175,395
<i>Movements during the period</i>		
Current period expenditure	438,939	430,376
Total exploration expenditure	6,044,710	5,605,771

The costs deferred in respect of exploration expenditure are dependent upon successful development and commercial exploitation of the area of interest.

Sale of exploration interest

During the prior period, the Company sold all of the issued capital in Ausinox Pty Limited, a wholly owned subsidiary of the Company to Ausinox plc for a consideration of GBP2,045,000 (A\$4,397,851) satisfied by the issue of 20,450,000 ordinary shares in Ausinox plc at an issue price of GBPO.10 per share. Ausinox Pty Limited owns 51% of the Oxide Mining Rights within the mining leases held by the Company pursuant to the Stainless Steel Alloy Joint Venture Agreement between the Company and Ausinox Pty Limited. The consideration for this sale and transfer, treated in the manner of a farm-in to the Oxide Mining Rights, has been deducted from existing exploration expenditure of the Company.

On the 30 June 2017, the company has taken the opportunity to sell the balance (49%) of the Oxide Mining Rights to Ausinox Pty Limited for A\$2,321,658. This amount is reflected in the financial results.

The loan agreement dated 27th September 2016 between Ausinox Pty Limited and the Company, Ausinox agreed to provide an unsecured loan to the Company. The loan interest rate was 10% p.a. The parties have agreed to deem the loan balance as at 30 June 2017- A\$2,321,658 to have been paid by offset against the amounts the Company owes Ausinox Pty Ltd under the Loan Agreement.

Under the Mining Rights Deed between the Company and Ausinox Pty Limited, Ausinox must pay \$5,000,000 to the Company if it proceeds with development of any project on a commercial scale within the Tenements. The payment is for compensation for the loss of areas required for infrastructure and access in and to Development Areas and Mining Areas for Oxide Minerals within the Tenements of the Company within 5 business days after the date on which Ausinox gives notice that it has received the first drawdown of funds under project finance facilities for the development of any project for the commercial exploitation of Oxide Minerals in the Tenements.

7. Non-Current asset held for sale

At 1 January 2017, the Company identified the shares in Ausinox Plc as being held for sale. The balance of shares as at that date was transferred from Non-Current assets. The following movements affected this balance during the period:

	Value of Shares held
	\$
Balance at beginning of the period	3,951,603
<i>Sales during the period</i>	(390,876)
Total exploration expenditure	3,560,727

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The board of directors have reviewed the carrying value of the shares the Company holds in Ausinox Plc and are satisfied with the current valuation. The shares sold during the period were for 13.25 pence (21.65 cents) per share.

8. TRADE AND OTHER PAYABLES

	30 June 2017	31 December 2016
	\$	\$
Current		
Trade Creditors	829,189	924,395
Accruals	20,000	386,626
	<u>849,189</u>	<u>1,311,021</u>
Non Current		
Trade Creditors	384,377	-
	<u>384,377</u>	<u>-</u>

9. INTEREST-BEARING LOANS AND BORROWINGS

	30 June 2017	31 December 2016
	\$	\$
Current		
Ausinox Pty Limited - Loan	-	1,381,000
- Interest	-	68,258
Original Resources Pty Ltd	100,000	-
Total	<u>100,000</u>	<u>1,449,258</u>

The loan agreement dated 27th September 2016 between Ausinox Pty Limited and the Company, Ausinox agreed to provide an unsecured loan to the Company. The loan interest rate is 10% p.a. The Company will accrue interest daily until the Company repays the loan. These loan funds were repaid on 30 June 2017 forming part of the agreement to sell the remaining diluting 49% of the Oxide Mining Rights to Ausinox for \$2,321,658

10. ISSUED CAPITAL

	30 June 2017	30 June 2017
	No of Shares	\$
Share Capital		
Opening Balance 1 January 2015 & 1 January 2016	95,032,468	17,442,814
Total contributed equity 31 December 2016 & 30 June 2017	<u>95,032,468</u>	<u>17,442,814</u>

Ordinary shares have the right to receive dividends as declared and entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

11. DIVIDENDS PAID OR PROVIDED FOR

No dividends were paid or provided for during the period.

12. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk) credit risk and liquidity risk.

Risk management is carried out by the full Board of Directors as the Company believes it is crucial for all board members to be involved in this process.

i. Market risk

a. Foreign exchange risk

The Company held a small amount of Sterling in the bank account at 30 June 2017.

Transactions denominated in foreign currencies are translated into Australian dollars at the rates ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the rates ruling at the balance sheet date. Translation differences are taken to the profit and loss account.

b. Commodity price risk

Given the current level of operations, the Company's financial statements for the period ended 30 June 2017 are not exposed to commodity price risk.

c. Interest rate risk

The Company is exposed to movements in market interest rates on cash and cash equivalents. The Company's policy is to monitor the interest rate yield curve out to six months to ensure a balance is maintained between the liquidity of cash assets and the interest rate return. The entire balance of cash and cash equivalents for the Company \$11,603 (2016: \$23,962) was not subject to interest rate risk. The weighted average interest rate received on cash and cash equivalents by the Company was nil (2016: nil).

ii. Sensitivity analysis

At 30 June 2017, if interest rates had changed by +/-100 basis points the interest the Company's loss would have remained the same.

a. Credit risk

The Company has no significant concentrations of credit risk. The maximum exposure to credit risk at balance date is the carrying value amount (net of provisions for impairment) of those assets as disclosed in the statement of financial position and notes to the financial statements.

All surplus cash holdings within the Company are currently invested with the ANZ Banking Group, a AA rated institution.

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b. Liquidity risk

The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring sufficient cash and marketable securities are available to meet the future commitments of the Company. Due to the nature of the Company's activities, being mineral exploration, the Company does not have ready access to credit facilities, with the primary source of funding being equity raisings. The Board of Directors constantly monitor the state of equity markets in conjunction with the Company's current and future funding requirements, with a view to initiating appropriate capital raisings.

The financial liabilities of the Company are confined to trade and other payables as disclosed in the statement of financial position. All trade and other payables are non-interest bearing and due within 12 months of the reporting date.

c. Fair value estimation

The fair value (not market value) of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. All financial assets and financial liabilities of the Company at the balance date are recorded at amounts approximating their carrying amount due to their short term nature.

14. REMUNERATION OF AUDITORS

During the period the following fees were paid or payable for services provided by the auditors of the Company, its related practices and non-related audit firms.

	30 June 2017 \$	31 December 2016 \$
(a) Audit services		
Greenwich & Co Audit Pty Ltd – audit of financial reports	17,500	31,000
Total Remuneration for audit services	<u>17,500</u>	<u>31,000</u>
(b) Non- Audit services		
Total remuneration for other services	<u>-</u>	<u>-</u>
TOTAL	<u>17,500</u>	<u>31,000</u>

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15. INCOME TAX			
(a) Income tax expense		For the 6 months ended at 30 June 2017 \$	For the 12 months ended at 31 December 2016 \$
Current tax		-	-
Deferred tax		-	-
(b) Numerical reconciliation of Income tax expense to prima facie tax			
Profit/(Loss) from continuing operations before income tax expense		1,486,908	(1,551,337)
Prima facie tax benefit at the Australian tax rate of 30%		446,072	(465,401)
Tax effect of current period tax losses for which no deferred tax asset has been recognised.		(446,072)	465,401
Income Tax expense		-	-

(c) Unrecognised deferred tax assets

Net deferred tax assets have not been brought to account as it is not probable within the immediate future that tax profits will be available against which deductible temporary differences and tax losses can be utilised.

The Company's ability to use losses in the future is subject to the Company satisfying the relevant tax authorities criteria for using tax losses.

16. EXPENDITURE COMMITMENTS

The Company is the registered holder of 100% of the shares in 13 mining leases with an area of 7,800 hectares covering the Weld Range Complex and 2 exploration licenses near Weld Range in Western Australia ("Mining Tenements").

Due to the nature of the company's operations in exploring and evaluating areas of interest within the Mining Tenements of the Company, it is very difficult to accurately forecast the nature or amount of future expenditure, although it will be necessary to incur expenditure in order to retain present interests in Mining Tenements.

Expenditure commitments on Mining Tenements for the company can be reduced by selective relinquishment of exploration tenure or by the renegotiation of expenditure commitments or by farmout. The approximate minimum level of expenditure requirements are detailed below.

	30 June 2017 \$	31 December 2016 \$
Within one year	1,221,312	1,186,747
One year or later and no later than five years	4,578,874	4,552,776
Greater than five years	13,900,610	14,379,214
	19,700,797	20,118,737

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17. RELATED PARTY TRANSACTIONS

(a) Expense Transactions

Entity	Period to 30 June 2017		Year to 31 December 2016	
	Charged	Paid	Charged	Paid
	\$	\$	\$	\$
Ausinox Pty Ltd ¹	128,776	66,165	62,689	61,258
Mining Finance Investment Corporation Pty Ltd ("MFIC") ²	15,600	15,600	31,200	31,200
Filblast Holdings Pty Ltd ³	9,737	3,004	-	-
Geosbourne Pty Ltd ⁴	13,650	-	-	-
Dodd Financial Services ⁵	20,000	20,000	80,000	80,000
Ruskat Consulting ⁶	60,000	180,000	120,000	-

¹ Mr Thomson is a director of both the Company and Ausinox Pty Ltd.

Payments to Ausinox Pty Ltd are in respect of expenses paid on the Company's behalf.

² Mr Thomson is a director of both the Company and MFIC.

Payments to MFIC are in respect of expenses paid on the Company's behalf.

³ Mr Thomson is a director of both the Company and Filblast Holdings Pty Ltd.

Payments to Filblast Holdings Pty Ltd are in respect of expenses paid on the Company's behalf.

⁴ Mr Osbourne is a director of both the Company and Geosbourne Pty Ltd

Payments to Geosbourne are in respect of consulting services provided to the Company

⁵ Mr Dodd is a director of both the Company and Dodd Financial Services

Payments to Dodd Financial Services were made in respect of Director's Fees charged.

⁶ Mr Thomson is a director of both the Company and Ruskat Consulting

Payments to Ruskat Consulting were made in respect of Director's Fees charged.

(b) Income Transactions

Entity	Period to 30 June 2017		Year to 31 December 2016	
	Sales	Paid	Sales	Paid
	\$	\$	\$	\$
Ausinox Pty Ltd ¹	85,394	70,577	168,784	238,303

¹ Mr Thomson is a director of both the Company and Ausinox Pty Ltd.

These amounts are Ausinox Pty Ltd's share of rent and rates incurred by the Company.

(c) Loan Transactions

Entity	Period to 30 June 2017			
	Funds Received	Interest & Fees	Funds Repaid	Balance at Period End
	\$	\$	\$	\$
Ausinox Pty Ltd ¹	439,000	313,400	(2,321,658)	-
Original Resources Pty Ltd	100,000	-	-	100,000

¹ Mr Thomson is a director of both the Company and Ausinox Pty Ltd

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RELATED PARTY TRANSACTIONS (continued)

Loan Transactions (continued)

Entity	Year to 31 December 2016			Balance at Period End
	Funds Received	Interest & Fees	Funds Repaid	
	\$	\$	\$	\$
Ausinox Pty Ltd [†]	1,381,000	188,258	-	1,569,258
Kefco Nominees Pty Ltd	-	-	(45,689)	-

[†] Mr Thomson is a director of both the Company and Ausinox Pty Ltd

18. SEGMENT INFORMATION

For management purposes, the Company has identified only one reportable segment as exploration activities undertaken in Western Australia. This segment includes activities associated with the determination and assessment of the existence of commercial economic reserves, from the Company's mineral assets in this one geographical location.

Segment performance is evaluated based on the operating profit and loss and cash flows and is measured in accordance with the Company's accounting policies.

	30 June 2017 \$	31 December 2016 \$
EXPLORATION SEGMENT		
Segment Revenue	-	-
Reconciliation of segment revenue to total revenue before tax		
TOTAL REVENUE	-	-
Segment results	1,486,908	(1,551,337)
Reconciliation of segment result to net profit/ (loss) before tax:		
- Other corporate and administration		
NET PROFIT/(LOSS) BEFORE TAX	1,486,908	(1,551,337)
Segment operating assets	9,645,113	9,584,918
Reconciliation of segment operating assets to total assets:		
- Other corporate and administration assets		
TOTAL ASSETS	9,645,113	9,584,918
Segment operating liabilities	1,333,566	2,760,279
Reconciliation of segment operating liabilities to total liabilities:		
- Other corporate and administration liabilities		
TOTAL LIABILITIES	1,333,566	2,760,279

19. CONTINGENCIES

The Board of Directors have agreed to make accrued director fees that total \$268,750, owing to Mr Clayton Dodd, director, contingent upon the sale of greater than \$1,000,000 worth of Ausinox Plc shares held by the Company.

Under the Mining Rights Deed between the Company and Ausinox Pty Limited, Ausinox must pay \$5,000,000 to the Company if it proceeds with development of any project on a commercial scale within the Tenements. The payment is for compensation for the loss of areas required for infrastructure and access in and to Development Areas and Mining Areas for Oxide Minerals within the Tenements of the Company within 5 business days after the date on which Ausinox gives notice that it has received the first drawdown of funds under project finance facilities for the development of any project for the commercial exploitation of Oxide Minerals in the Tenements.

20. EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

The Company submitted a draft prospectus and related documentation to the UK Listing Authority for a placing by an initial public offering of shares to raise funds for the Projects ("Placing") and the admission of the enlarged issued share capital of the Company by way of a Standard Listing to the London Stock Exchange's Main Market for listed securities ("Admission"). The admission document was with drawn late July 2017.

A new management incentive plan known as the "Weld Range Metals Performance Incentive Plan 2017" has been introduced to replace the previous plans "Weld Range Metals NED Incentive Plan 2016" and "Weld Range Metals Executive Incentive Plan 2016". This new plan was required as the old plan was a UK based plan, whilst the new plan is based on ASX requirements.

On 1 November 2017 the company entered into an agreement with AssetOwl Limited in acquiring a gold asset in the Northern Territory referred to as the Rum Jungle Project. The area is prospective for gold and includes the Highlander Gold anomaly where gold has been recorded in a north trending quartz veins over a strike exceeding 2km. The company will issue AssetOwl 6m shares and 3m options as the payment consideration. AssetOwl is seeking approval from their shareholders to distribute those shares in-species. The result of the transaction on WRM will be to increase the current shareholder base from 47 shareholders to over 500 shareholders.

Weld Range Metals have engaged Patersons Securities Limited on 6th October 2017 to provide a corporate advisory, lead manager and underwriter to secure a ASX Listing and raise approximately \$6.0m to provide sufficient working capital for the company's objectives for a period of 24 months.

On 30th November 2017 shareholders in General Meeting will be asked to consider the following resolutions:

- Change of name from Weld Range Metals Limited to Podium Minerals Limited
- Consolidation of share capital on the basis of 2 shares for every 3 existing shares.

Director's Declaration

In accordance with a resolution of the Directors of Weld Range Metals Limited, I state that:

- (1) The financial statements and notes, as set out within this report, are in accordance with the *Corporations Act 2001* and:
 - (a) Comply with Australian Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and
 - (b) Give a true and fair view of the financial position as at 30 June 2017 and of the performance for the period ended on that date of the Company.

- (2) In the director's opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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



Clayton Dodd
Chairman

Signed in Perth this 24th day of November 2017