



Zinc of Ireland NL

ACN 124 140 889

and its controlled entities

Annual report for the financial year ended

30 June 2019

Corporate directory

Board of Directors

Mr Richard Monti	Non-Executive Chairman
Mr Patrick Corr	Executive Director
Mr Adrian Goldstone	Non-Executive Director
Mr Thomas Corr	Non-Executive Director
Dr Julian Barnes	Non-Executive Director

Company Secretary

Mr Jerry Monzu

Registered Office and Principal Place of Business

Suite B9, 431 Roberts Road
Subiaco WA 6008
Tel: +61 8 9287 4600

Postal Address

Suite B9, 431 Roberts Road
Subiaco WA 6008

Auditors

Bentleys Audit and Corporate (WA) Pty Ltd
London House, Level 3,
216 St Georges Terrace
Perth WA 6000

Share Registry

Automic Registry Services
Level 2, 267 St Georges Terrace
Perth WA 6000

Stock Exchange

Australian Securities Exchange
Level 40, Central Park
152- 158 St Georges Terrace
Perth WA 6000

ASX Codes

ZMI, ZMICA, ZMIOC

Annual report for the financial year ended 30 June 2019

Contents

Directors' report.....	1
Operating and financial review.....	5
Remuneration report.....	11
Auditor's independence declaration.....	18
Independent auditor's report.....	19
Directors' declaration.....	25
Consolidated statement of profit or loss and other comprehensive income.....	26
Consolidated statement of financial position.....	27
Consolidated statement of changes in equity.....	28
Consolidated statement of cash flows.....	29
Notes to the consolidated financial statements.....	30
ASX Additional information.....	57
Schedule of tenements.....	62

Directors' report

The directors of Zinc of Ireland NL ("Zinc of Ireland" or the "Company") (ASX: ZMI) submit the financial report of Zinc of Ireland and its controlled entities ("the Group") for the financial year ended 30 June 2019. In order to comply with the provisions of the Corporations Act 2001, the directors report is presented as follows:

Information about the directors

The names and particulars of the directors of the Group during or since the end of the financial year are:

Name	Particulars
Mr Richard Monti <i>Bsc (Hons), Grad Dip AFAl, MAusIMM,</i>	Non-Executive Chairman, joined the Board on 16 May 2018. He is a geologist with a successful career of over thirty years in the international mineral resource industry resulting in broad industry knowledge and strong strategic planning capabilities. Richard has over forty-six director-years' experience on thirteen ASX and TSX listed mining and exploration companies from micro-caps through to mid-size miners and has built and managed teams up to seventy personnel. He was principal of corporate advisory firm, Ventnor Capital, from 2005 to 2010 and is currently principal of Terracognita which supplies advice to resource industry companies.
Mr Patrick Corr <i>LLB</i>	Executive Director, joined the Board on 22 July 2016. Patrick is a Barrister and Solicitor of the Supreme Court of Western Australia and has specialised in the laws regulating companies and securities in Australia for over a decade. Mr Corr also has considerable legal and management experience with private, public and ASX listed companies, including companies in the natural resources industry with projects located in Australia, Ireland, Canada and various African countries.
Mr Thomas Corr	Non-Executive Director, joined the Board on 7 October 2016. Thomas has over 10 years' experience in the finance and resources sector in both Australia and Europe. Thomas resides in Ireland and has significant experience with Irish projects and Australian and European capital markets.
Dr Julian Barnes <i>Bsc (Hons), PhD, FAusIMM, MAIG</i>	Non-Executive Director, joined the Board on 23 August 2018. Dr Barnes is a geologist with more than 35 years of experience in over 52 countries in a wide variety of commodities and has over 25 years' experience in undertaking bank due diligence studies for some of the major resource lending institution. Dr Barnes co-founded Resource Service Group (Subsequently RSG Global) in 1986. In 2004, he joined Dundee Precious Metals Inc. and was responsible for their worldwide exploration activities, project acquisition and investment due diligence. Following this, Dr Barnes was responsible for all technical aspects including exploration, project management, development, and management of Preliminary Economic Assessment (PEA) studies and due diligence for various companies as a specialist consultant.
Mr Adrian Goldstone <i>Msc (Hons)</i>	Non-Executive Director, joined the Board on 25 January 2019. Adrian is a minerals industry executive with over 35 years' experience in project related technical and environmental disciplines in senior project and corporate management roles.

Mr Goldstone was the executive responsible for Dundee Precious Metals major projects in Europe and Africa including oversight of large capital project management, sustainable business development, environment and CSR management, permitting and compliance, key relationship management at central and local governments, and operational health and safety.

The above named directors held office during the whole of the financial year and since the end of the financial year except for:

- Dr Julian Barnes – appointed 23 August 2018
- Mr Adrian Goldstone - appointed 25 January 2019
- Mr Peter van der Borgh - resigned 30 November 2018

Directors' shareholdings

The following table sets out each director's relevant interest in shares, rights or options in shares of the Company or a related body corporate as at the date of this report:

Directors	Fully paid ordinary shares	Share options	Performance rights
	Number ¹	Number ¹	Number ¹
Richard Monti	1,000,000	2,500,000	-
Patrick Corr	2,925,000	1,890,625	45,000 ⁴
Thomas Corr	5,411,271	3,283,333	95,000 ⁵
Julian Barnes ²	-	500,000	-
Adrian Goldstone ³	-	-	-

¹ Shares, options and Performance Rights are on a post consolidated (20:1) basis.

² Appointed 23 August 2018

³ Appointed 25 January 2019

⁴ 12,500 Class C Performance Rights, 12,500 Class D Performance Rights and 20,000 Class E Performance Rights.

⁵ 25,000 Class C Performance Rights, 25,000 Class D Performance Rights and 45,000 Class E Performance Rights.

Directorships of other listed companies

Directorships of other listed companies held by directors in the 3 years immediately before the end of the financial year are as follows:

Name	Company	Period of directorship
Richard Monti	Pacifico Minerals Limited	14 October 2009 – Current
Richard Monti	Black Dragon Gold Corporation	10 July 2017 – Current
Patrick Corr	Galan Lithium Limited	9 October 2017 – 25 June 2018
Julian Barnes	Thor Explorations Limited	12 January 2017 – Current
Julian Barnes	Adriatic Metals Limited	16 February 2018 – Current

Share options granted to directors and senior management

During and since the end of the financial year, an aggregate 5,500,000 share options were granted to the following key management personnel:

Key management personnel	Number of options granted ¹	Issuing entity	Number of ordinary shares held under option ¹
Richard Monti	2,500,000 ²	Zinc of Ireland NL	2,500,000
Patrick Corr	500,000 ³	Zinc of Ireland NL	1,890,625
Thomas Corr	2,000,000 ³	Zinc of Ireland NL	3,283,333
Julian Barnes	500,000 ⁴	Zinc of Ireland NL	500,000

¹ Options are on a post consolidated (20:1) basis.

² Represents 1,000,000 free attaching options pursuant to a placement and 1,500,000 incentive options issued after shareholder approval on 9 July 2018. Refer note 26.

³ Issued as free attaching options pursuant to a placement. Refer note 26.

⁴ Incentive options issued after shareholder approval on 18 March 2019. Refer note 26.

Company Secretary

Mr Jerry Monzu *FGIA, CPA, BBus* held the position of company secretary of Zinc of Ireland NL at the end of the financial year. Mr Monzu is a founding director of Capella Corporate Consulting, a company specialising in providing company secretarial, corporate governance and corporate advisory services.

Shares under option or issued on exercise of options

Details of unissued shares or interests under option as at the date of this report are:

Issuing entity	Number of shares under option ¹	Class of shares	Exercise price of option	Expiry date
Zinc of Ireland NL	6,490,000	Ordinary	\$0.40	30 Apr 2020
Zinc of Ireland NL	16,316,682	Ordinary	\$0.80	21 Jul 2021
Zinc of Ireland NL	52,877,901	Ordinary	\$0.30	21 Jul 2021
Zinc of Ireland NL	350,000	Ordinary	\$1.20	30 Sept 2021
Zinc of Ireland NL	2,500,000	Ordinary	\$0.30	10 Jul 2020
Zinc of Ireland NL	1,500,000	Ordinary	\$0.20	12 Apr 2021
Zinc of Ireland NL	1,000,000	Ordinary	\$0.30	10 Jul 2021
Zinc of Ireland NL	1,000,000	Ordinary	\$0.40	10 Jul 2021
Zinc of Ireland NL	140,000 ²	Performance	n/a	26 May 2021
Zinc of Ireland NL	6 ³	Performance	n/a	various

¹ Options are on a post consolidated (20:1) basis.

² Represents 37,500 Class C Performance Rights, 37,500 Class D Performance Rights and 65,000 Class E Performance Rights. Each Performance Right converts to 10 fully paid ordinary shares following achievement of numerous milestones (refer to ASX announcement dated 26 May 2017 and note 26 for further information).

³ Represents 6 Charlestown Performance Rights. Each right can convert into 250,000 Securities of varying classes upon the achievement of the relevant Performance Milestone. (refer to ASX announcement dated 12 April 2019 and note 26.8 for further information).

The holders of these options/rights do not have the right, by virtue of the option/right, to participate in any share issue or interest issue of the Company or of any other body corporate or registered scheme.

There have been no options granted over unissued shares or interests or interest of any controlled entity within the Group during or since the end of the reporting period.

Shares issued on the exercise of options

No shares were issued during or since the end of the financial year as a result of exercise of options (2018: 3,188).

Dividends

No dividends have been paid or declared since the start of the financial year and the directors have not recommended the payment of a dividend in respect of the financial year.

Indemnification of officers and auditors

During the financial year, the Company paid a premium in respect of a contract insuring the directors of the Company (as named above), the company secretary, Mr Jerry Monzu, and all executive officers of the Company and of any related body corporate against a liability incurred as such a director, secretary or executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

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

Directors' meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 6 board meetings were held.

Directors	Board of directors	
	Held	Attended
Richard Monti	6	6
Patrick Corr	6	6
Thomas Corr	6	6
Julian Barnes	5	5
Adrian Goldstone	3	3

The directors still maintained frequent communications and as such, other important issues and decisions were authorised and resolved via circular resolutions.

Proceedings on behalf of the Company

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 purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

Non-audit services

The auditors did not perform any non-audit services during the financial year.

Auditor's independence declaration

The auditor's independence declaration is included on page 18 of this annual report.

Operating and financial review

Principal activities

Zinc of Ireland NL is an Australian based mineral exploration and development company focused on its base metals projects in the Republic of Ireland.

The Company's flagship project is the Kildare Zinc Project located approximately 40km southwest of Dublin. At present, the Kildare Zinc Project has an JORC Inferred Resource of 9Mt @ 9.5% Zn+Pb.

The Company's strategy is to create significant and sustainable value for our stakeholders by advancing the Kildare Zinc Project as the priority in our pipeline of zinc production opportunities in the Republic of Ireland.

Review of operations

Technical

During the year, the Company focused its exploration and development on the Kildare Zinc Project.

Highlights during the year and subsequent to year end:

- **Inferred Mineral Resource of 9.0Mt @ 9.5% Zn + Pb at a 5.5% ZnEq cut off**
 - Increase to 860,000 tonnes of contained Zn + Pb
- **Exceptional preliminary metallurgical test work results**
 - **Zinc Concentrate:**
 - 96% recovery of Zn to concentrate
 - 56% Zn in concentrate
 - Minimal Pb in Zn concentrate (<0.5%)
 - **Lead Concentrate:**
 - 86% recovery of Pb to concentrate
 - 62% Pb in concentrate
 - Minimal Zn in Pb concentrate (<3%)
- **High grade drilling Intersections approximately 250m east of the McGregor Resource and 200m south west of Shamrock Resource, highlights growth potential. HZDD004 returns:**
 - 6m @ 12.5% Zn + Pb (11.7% Zn, 0.8% Pb) from 401m to 407m; and
 - 10m @ 9.1% Zn + Pb (8.2% Zn, 0.9% Pb) from 418 to 428m;

within a larger zone of 37m @ 6.0% Zn + Pb (5.5% Zn + 0.5% Pb) from 391m.
- **Previous drilling at McGregor returned 23.2m @ 14.71% Zn & 2.93% Pb, equating to a true thickness of 20m @ 17.64% Zn+Pb (Z_4069_027).**
- **Multi-phase data acquisition programme undertaken in order to materially increase the level of knowledge and understanding of the Allenwood Graben.**

JORC Inferred Resource

In July 2019, the Company reported an updated independent resource estimate for the Kildare Project of 9.0Mt @ 9.5% Zn+Pb. This increased the project's contained Zn + Pb to 860,000 tonnes, confirming the project's development potential.

Details of the Inferred Mineral Resource for the McGregor and Shamrock Zones of the Kildare Zinc Project is summarised in Table 1. The preferred ZnEq cut-off grade is 5.5%.

Table 1 McGregor and Shamrock Inferred Mineral Resource							
Deposit	ZnEq Cut Off (%)	Mt	Zn%	Pb%	Pb%+Zn%	Zn (kt)	Pb (kt)
McGregor	5.0	6.9	8.1	1.4	9.5	558	93
Shamrock	5.0	3.7	7.0	1.0	7.9	261	36
Total	5.0	10.6	7.7	1.2	8.9	819	129
McGregor	5.5	5.8	8.7	1.5	10.2	505	85
Shamrock	5.5	3.3	7.3	1.0	8.3	238	31
Total	5.5	9.0	8.2	1.3	9.5	743	116
McGregor	6.0	4.9	9.3	1.6	10.9	460	77
Shamrock	6.0	2.7	7.7	1.0	8.8	205	27
Total	6.0	7.6	8.8	1.4	10.1	665	104

- Due to rounding, numbers presented throughout this document may not add up precisely to the totals provided
- The ratio between Pb and Zn (0.8) is based on long term average price assumptions of \$2,500 per tonne for zinc (Zn) and \$2,000 per tonne for lead (Pb)
- $ZnEq = (Zn\% * Zn \text{ recovery}) + (0.8 * (Pb\% * Pb \text{ recovery}))$.
- $ZnEq = (Zn\% * 0.9639) + (0.8 * Pb\% * 0.8644)$

Prior to completing the updated resource estimate, ZMI technical management and ZMI's specialist consultants undertook a multi-phase data acquisition programme in order to materially increase the level of knowledge and understanding of the Allenwood Graben.

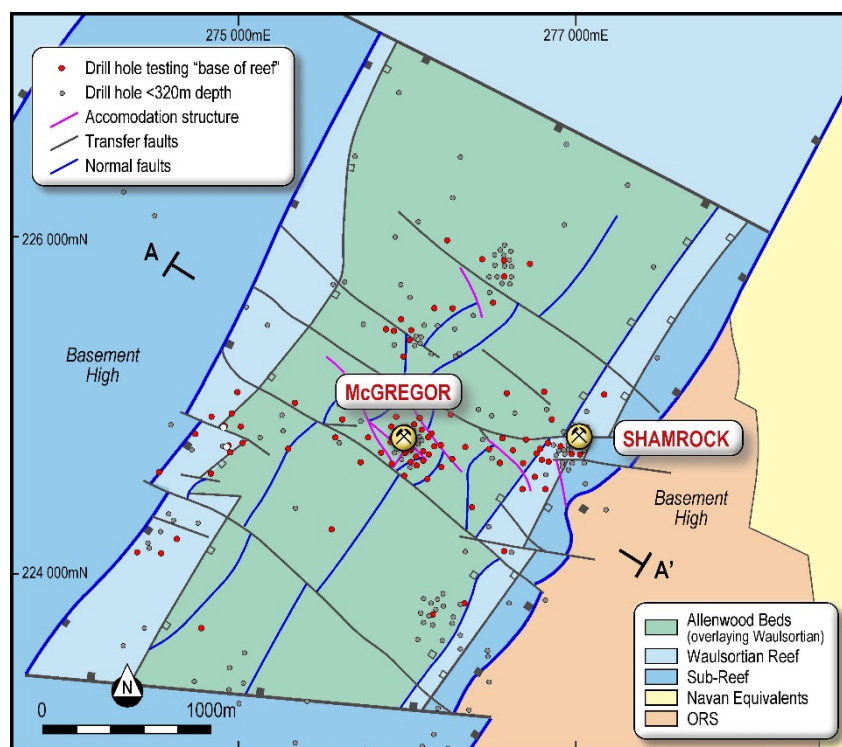


Figure 1: Schematic geological and structural map of the Allenwood Graben

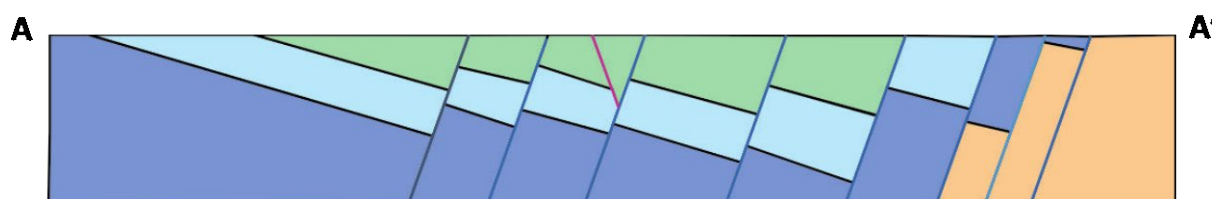


Figure 2: Schematic cross-section through the Allenwood Graben

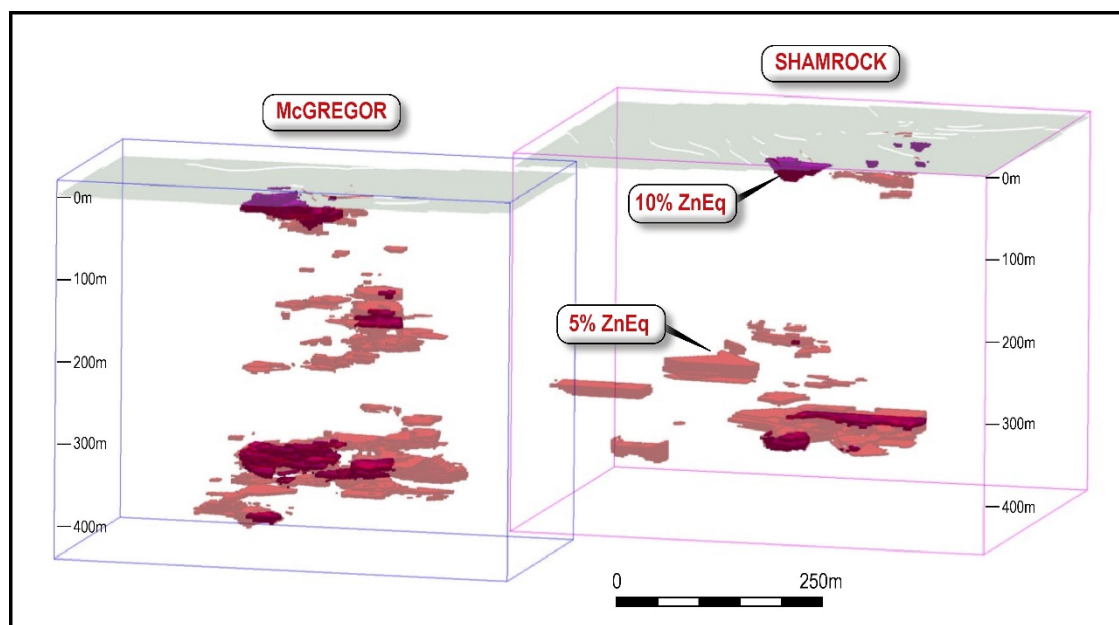


Figure 3: Isometric view of the McGregor (left) and Shamrock (right) 5% ZnEq (transparent red) and 10% ZnEq (solid pink) grade shells. Other structures and lithostratigraphic boundaries omitted for clarity

Preliminary Metallurgical Test Work

The preliminary metallurgical test work at the Kildare Project conducted during the year yielded very positive results, demonstrating the potential for the project to produce high quality, marketable, zinc and lead concentrates (summarised in the tables below, and full details available ASX release dated 23 April 2019).

Test Head Grade		Total Recovered to Concentrate				Combined Tails		
Zn	Pb	Mass (%)	Zn Rec (%)	Mass (%)	Pb Rec (%)	Mass (%)	Zn Rec (%)	Pb Rec (%)
10.83	1.87	18.50	96.39	2.60	86.44	78.90	3.61	13.56

Zinc Concentrate				Lead Concentrate			
Zn Rec (%)	Zn Grade (%)	Pb Rec (%)	Pb Grade (%)	Pb Rec (%)	Pb Grade (%)	Zn Rec (%)	Zn Grade (%)
96.39	56.43	4.59	0.46	86.44	62.35	0.66	2.75

Both the zinc and lead concentrates show only very low levels of potentially deleterious elements and therefore should be viewed as 'clean' and as such, should attract premium payment from potential buyers.

Drilling

The most recent exploration drilling campaign commenced in May 2019 with the focus initially being previously undertested areas proximal to the Kildare Inlier fault with the potential to host repetitions of the style of zinc-lead mineralisation seen elsewhere in the Allenwood Graben.

Eight drill holes have been completed as part of this multi-rig diamond drill rig program.

Diamond drill hole HZDD004 (refer Figure 4) was completed after the year end, and intersected **6m @ 12.5% Zn+Pb** (11.7% Zn, 0.8% Pb) from 401m downhole depth and **10m @ 9.1% Zn+Pb** (8.2% Zn, 0.9% Pb) from 418m downhole depth at the base of Waulsortian Reef position (using a 5.5% ZnEq cut-off, 4m minimum intersection width and 4m maximum internal dilution).

The higher grade intersections were contained within a larger mineralised zone of **37m @ 6% Zn+Pb** (5.5% Zn, 0.5% Pb) from 391m, and using a 4% ZnEq cut-off, 4m minimum intersection width and 6m maximum internal dilution), indicating good potential for additional Zn mineralisation within FC-3.

HZDD004 targeted towards the centre of a modelled fault-bounded compartment and the multiple mineralised intersections within HZDD004 indicate that there is considerable scope for resource growth surrounding the McGregor and Shamrock deposits, particularly within Fault Compartment 3 ("FC-3") which is now the subject of follow up drilling.

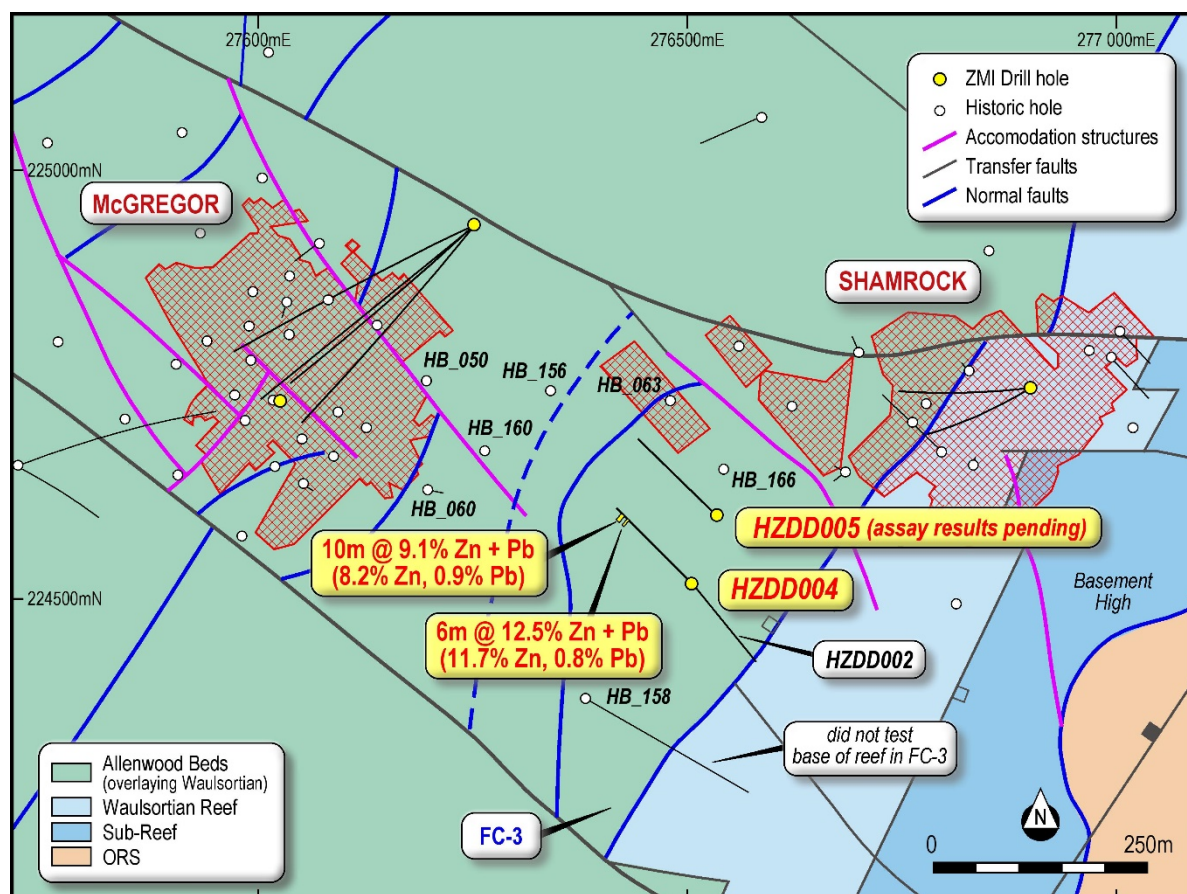


Figure 4: Plan view of HZDD004 and Fault Compartment 3 (FC-3) location on local geology (1:5,000) and only showing drill collars and traces from all drill holes that have intersected the Waulsortian base of reef position; blue lines are extensional normal faults (blue dashed line is the base of reef projection of the normal fault within FC-3), black lines are transfer faults and magenta lines are accommodation structures; meshes are Zn grade shells projected to surface.

Corporate

Dr Julian Barnes was appointed as a non-executive director of Zinc of Ireland in August 2018. Also in August 2018, Mr Patrick Corr was appointed as Executive Director having previously held non-executive roles with the Company.

Mr Peter van der Borgh resigned as Managing Director with effect from 30 November 2018.

In January 2019, the Company successfully completed a Placement to Dundee Resources Limited, a subsidiary of Canadian based Dundee Corporation (TSX:DC.A) (**Dundee**), raising A\$2.425 million (before costs) at an issue price of \$0.005 per share (representing a 25% premium to the market price of ZMI's shares at the time, and on a pre-consolidation basis).

As a result of the placement, Dundee became the Company's cornerstone shareholder with a relevant interest in 19.9% of the total shares on issue. In connection with the placement, respected mining executive, Mr Adrian Goldstone was appointed as a Non-Executive Director of Zinc Of Ireland.

During the first quarter of 2019, the Company also undertook a consolidation of capital on a 20 for 1 basis.

In August 2018, the Company completed the farm-out of 75% of its non-core Leonora Gold Project (comprised of M37/1202 and E37/893) and received the consideration being \$490,000 in cash and one million shares in Kingwest (ASX:KWR).

The share consideration was valued at \$200,000, thereby valuing the total consideration to Zinc of Ireland for the 75% interest in the Project at \$690,000. Zinc of Ireland also retains the right to receive a payment of \$5 per ounce in a mineral resource grading above 1g/t of gold established at the Project in the future.

A joint venture has been deemed to be formed between Zinc of Ireland and Roman Kings on the basis of 25:75 respectively, and whereby the parties will either contribute to the development of the project in proportion to its interest or be diluted.

Other matters

During and subsequent to the year, the Company continued to rationalise its project pipeline with a focus on building a pipeline of Irish-Type zinc projects, particularly within the Rathdowney Trend.

A number of non-core prospecting licences were surrendered (being those located in Counties Ballinasloe, Monaghan, Galway and Innishannon), other applications have been made within the Rathdowney Trend but none of the applications have been granted to date.

Competent Person Statement

The information in this Annual Report that relates to exploration results, mineral resources or ore reserves is based on information compiled by Mr Sean Hasson, a Competent Person who is a Member of the Australian Institute of Geoscientists. Mr Hasson is Zinc of Ireland NL's Exploration Manager. Mr Hasson has sufficient experience, which is relevant to the style of mineralisation and types of deposits under consideration and to the activity which has been undertaken to qualify as a Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr Hasson consents to the inclusion in the Annual Report of the matters based on his information in the form and context in which it appears.

Subsequent events

Subsequent to the end of the Quarter, the Company acquired a 100% interest in the Hollycross Project (being prospecting licences 3318, 4035 and 4510) by acquiring a local private company for reimbursement of costs directly associated with the original acquisition and subsequent project expenditure. These prospecting licences cover an area on 89km² within the Rathdowney Trend approximately 70km southwest of the Kildare Project.

Other than the above, there has not been any matter or circumstance occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

Environmental regulations

The Group's operations are not subject to significant environmental regulation under the Australian Commonwealth or State law.

Corporate governance

The directors support and adhere to the principles of corporate governance, recognising the need for the highest standard of corporate behaviour and accountability. The Company's Corporate Governance Statement and its compliance with ASX guidelines can be found on the Company's website at www.zincofireland.com. The policies and compliance as stated were in place for the whole year and are current as at the date of this report.

Remuneration report (audited)

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of Zinc of Ireland NL's key management personnel for the financial year ended 30 June 2019. The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group. The comparative information is of the legal parent company and not the accounting acquirer, as such, comparatives will not correspond to the financial report. The prescribed details for each person covered by this report are detailed below under the following headings:

- key management personnel
- remuneration policy
- relationship between the remuneration policy and Group performance
- remuneration of key management personnel
- key terms of employment contracts.

Key management personnel

The directors and other key management personnel of the Group during or since the end of the financial year were:

Non-executive directors	Position
Mr Richard Monti	Non-Executive Chairman
Mr Thomas Corr	Non-Executive Director
Dr Julian Barnes (appointed 23 August 2018)	Non-Executive Director
Mr Adrian Goldstone (appointed 25 January 2019)	Non-Executive Director
Executive directors	Position
Mr Peter van der Borgh (resigned 30 November 2018)	Managing Director
Mr Patrick Corr	Executive Director- Corporate/Commercial

Except as noted, the named persons held their current position for the whole of the financial year and since the end of the financial year.

Remuneration policy

Zinc of Ireland's remuneration policy, which is set out below, is designed to promote superior performance and long term commitment to the Group.

As at the date of this report, the Group has four (4) non-executive directors, and one (1) executive director. As set out below, total remuneration costs for the 2019 financial year were \$643,206 (2018: \$753,756).

Non-executive director remuneration

Non-executive directors are remunerated by way of fees, in the form of cash, non-cash benefits, and do not normally participate in schemes designed for the remuneration of executives.

Shareholder approval must be obtained in relation to the overall limit set for the non-executive directors' fees. The maximum aggregate remuneration approved by shareholders for non-executive directors is \$300,000 per annum. The directors set the individual non-executive director fees within the limit approved by shareholders.

Executive director remuneration

Executive directors receive a base remuneration which is market related, and may be entitled to performance based remuneration, which is determined on an annual basis.

Overall remuneration policies are subject to the discretion of the board and can be changed to reflect competitive and business conditions where it is in the interests of the Group and shareholders to do so. Executive remuneration and other terms of employment are reviewed annually by the board having regard to the performance, relevant comparative information and expert advice.

The board's remuneration policy reflects its obligation to align executive remuneration with shareholder interests and to retain appropriately qualified executive talent for the benefit of the Group. The main principles are:

- (a) remuneration reflects the competitive market in which the Group operates;
- (b) individual remuneration should be linked to performance criteria if appropriate; and
- (c) executives should be rewarded for both financial and non-financial performance.

The total remuneration of executives consists of the following:

- (a) salary – executives receive a fixed sum payable monthly in cash;
- (b) cash at risk component – executives may participate in share and option schemes generally made in accordance with thresholds set in plans approved by shareholders if deemed appropriate. However, the board considers it appropriate to issue shares and options to executives outside of approved schemes in exceptional circumstances; and
- (c) other benefits – executives may, if deemed appropriate by the board, be provided with a fully expensed mobile phone and other forms of remuneration.

The board has not formally engaged the services of a remuneration consultant to provide recommendations when setting the remuneration received by directors or other key management personnel during the financial year.

Relationship between the remuneration policy and Group performance

The board considers that at this time, evaluation of the Group's financial performance using generally accepted measures such as profitability, total shareholder return or per company comparison are not relevant as the Group is at an early stage in the implementation of a corporate strategy that includes the identification and acquisition of new business opportunities as outlined in the directors' report.

The table below sets out summary information about the Group's earnings and movements in shareholder wealth for the five years to 30 June 2019:

	30 June 2019 \$	30 June 2018 \$	30 June 2017 \$	30 June 2016 \$	30 June 2015 \$
Revenue	520,551	99,252	129,116	43,923	54,943
Net loss before tax	(675,119)	(1,117,687)	(3,909,449)	(367,933)	(579,561)
Net loss after tax	(675,119)	(1,117,687)	(3,909,449)	(367,933)	(579,561)
Share price at start of year	0.006	0.005	0.009	n/a	n/a
Share price at end of year	0.072	0.006	0.005	0.009	n/a
Basic loss per share (cents per share) ¹	(0.63)	(1.61)	(6.92)	(2.83)	(36.96)
Diluted loss per share (cents per share) ¹	(0.63)	(1.61)	(6.92)	(2.83)	(36.96)

¹ The loss per share has been restated for the 20:1 consolidation which occurred on 21 March 2019 as per AASB 133.

Voting and comments on the Remuneration Report at the 2018 Annual General Meeting

At the Company's 2018 Annual General Meeting ("AGM"), a resolution to adopt the 2018 remuneration report was put to a vote and passed unanimously on a show of hands with proxies received also indicating majority. 96.18% of validly appointed proxies were in favour of adopting the remuneration report. No comments were made on the remuneration report at the AGM.

Remuneration of key management personnel

2019	Short-term employee benefits			Post-employment benefits	Share-based payment	
	Salary & fees \$	Cash bonus \$	Other \$	Superannuation \$	Options & rights \$	Total \$
Directors						
Richard Monti	76,000	-	-	-	82,487 ⁵	158,487
Patrick Corr	153,667	-	-	13,933	10,752 ⁴	178,352
Thomas Corr	60,000	-	-	-	22,700 ⁴	82,700
Julian Barnes ¹	45,837	-	-	-	28,587 ⁶	74,424
Adrian Goldstone ²	15,581	-	-	-	-	15,581
Peter van der Borgh ³	146,667	-	-	13,933	(26,938) ⁷	133,662
Total	497,752	-	-	27,866	117,588	643,206

¹ Appointed 23 August 2018.

² Appointed 25 January 2019.

³ Resigned 30 November 2018.

⁴ The amounts of \$10,752 and \$22,700 represent the value of performance rights expensed accordingly over their vesting period. Refer to note 26 for more information.

⁵ The amount of \$82,487 represents the value of 750,000 Class A and 750,000 Class B Director Incentive Options issued after shareholder approval on 9 July 2018. Refer to note 26 for more information.

⁶ The amount of \$28,857 represents the value of 250,000 Class A and 250,000 Class B Director Incentive Options issued after shareholder approval on 18 March 2019. Refer to note 26 for more information.

⁷ The amount of (\$26,938) represents \$13,728 being the value of performance rights expensed up to resignation date less (\$40,666) being the total value of performance rights cancelled upon resignation.

2018	Short-term employee benefits			Post-employment benefits	Share-based payment	
	Salary & fees \$	Cash bonus \$	Other \$	Superannuation \$	Options & rights \$	Total \$
Directors						
Richard Monti ¹	10,613	-	-	-	-	10,613
Patrick Corr	76,333	-	-	-	21,118	97,451
Peter van der Borgh	197,444	-	-	18,633	39,229	255,306
Thomas Corr ²	94,625	-	176,119	-	31,468	302,212
Julian Barnes ³	-	-	-	-	-	-
Keith Bowker ⁴	5,000	-	66,500	-	-	71,500
Benjamin Sharp ⁵	3,666	-	-	-	13,009	16,675
Total	387,681	-	242,619	18,633	104,824⁶	753,757

¹ Appointed 16 May 2018.

² Amount in 'Other' represents Corporate management fee and tenement management fee as per an engagement with Atlantic View Capital. Mr Corr is a director of Atlantic View Capital.

³ Appointed 23 August 2018

⁴ Appointed 31 July 2017. Amount in 'Other' represents company secretarial and accounting fees as per an engagement with Somerville Advisory Group (Somerville) and KBH Corporate Pty Ltd (KBH). Mr Bowker is a former director of Somerville and director of KBH. Mr Bowker was resigned as director on 16 May 2018.

⁵ Resigned 31 July 2017. The \$13,009 represents the value of the performance rights vested up to the date of his resignation. 1,400,000 performance rights (pre-consolidation) with total value of \$16,820 were cancelled on his resignation.

⁶ The amount of \$104,824 represents the value of performance rights expensed accordingly over their vesting period. Refer to note 26 for more information.

The relative proportions of those elements of remuneration of key management personnel that are linked to performance:

	Fixed remuneration		Remuneration linked to performance	
	2019	2018	2019	2018
Directors				
Richard Monti	48%	100%	52%	-
Patrick Corr	94%	78%	6%	22%
Thomas Corr	73%	90%	27%	10%
Julian Barnes	62%	-	38%	-
Adrian Goldstone	100%	-	-	-
Peter van der Borgh	100%	85%	-	15%

No key management personnel appointed during the period received a payment as part of his consideration for agreeing to hold the position.

Bonuses and share-based payments granted as compensation for the current financial year

Bonuses

No bonuses were paid to key management personnel during the financial year (2018: nil).

Incentive share-based payments arrangements

During the financial year ended 30 June 2019, the Company granted 1,500,000 share options to Mr Monti and 500,000 to Dr Barnes under Incentive Plans (2018: nil). The fair value of options granted were independently determined using the Black-Scholes option pricing model as \$82,487 and \$28,587 respectively. The Plans were approved at a General Meeting of shareholders of the Company held on 9 July 2018 and 18 March 2019 respectively. Refer to note 26 for more information. There were no share-based options issued as incentives to key management personnel during the 2018 year.

No performance shares were issued to key management personnel during the year (2018: Nil).

The following table summarises the value of existing performance rights vested during the year as allocated to key management personnel:

Name	2019	2018
Patrick Corr	10,752	21,118
Thomas Corr	22,700	31,468
Peter van der Borgh ¹	13,728	39,229
Benjamin Sharp ²	-	13,009
Less amounts forfeited	(40,666)	-
Total	\$6,514	\$104,824

¹Resigned 30 November 2018.

²Resigned 31 July 2017

Following Mr van der Borgh's resignation, his performance rights with total value of \$40,666 has been cancelled.

Key terms of employment contracts

On 23 August 2018, Mr Patrick Corr, former Non-Executive Director, was appointed as Executive Director – Corporate/Commercial of the Company. Mr Corr will receive a salary of \$160,000 (plus superannuation) per annum.

Key management personnel equity holdings**Fully paid ordinary shares of Zinc of Ireland NL**

2019	Balance at 1 July 2018 No.¹	Granted as compensation No.	Received on exercise of options No.	*Net other change No.	Number held on resignation No.	Balance at 30 June 2019 No.
R Monti	-	-	-	1,000,000	-	1,000,000
P Corr	2,425,000	-	-	500,000	-	2,925,000
P Borgh ²	360,000	-	-	-	(360,000)	-
T Corr	2,133,333	-	-	3,277,938	-	5,411,271
J Barnes ³	-	-	-	-	-	-
A Goldstone ⁴	-	-	-	-	-	-

¹Balance at 1 July 2018 is on a post-consolidated basis (20:1).²Resigned 30 November 2018.³Appointed 23 August 2018⁴Appointed 25 January 2019

* Amount in 'Net other change' represents shares issued during the year pursuant to placement or acquired on market.

2018	Balance at 1 July 2017 No.	Granted as compensation No.	Received on exercise of options No.	*Net other change No.	Number held on resignation No.	Balance at 30 June 2018 No.
R Monti ¹	-	-	-	-	n/a	-
P Corr	31,375,000	-	-	17,125,000	n/a	48,500,000
P Borgh	400,000	-	-	6,800,000	n/a	7,200,000
T Corr	27,000,000	-	-	15,666,666	n/a	42,666,666
J Barnes ²	-	-	-	-	n/a	-
B Sharp ³	46,666,700	-	-	5,000,000	(51,666,700)	-
K Bowker ⁴	-	-	-	-	-	-

¹Appointed 16 May 2018²Appointed 23 August 2018³Resigned 31 July 2017⁴Appointed 31 July 2017, resigned 16 May 2018

* Amount in 'Net other change' represents shares issued during the year.

Share options of Zinc of Ireland NL

2019	Balance at 1 July 2018 No.¹	Granted as compensation No.	Exercised No.	*Net other change No.	Balance at 30 June 2019 No.	Balance vested at 30 June 2019 No.	Vested and exercisable No.	Options vested during year No.
R Monti	-	1,500,000	-	1,000,000	2,500,000	2,500,000	2,500,000	2,500,000 ⁵
P Corr	1,390,625	-	-	500,000	1,890,625	1,890,625	1,890,625	1,890,625 ⁶
P Borgh ²	90,000	-	-	(90,000)	-	-	-	-
T Corr	1,283,333	-	-	2,000,000	3,283,333	3,283,333	3,283,333	3,283,333 ⁷
J Barnes ³	-	500,000	-	-	500,000	500,000	500,000	500,000 ⁸
A Goldstone ⁴	-	-	-	-	-	-	-	-

¹Balance at 1 July 2018 is on a post-consolidated basis (20:1).²Resigned 30 November 2018³Appointed 23 August 2018⁴Appointed 25 January 2019⁵1,000,000 listed options (ZMIOC), 750,000 Class A and 750,000 Class B Director Options.⁶1,106,250 listed options (ZMIOC) and 784,375 unlisted options (ZMIO3)⁷2,533,333 listed options (ZMIOC) and 750,000 unlisted options (ZMIO3)⁸250,000 Class A and 250,000 Class B Director Options.

*Amount in 'Net other change' represents attaching options granted pursuant to placement or derecognition of the individual as a KMP in the case of Mr van der Borgh.

Refer to note 26 for more information.

2018	Balance at 1 July 2017	Granted as compensation No.	Exercised No.	*Net other change No.	Balance at 30 June 2018	Balance vested at 30 June 2018	Vested and exercisable No.	Options vested during year No.
	No.				No.	No.		
R Monti ¹	-	-	-	-	-	-	-	-
P Corr	31,375,000	-	-	(3,562,500)	27,812,500	27,812,500	27,812,500	27,812,500
P Borgh	-	-	-	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000
T Corr	28,975,000	-	-	(3,308,334)	25,666,666	25,666,666	25,666,666	25,666,666
J Barnes ²	-	-	-	-	-	-	-	-
B Sharp ³	46,666,700	-	-	(46,666,700)	-	-	-	-
K Bowker ⁴	-	-	-	-	-	-	-	-

¹ Appointed 16 May 2018

² Appointed 23 August 2018

³ Resigned 31 July 2017

⁴ Appointed 31 July 2017, resigned 16 May 2018. Mr Keith Bowker held 2,000,000 option on his appointment and resignation.

*Amount in 'Net other change' represents options granted and expired during the year.

Performance Rights of Zinc of Ireland NL

2019	Balance at 1 July 2018 No.¹	Granted as compensation No.	Converted to ordinary shares	Performance rights forfeited	Balance at 30 June 2019 No.
R Monti	-	-	-	-	-
P Corr ²	45,000	-	-	-	45,000
P Borgh ³	132,500	-	-	(132,500)	-
T Corr ⁴	95,000	-	-	-	95,000
J Barnes ⁵	-	-	-	-	-
A Goldstone ⁶	-	-	-	-	-

¹ Balance at 1 July 2018 is on a post-consolidated basis (20:1).

² Total opening balance is made up of 12,500 Class C, 12,500 Class D and 20,000 Class E Performance Rights.

³ Resigned on 30 November 2018. Total opening balance is made up of 37,500 Class B, 25,000 Class C, 25,000 Class D and 45,000 Class E Performance Rights. Performance shares have been cancelled upon his resignation.

⁴ Total opening balance is made up of 25,000 Class C, 25,000 Class D and 45,000 Class E Performance Rights.

⁵ Appointed 23 August 2018

⁶ Appointed 25 January 2019

* Refer to note 26.9 for more information

The following table summarises the total value of performance rights vested from issue date to date of this report, as allocated to key management personnel, for the balance of performance rights at 30 June 2019:

Name	Total value of performance rights vested to 30 June 2019
R Monti	-
P Corr	\$22,827
P Borgh	-
T Corr	\$47,926
J Barnes	-
A Goldstone	-
Total	\$70,753

2018	Balance at 1 July 2017 No.	Granted as compensation No.	Converted to ordinary shares	Performance rights forfeited	Balance at 30 June 2018 No.
R Monti ¹	-	-	-	-	-
P Corr ²	1,400,000	-	(500,000)	-	900,000
P Borgh ³	3,150,000	-	(500,000)	-	2,650,000
T Corr ⁴	2,400,000	-	(500,000)	-	1,900,000
J Barnes ⁵	-	-	-	-	-
B Sharp ⁶	1,900,000	-	(500,000)	(1,400,000)	-
K Bowker ⁷	-	-	-	-	-

¹ Appointed 16 May 2018

² Total opening balance is made up of 500,000 Class A, 250,000 Class C, 250,000 Class D and 400,000 Class E Performance Rights. Class A Performance Rights vested on 18 July 2017 and was converted to 5,000,000 fully paid ordinary shares.

³ Total opening balance is made up of 500,000 Class A, 750,000 Class B, 500,000 Class C, 500,000 Class D and 900,000 Class E Performance Rights. Class A Performance Rights vested on 18 July 2017 was converted to 5,000,000 fully paid ordinary shares.

⁴ Total opening balance is made up of 500,000 Class A, 500,000 Class C, 500,000 Class D and 900,000 Class E Performance Rights. Class A Performance Rights vested on 18 July 2017 was converted to 5,000,000 fully paid ordinary shares.

⁵ Appointed 23 August 2018

⁶ Resigned on 31 July 2017. Total opening balance is made up of 500,000 Class A, 500,000 Class B, 250,000 Class C, 250,000 Class D and 400,000 Class E Performance Rights. Class A Performance Rights vested on 18 July 2017 was converted to 5,000,000 fully paid ordinary shares and the other performance shares have been cancelled upon his termination.

⁷ Appointed 31 July 2017, Resigned 16 May 2018.

Other transactions with the key management personnel of the group

During the financial year, there were no other transactions with key management personnel (2018: \$242,619).

This is the end of the audited remuneration report.

This directors' report is signed in accordance with a resolution of directors made pursuant to s.298(2) of the Corporations Act 2001.

On behalf of the directors



Mr Richard Monti

Chairman

Perth, 26 September 2019

**Bentleys Audit & Corporate
(WA) Pty Ltd**

London House

Level 3,

216 St Georges Terrace

Perth WA 6000

PO Box 7775

Cloisters Square WA 6850

ABN 33 121 222 802

T +61 8 9226 4500

F +61 8 9226 4300

bentleys.com.au

To The Board of Directors

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

As lead audit director for the audit of the financial statements of Zinc of Ireland NL for the financial year ended 30 June 2019, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- any applicable code of professional conduct in relation to the audit.

Yours faithfully



BENTLEYS
Chartered Accountants



MARK DELAURENTIS CA
Partner

Dated at Perth this 26th day of September 2019

Independent Auditor's Report

To the Members of Zinc of Ireland NL

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Zinc of Ireland NL ("the Company") and its subsidiaries ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion:

- a. the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Group's financial position as at 30 June 2019 and of its financial performance for the year then ended; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.
- b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 3.1.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Bentleys Audit & Corporate
(WA) Pty Ltd

London House

Level 3,

216 St Georges Terrace

Perth WA 6000

PO Box 7775

Cloisters Square WA 6850

ABN 33 121 222 802

T +61 8 9226 4500

F +61 8 9226 4300

bentleys.com.au

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p>Share based payments – \$328,376</p> <p>(Refer to Note 26)</p> <p>As disclosed in Note 26 in the financial statements, during the year ended 30 June 2019, the Company incurred share based payments totaling \$328,376.</p> <p>Share based payments are considered to be a key audit matter due to</p> <ul style="list-style-type: none"> – the value of the transactions; – the complexities involved in recognition and measurement of these instruments; and – the judgement involved in determining the inputs used in the valuation. – the assumptions made by Management in determining the probability of certain performance conditions being met in relation to Performance Shares in existence. <p>Management used the Black-Scholes option valuation model to determine the fair value of the options granted during the year. This process involved significant estimation and judgement required to determine the fair value of the equity instruments granted.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> – Analysing contractual agreements to identify the key terms and conditions of share based payments issued and relevant vesting conditions in accordance with AASB 2 Share Based Payments; – Evaluating management's Black-Scholes Valuation Models and assessing the assumptions and inputs used; – Assessing the amount recognised during the period against the vesting conditions of the options; – Assessing the assumptions made by management in determining the probabilities of performance milestones being satisfied; and – Assessing the adequacy of the disclosures included in the financial report.

Key audit matter	How our audit addressed the key audit matter
<p>Exploration and Evaluation Expenditure – \$4,968,114</p> <p>(Refer to Note 12)</p> <p>Exploration and evaluation is a key audit matter due to:</p> <ul style="list-style-type: none"> – The level of judgement required in evaluating management's application of the requirements of <i>AASB 6 Exploration for and Evaluation of Mineral Resources</i>. AASB 6 is an industry specific accounting standard requiring the application of significant judgements, estimates and industry knowledge. This includes specific requirements for expenditure to be capitalised as an asset and subsequent requirements which must be complied with for capitalised expenditure to continue to be carried as an asset; and – The assessment of impairment of exploration and evaluation expenditure being inherently difficult. 	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> – Assessing management's determination of its areas of interest for consistency with the definition in AASB 6. This involved analysing the tenements in which the company holds an interest and the exploration programmes planned for those tenements. – For each area of interest, we assessed the Company's rights to tenure by corroborating to government registries and relevant agreements; – We tested the additions to capitalised expenditure for the year by evaluating a sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Company's accounting policy and the requirements of AASB 6; – We considered the activities in each area of interest to date and assessed the planned future activities for each area of interest by evaluating budgets for each area of interest; – We assessed each area of interest for one or more of the following circumstances that may indicate impairment of the capitalised expenditure: <ul style="list-style-type: none"> – the licenses for the right to explore expiring in the near future or are not expected to be renewed; – substantive expenditure for further exploration in the specific area is neither budgeted or planned – decision or intent by the Company to discontinue activities in the specific area of interest due to lack of commercially viable quantities of resources; and

Key audit matter	How our audit addressed the key audit matter
	<ul style="list-style-type: none"> – data indicating that, although a development in the specific area is likely to proceed, the carrying amount of the exploration asset is unlikely to be recovered in full from successful development or sale. – We assessed the appropriateness of the related disclosures in Note 12 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2019, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 3.1, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

In preparing the financial report, the directors are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our responsibility is to express an opinion on the financial report based on our audit. Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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 Group'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 Group'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 Group 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2019. The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with s 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.

Auditor's Opinion

In our opinion, the Remuneration Report of Zinc of Ireland NL, for the year ended 30 June 2019, complies with section 300A of the Corporations Act 2001.



BENTLEYS
Chartered Accountants



MARK DELAURENTIS CA
Partner

Dated at Perth this 26th day of September 2019

Directors' declaration

The directors declare that:

- (a) in the directors' 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;
- (b) in the directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 3.1 to the financial statements;
- (c) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Group; and
- (d) the directors have been given the declarations required by s.295A of the Corporations Act 2001.

Signed in accordance with a resolution of the directors made pursuant to s.295(5) of the Corporations Act 2001.

On behalf of the directors



Mr Richard Monti

Chairman

Perth, 26 September 2019

Consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2019

	Note	Consolidated	
		Year ended	
		30 June 2019	30 June 2018
		\$	\$
Continuing operations			
Interest income		30,551	37,250
Other income	6	490,000	62,002
Revenue and other income		520,551	99,252
Administration expenses	7	(622,989)	(507,838)
Consultancy expenses	7	(78,665)	(200,831)
Compliance and regulatory expenses	7	(115,825)	(214,287)
Employee benefits expense	7	(378,191)	(193,983)
Impairment expense	7	-	(100,000)
Loss before income tax		(675,119)	(1,117,687)
Income tax expense	8	-	-
Loss for the year		(675,119)	(1,117,687)
Other comprehensive income, net of income tax			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Net fair value gain on equity investments designated at FVOCI	11	30,000	-
<i>Items that may be reclassified subsequently to profit or loss</i>			
Exchange differences on translating foreign operations		9,298	(2,856)
Other comprehensive gain/(loss) for the year, net of income tax		39,298	(2,856)
Total comprehensive loss for the year		(635,821)	(1,120,543)
Loss for the year attributable to Owners of Zinc of Ireland NL		(675,119)	(1,117,687)
Total comprehensive loss for the year attributable to Owners of Zinc of Ireland NL		(635,821)	(1,120,543)
Loss per share:			
Basic and diluted (cents per share)*	9	(0.63)	(1.61)

* The loss per share for 2018 and 2019 has been restated for the 20:1 consolidation which occurred on 21 March 2019 as per AASB 133.

Notes to the consolidated financial statements are included on pages 30 to 56.

Consolidated statement of financial position as at 30 June 2019

	Note	Consolidated	
		30 June 2019 \$	30 June 2018 \$
Current assets			
Cash and cash equivalents	20	3,011,393	2,978,371
Trade and other receivables	10	500,028	32,783
Other financial assets	11	130,000	100,000
Total current assets		3,641,421	3,111,154
Non-current assets			
Exploration and evaluation expenditure	12	4,968,114	2,585,704
Total non-current assets		4,968,114	2,585,704
Total assets		8,609,535	5,696,858
Current liabilities			
Trade and other payables	14	544,305	403,213
Total current liabilities		544,305	403,213
Total liabilities		544,305	403,213
Net assets		8,065,230	5,293,645
Equity			
Issued capital	15	12,928,229	9,849,199
Reserves	16	816,660	448,986
Accumulated losses		(5,679,659)	(5,004,540)
Total equity		8,065,230	5,293,645

Notes to the consolidated financial statements are included on pages 30 to 56.

Consolidated statement of changes in equity for the year ended 30 June 2019

	Issued capital \$	Share Based Payment Reserve \$	Financial Asset Reserve	FCTR \$	Accumulated losses \$	Total \$
Balance at 1 July 2017	5,857,838	514,819	-	210	(3,994,864)	2,378,003
Loss for the year	-	-	-	-	(1,117,687)	(1,117,687)
Other comprehensive loss, net of income tax	-	-	-	(2,856)	-	(2,856)
Total comprehensive loss for the year	-	-	-	(2,856)	(1,117,687)	(1,120,543)
Issue of ordinary shares (<i>refer to note 15</i>)	4,127,845	-	-	-	-	4,127,845
Share issue costs	(296,484)	-	-	-	-	(296,484)
Share based payments (<i>refer to note 16</i>)	-	204,824	-	-	-	204,824
Transfer to issued capital	160,000	(160,000)	-	-	-	-
Options expired	-	(106,654)	-	-	106,654	-
Performance rights cancelled	-	(1,357)	-	-	1,357	-
Balance at 30 June 2018	9,849,199	451,632	-	(2,646)	(5,004,540)	5,293,645
Balance at 1 July 2018	9,849,199	451,632	-	(2,646)	(5,004,540)	5,293,645
Loss for the year	-	-	-	-	(675,119)	(675,119)
Other comprehensive loss, net of income tax	-	-	30,000	9,298	-	39,298
Total comprehensive loss for the year	-	-	30,000	9,298	(675,119)	(635,821)
Issue of ordinary shares (<i>refer to note 15</i>)	3,375,000	-	-	-	-	3,375,000
Share issue costs	(295,970)	-	-	-	-	(295,970)
Share based payments (<i>refer to note 16</i>)	-	328,376	-	-	-	328,376
Transfer to issued capital	-	-	-	-	-	-
Options expired	-	-	-	-	-	-
Performance rights cancelled	-	-	-	-	-	-
Balance at 30 June 2019	12,928,229	780,008	30,000	6,652	(5,679,659)	8,065,230

Notes to the consolidated financial statements are included on pages 30 to 56.

Consolidated statement of cash flows for the year ended 30 June 2019

		Consolidated	
		Year ended	
	Note	30 June 2019	30 June 2018
		\$	\$
Cash flows from operating activities			
Payments to suppliers and employees		(1,044,348)	(944,539)
Interest received		38,372	37,249
Net cash used in operating activities	20.1	(1,005,976)	(907,290)
Cash flows from investing activities			
Payments for exploration and evaluation expenditure		(2,632,884)	(1,362,507)
Proceeds from sale of interest in tenement		490,000	-
Net cash used in investing activities		(2,142,884)	(1,362,507)
Cash flows from financing activities			
Proceeds from issue of equity instruments of the Company		3,375,000	4,087,846
Payment for share issue costs		(202,416)	(190,672)
Net cash provided by financing activities		3,172,584	3,897,173
Net increase in cash and cash equivalents		23,724	1,627,376
Cash and cash equivalents at the beginning of the year		2,978,371	1,350,995
Effects of exchange rate movements		9,298	-
Cash and cash equivalents at the end of the year	20	3,011,393	2,978,371

Notes to the consolidated financial statements are included on pages 30 to 56.

Notes to the consolidated financial statements for the year ended 30 June 2019

1. General information

Zinc of Ireland NL ("Zinc of Ireland" or "the Company") is a listed public company incorporated in Australia. The addresses of its registered office and principal place of business are disclosed in the corporate directory to the annual report.

The principal activities of the Company and its controlled entities ("the Group") are described in the directors' report.

2. Application of new and revised Accounting Standards

2.1 *New, revised or amending Accounting Standards and Interpretations adopted*

The company has adopted all of the new, revised or amended Accounting Standards that are mandatory for the current accounting period.

The adoption of these Accounting Standards and Interpretations are described below:

AASB 9 replaces AASB 139 Financial Instruments: Recognition and Measurement (AASB 139) for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting.

The Group has applied AASB 9 retrospectively, with the initial application date of 1 July 2018. The Group has elected to restate comparative information.

AASB 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. The changes in accounting policies resulting from the adoption of AASB 9 did not have a material impact on the Group's financial statements.

As of 30 June 2018 and 30 June 2019, the Group's financial instruments consist of cash and cash equivalents, trade and other receivables, financial assets, trade and other payables and borrowings.

Class of financial instrument presented in the statement of financial position	Original measurement category under AASB 139	New measurement category under AASB 9
Cash and cash equivalents	Loans and receivables	Financial assets at amortised cost
Trade and other receivables	Loans and receivables	Financial assets at amortised cost
Trade and other payables	Financial liability at amortised cost	Financial liability at amortised cost

The change in classification has not resulted in any re-measurement adjustments at 1 July 2018. Refer to the relevant accounting policy disclosures for further details.

Impairment of financial assets

In relation to the financial assets carried at amortised cost, AASB 9 requires an expected credit loss model to be applied as opposed to an incurred credit loss model under AASB 139. The expected credit loss model requires the Group to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition of the financial asset. In particular, AASB 9 requires the Group to measure the loss allowance at an amount equal to lifetime expected credit loss ("ECL") if the credit risk on the instrument has increased significantly since initial recognition.

2.1 ***New, revised or amending Accounting Standards and Interpretations adopted (cont'd)***

On the other hand, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group is required to measure the loss allowance for that financial instrument at an amount equal to the ECL within the next 12 months.

There is no impact on the cash flows of the Group from the application of AASB 9.

Initial application of AASB 15: Revenue from Contracts with Customers

The Group has adopted AASB 15 with a date of initial application of 1 July 2018. Based on the Directors' assessment there was no impact on the Group's existing revenue recognition policy arising from the adoption.

The Group has applied the AASB 15 cumulative effective method (ie by recognising the cumulative effect of initially applying AASB 15 as an adjustment to the opening balance of equity at 1 July 2018). Therefore, the comparative information has not been restated and continues to be reported under AASB 118: Revenue.

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

The following table summarises the expected impact of new Accounting Standards that are not yet mandatory and have not been early adopted:

Nature of Change	Application Date	Impact on Initial Application
AASB 16: Leases (issued February 2016)		
<p>AASB 16 eliminates the operating and finance lease classifications for lessees currently accounted for under AASB 117 Leases. It instead requires an entity to bring most leases into its statement of financial position in a similar way to how existing finance leases are treated under AASB 117. An entity will be required to recognise a lease liability and a right of use asset in its statement of financial position for most leases.</p> <p>There are some optional exemptions for leases with a period of 12 months or less and for low value leases.</p> <p>Lessor accounting remains largely unchanged from AASB 117.</p>	<p>Annual reporting periods beginning on or after 1 January 2019.</p>	<p>Management has assessed the impact of AASB 16 on the Groups existing operations. The Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2020, given the Group does not have any leases (refer Note 13).</p>

3. Significant accounting policies

3.1 Statement of compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of the Group. For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Company and the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 26 September 2019.

3.2 Basis of preparation

The consolidated financial statements have been prepared on the basis of historical cost, except for certain financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for goods and services. All amounts are presented in Australian dollars, unless otherwise noted.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or liability, the Group takes into account the characteristics of the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of AASB 2, leasing transactions that are within the scope of AASB 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in AASB 2 or value in use in AASB 136.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

3.3 Basis of consolidation (cont'd)

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holdings of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

3.4 Going concern basis

The consolidated financial statements have been prepared on the going concern basis which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

For the year ended 30 June 2019, the Group incurred a loss after tax of \$675,119 (2018: \$1,117,687), net cash outflows from operating activities of \$1,005,976 (2018: \$907,290) and had a working capital surplus of \$3,097,116 (2018: \$2,707,941).

The directors have prepared a cash flow forecast which indicates that the Group will have sufficient cash flows to meet all commitments and working capital requirements for the 12 month period from the date of signing this financial report.

3.5 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

3.5 Revenue recognition (cont'd)

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

3.6 Employee benefits

Short-term and long-term employee benefits

A liability is recognised for benefits accrued to employees in respect of wages and salaries and annual leave when it is probable that settlement will be required and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Liabilities recognised in respect of long term employee benefits are measured as the present value of the estimated future cash outflows to be made by the Group in respect of services provided by employees up to reporting date.

3.7 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

3.7.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the consolidated statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using the tax rates that have been enacted or substantively enacted by the end of the reporting period.

3.7.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

3.7 ***Taxation (cont'd)***

Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities and assets are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same authority and the Group intends to settle its current tax assets and liabilities on a net basis.

3.7.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

3.8 ***Exploration and evaluation expenditure***

In accordance with *AASB 6: Exploration for and Evaluation of Mineral Resources*, exploration and evaluation costs incurred are accumulated in respect of each identifiable area of interest. Exploration and evaluation costs are carried forward at cost where the rights of tenure are current and:

- (i) such costs are expected to be recouped through successful development and exploration of the area of interest, or alternatively by its sale; or
- (ii) exploration activities in the area have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable resources.

Exploration and evaluation assets are assessed annually for impairment in accordance with AASB 6 and where impairment indicators exist, recoverable amounts of these assets will be estimated based on discounted cash flows from their associated cash generating units. An impairment loss is recognised in the statement of profit or loss and other comprehensive income where the carrying values of exploration and evaluation assets exceed their recoverable amounts.

In the event that an area of interest is abandoned or if the directors consider the expenditure to be of reduced value, accumulated costs carried forward are written off in the period in which that assessment is made. Each area of interest is reviewed at the end of each accounting period and accumulated costs are written off to the extent that they will not be recoverable in the future.

3.9 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

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

3.10 Recognition and measurement – financial instruments

Financial assets and financial liabilities are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Financial instruments (except for trade receivables) are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately.

3.10.1 Classification and subsequent measurement

3.10.1.1 Financial assets

Financial assets are subsequently measured at:

- amortised cost;
- fair value through other comprehensive income; or
- fair value through profit or loss.

A financial asset that meets the following conditions is subsequently measured at amortised cost:

- the financial asset is managed solely to collect contractual cash flows; and
- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

A financial asset that meets the following conditions is subsequently measured at fair value through other comprehensive income:

- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates;
- the business model for managing the financial assets comprises both contractual cash flows collection and the selling of the financial asset.

By default, all other financial assets that do not meet the measurement conditions of amortised cost and fair value through other comprehensive income are subsequently measured at fair value through profit or loss.

The initial designation of the financial instruments to measure at fair value through profit or loss is a one-time option on initial classification and is irrevocable until the financial asset is derecognised.

3.10 Recognition and measurement – financial instruments (cont'd)

3.10.1.2 Financial liabilities

Financial liabilities are subsequently measured at:

- amortised cost; or
- fair value through profit or loss.

A financial liability is measured at fair value through profit and loss if the financial liability is:

- a contingent consideration of an acquirer in a business combination to which AASB 3: Business Combinations applies;
- held for trading; or
- initially designated as at fair value through profit or loss.

All other financial liabilities are subsequently measured at amortised cost using the effective interest method.

3.10.2 Derecognition

Derecognition refers to the removal of a previously recognised financial asset or financial liability from the statement of financial position.

3.10.2.1 Derecognition of financial assets

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for derecognition of financial asset:

- the right to receive cash flows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Group no longer controls the asset (ie the Group has no practical ability to make a unilateral decision to sell the asset to a third party).

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

On derecognition of a debt instrument classified as at fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified to profit or loss.

On derecognition of an investment in equity which was elected to be classified under fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

3.10 **Recognition and measurement – financial instruments (cont'd)**

A liability is derecognised when it is extinguished (ie when the obligation in the contract is discharged, cancelled or expires). An exchange of an existing financial liability for a new one with substantially modified terms, or a substantial modification to the terms of a financial liability is treated as an extinguishment of the existing liability and recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

3.10.3 **Impairment**

The Group recognises a loss allowance for expected credit losses on financial assets that are measured at amortised cost or fair value through other comprehensive income.

Loss allowance is not recognised for:

- financial assets measured at fair value through profit or loss; or
- equity instruments measured at fair value through other comprehensive income.

The Group uses the simplified approach to impairment, as applicable under AASB 9: Financial Instruments.

3.10.3.1 Simplified approach

The simplified approach does not require tracking of changes in credit risk at every reporting period, but instead requires the recognition of lifetime expected credit loss at all times. This approach is applicable to:

- trade receivables or contract assets that result from transactions within the scope of AASB 15: Revenue from Contracts with Customers and which do not contain a significant financing component; and
- lease receivables.

In measuring the expected credit loss, a provision matrix for trade receivables was used taking into consideration various data to get to an expected credit loss (ie diversity of customer base, appropriate groups of historical loss experience, etc).

3.10.3.2 Recognition of expected credit losses in financial statements

At each reporting date, the Group recognises the movement in the loss allowance as an impairment gain or loss in the statement of profit or loss and other comprehensive income.

The carrying amount of financial assets measured at amortised cost includes the loss allowance relating to that asset.

Assets measured at fair value through other comprehensive income are recognised at fair value, with changes in fair value recognised in other comprehensive income. Amounts in relation to change in credit risk are transferred from other comprehensive income to profit or loss at every reporting period.

For financial assets that are unrecognised (eg loan commitments yet to be drawn, financial guarantees), a provision for loss allowance is created in the statement of financial position to recognise the loss allowance.

3.11 Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and services tax, except:

- i. where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- ii. for receivables and payables which are recognised inclusive of GST.

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

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

3.12 Comparative amounts

The annual report includes the consolidated financial statements of the Zinc of Ireland NL Group for the year 1 July 2018 to 30 June 2019 and represents a continuation of Zinc Mines of Ireland Limited financial statements with exception of the capital structure. The comparative figures are those of Zinc Mines of Ireland Limited. When current period balances have been classified differently within current period disclosures when compared to prior periods, comparative disclosures have been restated to ensure consistency of presentation between periods.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 3, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period on which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

4.1 Key sources of estimation uncertainty

Impairment of exploration and evaluation expenditure

Exploration and evaluation expenditure are reviewed for impairment if there is any indication that the carrying amount may not be recoverable.

The directors are required to exercise judgement on future events and the likelihood of defining an economic reserve. Assumptions made are altered as exploration and evaluation continues and more information becomes available. Where it is evident that the value of exploration and evaluation expenditure cannot be recovered, the capitalised amount will be impaired through the statement of profit or loss and other comprehensive income.

4.1 Key sources of estimation uncertainty (cont'd)

Share-based payments

Fair value is measured by use of Black-Scholes and Monte Carlo models. The expected life used in the models has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest.

5. Segment information

The Company operates in one business segment, namely the mineral exploration industry and one geographical segment namely Ireland and has no other operations geographically. *AASB 8 Operating Segments* states that similar operating segments can be aggregated to form one reportable segment. Also, based on the quantitative thresholds included in AASB 8, there is only one reportable segment, namely the mineral exploration industry. However, none of the other operating segments currently meet any of the prescribed quantitative thresholds and as such do not have to be reported separately. The Group has therefore decided to aggregate all its reporting segments into one reportable operating segment.

The revenue and results of this segment are those of the Group as a whole and are set out in the consolidated statement of profit or loss and other comprehensive income. The segment assets and liabilities are those of the Group and set out in the consolidated statement of financial position.

6. Other income

	2019	2018
	\$	\$
Proceeds from the sale of interest in tenements ¹	490,000	-
Forgiveness of loan ²	-	62,002
	490,000	62,002

¹ On the 22 August 2018, the Company's subsidiary Messina Resources Limited completed a farm-out of 75% of its non-core Leonora Gold Project with Roman Kings Limited and Kingswest Resources Limited. The Company received consideration of \$490,000 in cash during the period. This is in addition to the one million fully paid ordinary shares the Company received in Roman Kings Pty Ltd in prior periods as consideration for the Stage 1 Interest. The fully paid ordinary shares in Roman Kings Pty Ltd were converted on a 1:1 basis to fully paid ordinary shares in Kingswest Resources Limited (ASX:KWR) pursuant to a Share Purchase Deed.

² refer to note 19.3 for further information

7. Loss for the year

Loss for the year has been arrived at after charging the following items of expenses:

	2019	2018
	\$	\$
Administration costs:		
Promotional and meeting expenses	58,409	101,628
Other	435,570	201,386
Share based payments	129,010	204,824
Total administration costs	622,989	507,838
Consultants costs	78,665	200,831
Compliance costs:		
ASX/ASIC expenses	55,804	43,915
Share registry expenses	25,120	56,795
Audit expenses	34,135	25,697
Legal expenses	766	87,880
Total compliance costs	115,825	214,287
Employee costs	378,191	193,983
Impairment expenses	-	100,000

8. Income taxes relating to continuing operations**8.1 Income tax recognised in profit or loss**

	2019	2018
	\$	\$
Current tax	-	-
Deferred tax	-	-
	-	-

The income tax expense for the year can be reconciled to the accounting loss as follows:

	2019	2018
	\$	\$
Loss before tax from continuing operations	(675,119)	(1,117,687)
Income tax expense calculated at 27.5% (2018: 27.5%) ¹	(185,658)	(307,364)
Effect of expenses that are not deductible in determining taxable loss	27,285	47,272
Effect of unused tax losses not recognised as deferred tax assets	271,155	258,612
	112,782	(1,480)
(Increase)/Decrease in income tax expense due to:		
Movement in unrecognised temporary differences	(67,774)	33,042
Tax benefit of deductible equity raising costs	(45,008)	(31,562)
	-	-

¹ The tax rate used for the 2019 reconciliations above is the corporate tax rate of 27.5% (2018: 27.5%) payable by Australian corporate entities on taxable profits under Australian tax law.

8.2 Unused tax losses and temporary differences for which no deferred tax asset has been recognised at 27.5% (2018: 27.5%)

	2019	2018
	\$	\$
Deductible temporary differences	27,203	94,977
Blackhole costs	45,008	47,654
Tax revenue losses	5,759,850	5,488,696
Tax capital losses	96,867	96,867
	5,928,928	5,728,194
Tax losses		
Unused tax losses for which no deferred tax asset has been recognised	20,944,911	19,958,893
Potential tax benefit at 27.5% (2018: 27.5%)	5,759,850	5,488,695

The benefit for tax losses will only be obtained if:

- (a) the Group derives future assessable income of a nature and an amount sufficient to enable the benefit from the deductions for the losses to be realised;
- (b) the Group continues to comply with the conditions for deductibility imposed by law; and
- (c) no changes in tax legislation adversely affect the ability of the Group to realise these benefits.

9. Loss per share

	2019	2018
	cents per share	cents per share
Basic and diluted loss per share ¹	(0.63)	(1.61)

¹ The loss per share has been restated for the 20:1 consolidation which occurred on 21 March 2019 as per AASB 133.

9.1 Basic and diluted loss per share

The loss and weighted average number of ordinary shares used in the calculation of basic loss per share are as follows:

	2019	2018
	\$	\$
Loss for the year attributable to owners of the Company	(675,119)	(1,117,687)
	2019	2018
	No.	No.
Weighted average number of ordinary shares for the purposes of basic and diluted loss per share	107,189,555	69,500,323

10. Trade and other receivables

	2019	2018
	\$	\$
Current		
Prepayments	42,711	5,344
Other receivables	9,698	27,439
VAT Refundable	447,619	-
	500,028	32,783

11. Other financial assets***Financial assets – fair value OCI***

Unquoted shares at fair value¹
Listed shares²

2019	2018
\$	\$
-	100,000
130,000	-
130,000	100,000

¹ At 30 June 2018 The Company's subsidiary, Messina Resources Limited held 1,000,000 fully paid shares in Roman Kings Pty Ltd (ACN 610 839 346), an Australian private company pursuant to binding Terms Sheet in respect of the Company's non-core Leonora Gold Projects (refer to ASX announcement dated 21 November 2016). This constitutes a level 2 financial asset whereby the fair value was based on the most recent capital raising price of Roman Kings Pty Ltd during the year.

² During the year ended 30 June 2019 the fully paid ordinary shares in Roman Kings Pty Ltd were converted on a 1:1 basis to fully paid ordinary shares in Kingswest Resources Limited (ASX:KWR) pursuant to a Share Purchase Deed. The Company holds 1,000,000 ordinary shares in Kingswest Resources Limited (ASX:KWR) revalued at 30 June 2019 market price of \$0.13 each.

The net fair value gain of \$30,000 on equity investments is designated at Fair Value Other Comprehensive Income.

12. Exploration and evaluation expenditure

Balance at beginning of the year
Expenditure incurred during the year (i)
Impairment of exploration and evaluation expenditure (ii)

2019	2018
\$	\$
2,585,704	1,042,274
2,382,410	1,543,430
-	-
4,968,114	2,585,704

(i) This represents expenditure incurred by the group

(ii) There is no impairment expense has been recognised for the year ended 30 June 2019 (2018: Nil).

13. Commitments for expenditure***Exploration expenditure***

Not longer than one (1) year
Two (2) to five (5) years

2019	2018
\$	\$
875,061	378,439
1,142,440	1,466,452
2,017,501	1,844,891

If the Group decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the consolidated statement of financial position may require review to determine the appropriateness of carrying value. The sale, transfer or farm-out of exploration rights to third parties will reduce or extinguish these obligations. Where commitments are denominated in foreign currencies, the amounts have been converted to Australian dollars based on the exchange rates prevailing as at 30 June 2019.

14. Trade and other payables

Trade and other payables
Accrued expenses

2019	2018
\$	\$
443,998	28,713
100,307	374,500
544,305	403,213

15. Issued capital

	2019	2018
	\$	\$
Fully paid ordinary shares	12,928,229	9,849,199

Fully paid ordinary shares	30 June 2019		30 June 2018	
	No.	\$	No.	\$
Balance at beginning of period	1,755,695,208	9,849,199	914,132,532	5,857,838
Issue of shares (i)	190,000,000	950,000		
Share placement (ii)	485,000,000	2,425,000		
Elimination (iii)	(2,309,160,448)	-		
Issue of shares (iv)			20,000,000	160,000
Issue of shares (v)			4,000,000	40,000
Issue of shares (vi)			86,692,822	433,464
Shortfall issue (vii)			226,018,022	1,130,090
Share placement (viii)			153,848,644	769,243
Issue of shares (ix)			3,188	48
Share placement (x)			351,000,000	1,755,000
Share issue costs		(295,970)		(296,484)
	121,534,760	12,928,229	1,755,695,208	9,849,199

- (i) Issue of fully paid ordinary shares on 11 July 2018 at \$0.005 pursuant to placement to sophisticated investors.
- (ii) Issue of fully paid ordinary shares on 29 January 2019 at \$0.005 pursuant to a Placement.
- (iii) Consolidation of capital on the basis of 1 for 20.
- (iv) Issue of fully paid ordinary shares on 19 July 2017 in conversion of Class A Performance Rights
- (v) Issue of fully paid ordinary shares on 19 July 2017 at a deemed issue price of \$0.01 to a creditor of the Company for non-cash consideration for corporate advisory services.
- (vi) Issue of fully paid ordinary shares at \$0.005 on 14 August 2017 pursuant to a Prospectus lodged with ASX on 19 July 2017.
- (vii) Issue of fully paid ordinary shares on 24 August 2017 at \$0.005 pursuant to a shortfall under the Right Issue.
- (viii) Issue of fully paid ordinary shares on 24 August 2017 at \$0.005 pursuant to a Placement.
- (ix) Issue of fully paid ordinary shares on 25 January 2018 due to exercising quoted 21/07/2021 options.
- (x) Issue of fully paid ordinary shares on 24 May 2018 at \$0.005 pursuant to placement to sophisticated investors.

Fully paid ordinary shares carry one vote per share and a right to dividends.

The fair value of shares issued in consideration for services rendered was determined by reference to the market rate for similar services.

Ordinary shares participate in the proceeds on winding up of the Company in proportion to the number of shares held.

16. Reserves

	2019	2018
	\$	\$
Share based payment reserve ⁽ⁱ⁾	780,008	451,632
Foreign currency translation reserves	6,652	(2,646)
Net fair value gain on equity investments designated at FVOCI ⁽ⁱⁱ⁾	30,000	-
	816,660	448,986

(i) This represents the value of options (listed and unlisted) issued to advisors and the value of Performance Rights (expensed over their vesting dates) issued to directors during the year. Refer to note 26.3 for further information.

(ii) Refer to note 11

17. Financial instruments**17.1 Capital management**

The Group manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital management requires the maintenance of a strong cash balance to support ongoing exploration.

Given the nature of the business, the Group monitors capital on the basis of current business operations and cash flow requirements. There were no changes in the Company's approach to capital management during the year.

17.2 Categories of financial instruments

	2019	2018
	\$	\$
Financial assets		
Cash and cash equivalents	3,011,393	2,978,371
Trade and other receivables (non-interest bearing)	500,028	32,783
Other financial assets	130,000	100,000
	3,641,421	3,111,154
Financial liabilities		
Trade and other payables (non-interest bearing)	544,305	403,213
	544,305	403,213

The carrying values of the above financial instruments approximate their fair values.

Net financial assets/(liabilities)	3,097,116	2,707,941
-------------------------------------------	------------------	------------------

17. Financial instruments (cont'd)

17.3 Financial risk management objectives

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of those risks is presented throughout these financial statements.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Group's risk management policies and objectives are therefore designed to minimise the potential impacts of these risks on the Group where such impacts may be material. The Board receives monthly financial reports through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility.

17.4 Market risk

Market risk for the Group arises from the use of interest bearing financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rate (see Note 17.5 below).

17.5 Interest rate risk management

Interest rate risk arises on cash and cash equivalents and receivables from related parties. The Group does not enter into any derivative instruments to mitigate this risk. As this is not considered a significant risk for the Group, no policies are in place to formally mitigate this risk.

Interest rate sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for non-derivative instruments at the end on the reporting period. If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Group's loss for the year ended 30 June 2019 would decrease/increase by \$30,114 (2018: \$29,784).

17.6 Foreign currency risk management

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Group is mainly exposed to the currency of the Republic of Ireland. As this is not considered a significant risk at this stage for the Group, no policies are in place to formally mitigate this risk.

17.7 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Group uses other publicly available financial information and its own trading records to rate its major customers. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

17. Financial instruments (cont'd)

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

17.8 Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board, which has established an appropriate liquidity risk management framework for the management of the Group's short-, medium- and long-term funding and liquidity management requirements. The Group manages liquidity by maintaining adequate banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Contractual cash flows

	Carrying Amount	Less than 1 month	1-3 months	3-12 months	1 year to 5 years	Total contractual cash flows
	\$	\$	\$	\$	\$	\$
2019						
Trade and other payables	544,305	-	509,189	-	35,116	544,305
2018						
Trade and other payables	403,213	-	368,097	-	35,116	403,213

18. Key management personnel

The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

Share-based payments

These amounts represent the expense related to the participation of key management personnel in a performance rights plan as measured by the fair value of the performance rights over their vesting life.

	2019 \$	2018 \$
Short-term employee benefits	497,752	630,300
Post-employment benefits	27,866	18,633
Share-based payment	117,588	104,824
	643,206	753,757

18. Key management personnel (cont'd)**Short-term employee benefits**

These amounts include salaries and fees paid to executive and non-executive directors as well as fees paid to entities controlled by the directors.

Post-employment benefits

These amounts are superannuation contributions made during the year.

19. Related party transactions**19.1 Entities under the control of the Group**

The Group consists of the parent entity, Zinc of Ireland NL and its wholly-owned subsidiaries Messina Resources Limited and Zinc Mines of Ireland Limited. Raptor Resources Limited, Beal na Blath Resources Limited and ZMI Operations Limited are wholly-owned subsidiaries of Zinc Mines of Ireland Limited.

19.2 Key management personnel

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity, are considered key management personnel.

For details of disclosures relating to key management personnel, refer to the remuneration report contained in the directors' report and note 18.

19.3 Loans from related parties

On 13 April 2018, loans provided by Mr Thomas Corr to Beal na Blath Resources Limited and Raptor Resources Limited totalling \$62,002 have been forgiven. The loans have been converted to Australian dollars from Euros and the difference is due to the exchange rate.

20. Cash and cash equivalents

For the purposes of the consolidated statement of cash flows, cash and cash include cash on hand and in banks, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the reporting period as shown in the consolidated statement of cash flows can be reconciled to the related items in the consolidated statement of financial position as follows:

	2019	2018
	\$	\$
Cash and bank balances	3,011,393	2,978,371

20. Cash and cash equivalents (cont'd)**20.1 Reconciliation of loss for the year to net cash flows from operating activities**

	2019	2018
	\$	\$
Cash flow from operating activities		
Loss for the year	(675,119)	(1,117,687)
<i>Adjustments for non-cash/investing & financing activities</i>		
Impairment	-	100,000
Share based payments	129,010	204,823
Other revenue	(490,000)	(62,002)
<i>Movements in working capital:</i>		
Increase in trade and other receivables	(19,623)	109,616
Decrease in trade and other payables	49,756	(142,040)
Net cash flow from operating activities	(1,005,976)	(907,290)

21. Contingent liabilities and contingent assets**21.1 Leonora Gold Project**

The Company entered into an agreement varying the Original Agreement (via its wholly owned subsidiary, Messina Resources Limited) (Variation Agreement) with Roman Kings and Kingwest Resources Limited (Kingwest). On 22 August 2018, the Company received \$490,000 cash in consideration of the aggregate of the 75% interest finalising the agreement.

A joint venture will be formed between ZMI and Roman Kings on the basis of 25:75 respectively, and whereby the parties will either contribute to the development of the Project in proportion to its interest or be diluted.

The Company also retain the right to receive a payment of \$5 per ounce in a mineral resource grading above 1g/t of gold establish in the future.

22. Remuneration of auditors**Auditor of the Group**

	2019	2018
	\$	\$
Audit and review of financial reports	34,135	25,697

23. Events after the reporting period

Subsequent to the end of the Quarter, the Company acquired a 100% interest in the Hollycross Project (being prospecting licences 3318, 4035 and 4510) by acquiring a local private company for reimbursement of costs directly associated with the original acquisition and subsequent project expenditure. These prospecting licences cover an area on 89km² within the Rathdowney Trend approximately 70km southwest of the Kildare Project.

24. Legal parent entity information

The accounting policies of the parent entity, which have been applied in determining the financial information shown below, are the same as those applied in the consolidated financial statements. Refer to note 3 for a summary of significant accounting policies relating to the Group.

24. Legal parent entity information (cont'd)**Financial position**

	2019	2018
	\$	\$
Assets		
Current assets	3,193,798	3,111,151
Non-current assets	5,412,892	2,557,848
Total assets	8,606,690	5,668,999
Liabilities		
Current liabilities	539,120	401,795
Total liabilities	539,120	401,795
Net assets/(liabilities)	8,067,570	5,267,204
Equity		
Issued capital	30,406,301	27,327,271
Reserves	3,225,174	2,861,631
Accumulated losses	(25,563,905)	(24,921,698)
Total equity/(deficiency)	8,067,570	5,267,204

Financial performance

Loss for the year	(642,207)	(1,176,193)
-------------------	-----------	-------------

Commitments and contingencies

There were no other material commitments or contingencies at the reporting date for the parent company except for those mentioned in note 12 and note 21.

25. Subsidiaries

Details of the Company's subsidiaries at the end of the reporting period are as follows:

Name of subsidiary	Principal activity	Place of incorporation	Proportion of ownership interest and voting power held by the Group	
			2019	2018
Messina Resources Limited (i)	Holds tenements and is a non-operating subsidiary	Australia	100%	100%
Zinc Mines of Ireland Limited (ii)	Non-operating parent company of the 2 Irish subsidiaries	Australia	100%	100%
Raptor Resources Limited (iii)	Holds tenements and is a non-operating subsidiary	Ireland	100%	100%
Beal na Blath Resources Limited (iv)	Holds tenements and is a non-operating subsidiary	Ireland	100%	100%
ZMI Operations Limited (v)	Holds tenements and is a non-operating subsidiary	Ireland	100%	100%

(i) Following Kingwest Resources Limited being listed on ASX on 24 August 2018, the Company has transferred 75% of its interest in the Project to Roman Kings which is acquired by Kingwest.

(ii) Parent company of Raptor Resources Limited and Beal na Blath Resources. Acquired on 22 July 2016. Refer to note 17 for more information.

(iii) Incorporated in Ireland on 12 May 2015.

(iv) Incorporated in Ireland on 21 January 2015.

(v) Incorporated in Ireland on 19 August 2016.

26. Share-based payments

The following share-based payments arrangements were in existence at the reporting date:

Series	Number ⁱ	Grant date	Grant date fair value ⁱ \$	Exercise price ⁱ \$	Expiry date	Vesting date
ZMIO2	6,490,000 ⁱⁱ	Various	-	0.400	30 Apr 2020	Vested
ZMIO3	16,316,682 ⁱⁱⁱ	Various	-	0.800	21 July 2021	Vested
ZMIOC	23,327,901 ^{iv}	Various	-	0.300	21 July 2021	Vested
ZMIOC	2,500,000 ^v	9 Feb 2018	0.040	0.300	21 July 2021	Vested
ZMIO5	350,000 ^{vi}	25 Nov 2016	0.144	1.200	30 Sept 2021	Vested
ZMIO8	2,500,000 ^{vii}	11 July 2018	0.042	0.300	11 July 2020	Vested
ZMIOC	27,050,000 ^{viii}	11 July 2018	0.040	0.300	21 July 2021	Vested
ZMIDA	750,000 ^{ix}	11 July 2018	0.058	0.300	11 July 2021	Vested
ZMIDB	750,000 ^{ix}	11 July 2018	0.052	0.400	11 July 2021	Vested
ZMIO9	1,500,000 ^x	12 April 2019	0.062	0.200	12 Apr 2020	Vested
ZMIDA	250,000 ^{xi}	12 April 2019	0.059	0.300	11 July 2021	Vested
ZMIDB	250,000 ^{xi}	12 April 2019	0.055	0.400	11 July 2021	Vested

ⁱ Options are on a post consolidated (20:1) basis

ⁱⁱ 6,090,000 issued on 23 June 2015 to sophisticated investors and 400,000 issued on 23 Dec 2016 to corporate advisors

ⁱⁱⁱ 8,541,682 issued in July, Sept and Dec 2016 pursuant to various placements, 6,875,000 issued on 21 July 2016 to vendors of Zinc Mines of Ireland Limited and 900,000 issued in July and Dec 2016 to corporate advisors.

^{iv} 4,334,657 issued on 14 August 2017 pursuant to a prospectus lodged with ASX on 19 July 2017, 11,300,943 and 7,692,460 issued on 24 August 2017 pursuant to a shortfall under the right issue and placement, and 159 options exercised on 25 January 2018.

^v Issued on 9 February 2018 to corporate advisors.

^{vi} Issued on 23 Dec 2016 to corporate advisors.

^{vii} Issued on 11 July 2018 to corporate advisors and brokers in connection with Placement (refer to ASX announcement dated 16 May 2018). Valued as per note 26.2

^{viii} Free attaching options issued on 11 July 2018 to sophisticated and institutional investors pursuant to a placement. Calculated using the option price at grant date.

^{ix} 750,000 Class A and 750,000 Class B Director incentive options issued to Mr Monti on 11 July 2018 after shareholder approval 8 July 2018. Valued as per note 26.2

^x Issued on 12 April 2019 to brokers in connection with Placement (refer to ASX announcement dated 29 January 2019). Valued as per note 26.2

^{xi} 250,000 Class A and 250,000 Class B Director incentive options issued to Dr Barnes on 12 April 2019 after shareholder approval 18 March 2019. Valued as per note 26.2

There has been no alteration of the terms and conditions of the above arrangements since the grant date.

26. Share-based payments (cont'd)

26.1 Options granted during the year

The following options were granted during the year ended 30 June 2019:

Option series	Number	Exercise price \$	Expiry date	Purpose of Grant
ZMIO8	2,500,000	\$0.300	11 July 2020	Issued to brokers
ZMIOC ⁱ	9,500,000	\$0.300	21 July 2021	Issued pursuant to a placement
ZMIOC ⁱ	17,550,000	\$0.300	21 July 2021	Issued pursuant to a placement
ZMIDA	750,000	\$0.300	11 July 2021	Issue of Class A unlisted director options
ZMIDB	750,000	\$0.400	11 July 2021	Issue of Class B unlisted director options
ZMIO9	1,500,000	\$0.200	12 Apr 2021	Issued to brokers
ZMIDA	250,000	\$0.300	11 July 2021	Issue of Class A unlisted director options
ZMIDB	250,000	\$0.400	11 July 2021	Issue of Class B unlisted director options

ⁱ Issued as free attaching options

26.2 Fair value of options granted during the year

The weighted average fair value of the share options granted during the financial year is \$0.288 (2018: \$0.30).

Inputs into the model

The fair value of unlisted options issued during the year ended 30 June 2019 has been independently determined using the Black-Scholes option pricing model.

Input	ZMIO8 ¹	ZMIDA	ZMIDB	ZMIO9	ZMIDA	ZMIDB
Grant date share price	\$0.006	\$0.006	\$0.006	\$0.100	\$0.100	\$0.100
Exercise price	\$0.015	\$0.015	\$0.020	\$0.200	\$0.300	\$0.400
Expected volatility	107.00%	107.00%	107.00%	150.01%	150.01%	150.01%
Option life	2 years	2 years	2 years	2 years	2.3 years	2.3 years
Risk-free interest rate	2.00%	2.07%	2.07%	1.60%	1.60%	1.60%
Dividend yield	n/a	n/a	n/a	n/a	n/a	n/a
Value	\$105,812	\$43,748	\$38,739	\$93,554	\$14,863	\$13,725

The total value of share-based payments expensed during the financial year including options, performance rights and shares was \$328,376, which includes \$199,366 recognised as capital raising costs and \$129,010 expensed in the consolidated statement of profit or loss and other comprehensive income (2018: \$204,824).

¹These options were granted to brokers on 11 July 2018 pursuant to a capital raise completed in the 2018 year. These options were accrued for in the 2018 year.

26. Share-based payments (cont'd)

26.3 Shares based payments movement during the year

Reconciliation of share-based payments expensed during the year ended 30 June 2019 & movement in share-based payments reserve:

	2019 \$	2018 \$
Amortisation of performance rights (Refer to note 26.9)	47,180	
Performance rights forfeited	(40,666)	
Director incentive options issued to Mr Monti	82,487	
Director incentive options issued to Dr Barnes	28,588	
Charlestown Performance Rights issued	11,421	
Total share-based payments included in administration expense	129,010	
2,500,000 broker options issued	105,812	
1,500,000 broker options issued	93,554	
Amortisation of performance rights		104,824
50,000,000 advisor options issued		100,000
Total share-based payments included in administration expense		204,824
Options expired during the year		(106,654)
Class A performance rights converted to ordinary shares		(160,000)
Performance rights forfeited		(1,357)
Total movement in share-based payment reserve	328,376	(63,187)
Balance at beginning of the period	451,632	514,819
Share based payment reserve (i)	328,376	(63,187)
Carrying value at end of the period (refer note 16)	780,008	451,632

26.4 Movements in options during the year

The following reconciles options outstanding at the beginning and end of the year:

	2019		2018	
	Number of options No.	Weighted average exercise price \$	Number of options No.	Weighted average exercise price \$
Balance at beginning of the year	979,689,635	0.0243	793,966,666	0.0286
Balance at beginning of year (post consolidation) ⁱ	48,984,583	0.486	-	-
Granted during the year ⁱⁱ	33,050,000	0.299	516,559,490	0.015
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	3,188	0.015
Expired during the year	-	-	(330,833,333)	0.020
Balance at end of year	82,034,583	0.410	979,689,635	0.0243
Exercisable at end of year	82,034,583	0.410	979,689,635	0.0243

ⁱ A 20:1 consolidation was affected on 21 March 2019

ⁱⁱ Refer to note 26.1 above.

26. Share-based payments (cont'd)**26.4 *Movements in options during the year*****26.5 *Share options exercised during the year***

No options were exercised during the year (2018: 3,188).

26.6 *Share options outstanding at the end of the year*

Share options outstanding at the end of the year had a weighted average exercise price of \$0.406 (2018: \$0.486) and a weighted average remaining contractual life of 703 days (2018: 1,058 days).

26.7 *Shares issued as share-based payments during the year*

There were no shares issued as share based payments during the year.

During 2018 financial year, 4,000,000 fully paid ordinary shares were issued to corporate advisors for non-cash consideration, valued at \$40,000. These pertained to services performed and accrued for in 2017 financial year.

26. Share-based payments (cont'd)

26.8 Charlestown Performance Rights

On 18 March 2019, Zinc of Ireland NL held a General Meeting of Shareholders (“General Meeting”) where the Company sought and obtained shareholders approval for the grant of Performance Rights to Newexco Services Pty Ltd in consideration for the provision of Data pertaining to the Charlestown Project. The Company issued a total of 6 “Charlestown Performance Rights” to Newexco Services Pty Ltd. Each Performance Right can convert into, up to, 250,000 Securities of varying classes upon the achievement of the relevant Performance Milestone in connection with that class of Charlestown Performance Right. The principals terms of each Charlestown Performance Right are as follows:

Class	Performance Condition	Securities to be issued upon satisfaction of Performance Milestone	Theoretical Value
Charlestown Performance Right 1	A drill result of no less than 20 Metre Percent copper or Copper Equivalent on the Licences (“First Drill Result”)	250,000 unlisted options exercisable for \$0.30 each on or before 30 December 2021	\$1,655
Charlestown Performance Right 2	A second drill result no less than 100 horizontal metres from the First Drill Result, which includes an intersection of 2% copper or Copper Equivalent no less than 20 metres down hole length.	250,000 unlisted options exercisable for \$0.030 each on or before 30 December 2021	\$1,655
Charlestown Performance Right 3	A JORC Code compliant Inferred Mineral Resource of no less than 5 million tonnes at a grade of no less than 3% copper or 3% Copper Equivalent.	250,000 unlisted options exercisable for \$0.40 each on or before 30 December 2021	\$1,556
Charlestown Performance Right 4	A JORC Code compliant Indicated Mineral Resource of no less than 5 million tonnes at a grade of no less than 3% copper or 3% Copper Equivalent.	250,000 unlisted options exercisable for \$0.40 each on or before 30 December 2021	\$1,556
Charlestown Performance Right 5	A JORC Code compliant Inferred Mineral Resource of no less than 10 million tonnes at a grade of no less than 3% copper or 3% Copper Equivalent.	250,000 fully paid ordinary shares	\$2,500
Charlestown Performance Right 6	A JORC Code compliant Indicated Mineral Resource of no less than 10 million tonnes at a grade of no less than 3% copper or 3% Copper Equivalent.	250,000 fully paid ordinary shares	\$2,500

1. **“Copper Equivalent”** means the combined value of all economic metals in an intersection equated to their monetary value in \$US per tonne on the date that final assay results are received.
2. **“Metre Percent”** means the cumulative percentage content of a metal over a measured length expressed as the metal percentage of each sample multiplied by its length in metres summed over the entire intersection that is being considered.
3. **Example 1 - 20 Metre Percent Copper:** an intersection of 20 metres at 1 percent copper (i.e. 20 x 1%) will equate to 20 Metre Percent copper. 40 metres at 0.5% copper (i.e 40 x 0.5%) will also equate to 20 Metre Percent copper.
4. **Example 1 – 2% Copper Equivalent:** [Assumptions: Cu price - US\$6,290; Zn price – US\$2,654; Pb price – US\$2,006] an intersection of 20 metres at 0.7%Cu, 2.7%Zn and 0.5%Pb = 20 metres at 2% Copper Equivalent.

The theoretical value of each Performance Right has been calculated using the Black-Scholes pricing model.

26.9 Director Performance Rights

During the year ended 30 June 2019, there is no Performance Rights issued by Zinc of Ireland NL ("ZMI") to directors.

The table below shows the class and number of Performance Rights issued to each director as of 30 June 2019. Each Performance Right converts into 10 fully paid ordinary shares upon vesting.

Director	Class C	Class D	Class E	Total
Patrick Corr	12,500	12,500	20,000	45,000
Thomas Corr	25,000	25,000	45,000	95,000
Total	37,500	37,500	65,000	140,000

The principal terms of the Performance Rights are summarised below:

Class	Performance Condition	Expiry Date
Class C Performance Rights	Market Capitalisation - \$50M: The market capitalisation of the Company reaching at least \$50 million on an undiluted basis determined by reference to the preceding 20 day VWAP (" Class C Performance Condition ")	26 May 2021
Class D Performance Rights	Market Capitalisation - \$75M: The market capitalisation of the Company reaching at least \$75 million on an undiluted basis determined by reference to the preceding 20 day VWAP (" Class D Performance Condition ")	26 May 2021
Class E Performance Rights	Market Capitalisation - \$100M: The market capitalisation of the Company reaching at least \$100 million on an undiluted basis determined by reference to the preceding 20 day VWAP (" Class E Performance Condition ")	26 May 2021

The theoretical value of the Class C, D and E Performance Rights have been calculated using the Monte Carlo pricing model and the value ascribed to each of the Performance Right was \$0.056, \$0.048 and \$0.043 respectively.

The total value expensed during the financial year with respect to performance rights was \$6,514 (2018: \$104,824).

27. Approval of financial statements

The financial statements were approved by the board of directors and authorised for issue on 26 September 2019.

ASX Additional Information as at 17 September 2019

Ordinary share capital

ZMI 121,534,931 fully paid ordinary shares are held by 1,206 shareholders.

ZMICA 57,993 partly paid ordinary shares are held by 138 shareholders.

All issued ordinary shares carry one vote per share; however, partly paid shares do not carry rights to dividends.

Options

ZMIOC 52,877,901 listed \$0.30 options expiring 21 July 2021 are held by 341 option holders.

ZMIO2 6,490,000 unlisted \$0.40 options expiring 30 April 2020 are held by 29 option holders.

ZMIO3 16,316,682 unlisted \$0.80 options expiring 21 July 2021 are held by 196 option holders.

ZMIO5 350,000 unlisted \$1.20 options expiring 30 Sept 2021 are held by 7 option holders. Unlisted option holders holding more than 20% - Zenix Nominees Pty Ltd who holds 250,000 options representing 71.43%.

ZMIDA 1,000,000 unlisted \$0.30 options expiring 11 July 2021 are held by 2 option holders. Unlisted option holder holding more than 20% - Greatcity Corporation Pty Ltd <Richard Monti A/C> holds 750,000 options representing 75% and Dr Julian Barnes who holds 250,000 options representing 25%.

ZMIDB 1,000,000 unlisted \$0.40 options expiring 11 July 2021 are held by 2 option holder. . Unlisted option holder holding more than 20% - Greatcity Corporation Pty Ltd <Richard Monti A/C> holds 750,000 options representing 75% and Dr Julian Barnes who holds 250,000 options representing 25%.

ZMIO8 2,5000,000 unlisted \$0.30 options expiring 11 July 2020 are held by 1 option holder. Unlisted option holder holding more than 20% - Zenix Nominees Pty Ltd holds 100%.

ZMIO9 1,5000,000 unlisted \$0.20 options expiring 12 April 2021 are held by 1 option holder. Unlisted option holder holding more than 20% - Goodman & Company Investment Counsel Inc (wholly-owned subsidiary of Dundee Corporation (TSX:DC.A) holds 100%.

Options do not carry a right to vote.

Performance Rights

37,500 Class C Performance Rights are held by 2 holders. Class C Performance Rights holders holding more than 20% of the above Class C Performance Rights – Mr Thomas Corr who holds 25,000 representing 67% and Mr Patrick Corr who holds 12,500 representing 33% of the Class C Performance Rights on issue.

37,500 Class D Performance Rights are held by 2 holders. Class D Performance Rights holders holding more than 20% of the above Class D Performance Rights – Mr Thomas Corr who holds 25,000 representing 67% and Mr Patrick Corr who holds 12,500 representing 33% of the Class D Performance Rights on issue.

65,000 Class E Performance Rights are held by 2 holders. Class E Performance Rights holders holding more than 20% of the above Class E Performance Rights – Mr Thomas Corr who holds 45,000 representing 69% and Mr Patrick Corr who holds 20,000 representing 31% of the Class E Performance Rights on issue.

6 Charlestown Performance Rights are held by 1 holder. Charlestown Performance Right holder holding more than 20% - Newexco Services Pty Ltd holds 100%.

Performance Rights do not carry a right to vote.

Distribution of holdings

Category	Fully paid ordinary shares ZMI	Partly paid ordinary shares ZMICA	Listed Options ZMIOC ^(A)	Option Series 2 ZMIO2 ^(B)	Option Series 3 ZMIO3 ^(C)	Option Series 5 ZMIO5 ^(D)	Option Series 6 ZMIDA ^(E)	Option Series 7 ZMIDB ^(F)	Option Series 8 ZMIO8 ^(G)	Option Series 9 ZMIO9 ^(H)
1 – 1,000	153	127	78	-	-	-	-	-	-	-
1,001 – 5,000	239	9	105	-	9	-	-	-	-	-
5,001 – 10,000	261	1	19	4	23	4	-	-	-	-
10,001 – 100,000	427	1	72	12	129	2	-	-	-	-
100,001 and over	126	-	67	13	35	1	2	2	1	1
	1,206	138	341	29	196	7	2	2	1	1
Holding less than a marketable parcel	282	136								

^(A) ZMIOC – Listed \$0.30 expiring 21 July 2021^(B) Option Series 2 – Unlisted \$0.40 expiring 30 April 2020^(C) Option Series 3 – Unlisted \$0.80 expiring 21 July 2021^(D) Option Series 5 – Unlisted \$1.20 expiring 30 September 2021^(E) Option Series 6 – Unlisted \$0.30 expiring 11 July 2021^(F) Option Series 7 – Unlisted \$0.40 expiring 11 July 2021^(G) Option Series 8 – Unlisted \$0.30 expiring 11 July 2020^(H) Option Series 9 – Unlisted \$0.20 expiring 12 April 2021

Substantial shareholders

Holder Name	Number of Shares Held	% of Issued Capital
CITICORP NOMINEES PTY LIMITED	24,544,941	20.20%
BNP PARIBAS NOMS PTY LTD <DRP>	7,467,700	6.14%
DELPHI UNTERNEHMENSBERATUNG AKTIENGESELLSCHAFT	6,500,000	5.35%

Restricted securities

The Company has no restricted securities on issue.

On-Market buy-back

There is no current on-market buy-back.

Twenty (20) largest shareholders – Fully paid ordinary shares

Name	Number of Shares Held	% of Issued Capital
CITICORP NOMINEES PTY LIMITED	24,544,941	20.20%
BNP PARIBAS NOMS PTY LTD <DRP>	7,467,700	6.14%
DELPHI UNTERNEHMENSBERATUNG AKTIENGESELLSCHAFT	6,500,000	5.35%
MR THOMAS FRANCIS CORR	4,018,105	3.31%
MIKADO CORPORATION PTY LTD <JFC SUPERANNUATION A/C>	3,902,020	3.21%
MR PAUL GABRIEL SHARBANEE <THE SCORPION FUND A/C>	2,927,667	2.41%
PATRICK JOHN CORR	2,765,000	2.28%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	2,559,506	2.11%
SHAH NOMINEES PTY LTD <LOUIS CARSTEN S/F A/C>	2,250,000	1.85%
OCEANIC CAPITAL PTY LTD	1,963,206	1.62%
MRS REBECCA RENEE GRIFFITHS	1,875,000	1.54%
ST BARNABAS INVESTMENTS PTY LTD <THE MELVISTA FAMILY A/C>	1,594,135	1.31%
STEVESAND HOLDINGS PTY LTD <FORMICA HORTICULTURAL A/C>	1,500,000	1.23%
FLATHEAD DEVELOPMENTS PTY LTD <CP A/C>	1,500,000	1.23%
HINDSIGHT PTY LTD <MACTIER FAMILY A/C>	1,450,000	1.19%
DIXTRU PTY LIMITED	1,394,444	1.15%
MR ANDREW MACPHERSON & MR SHAUN WILLIAM BOYLE	1,320,377	1.09%
MIKADO CORPORATION PTY LTD <JFC SUPERANNUATION A/C>	1,150,000	0.95%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	1,071,419	0.88%
MR BENJAMIN PAUL LONDON	1,036,878	0.85%
	72,790,398	59.89%

Twenty (20) largest shareholders – Partly paid ordinary shares

Name	Number of Shares Held	% of Issued Capital
SA CAPITAL FUNDS MANAGEMENT LIMITED <SACFM NO 1 FUND A/C>	13,500	23.28%
TORNADO NOMINEES PTY LTD <ANGUS MIDDLETON S/F A/C>	5,612	9.68%
PROTO RESOURCES & INVESTMENTS LTD	3,234	5.58%
MR ANDREW KENNETH BRUCE MORTIMER	2,957	5.10%
MELANTO PTY LTD <THE MELANTO A/C>	2,500	4.31%
MR GEORGE PHILLIP KAY	1,963	3.38%
PETARD PTY LTD	1,907	3.29%
MR PETER GEBHARDT & MRS CARLENE GEBHARDT <PETARD SUPER FUND A/C>	1,625	2.80%
UNION PACIFIC INVESTMENTS PTY LIMITED	1,350	2.33%
EST MR BARRY JOHN ROONEY	1,275	2.20%
MR ANDREW KENNETH BRUCE MORTIMER	1,187	2.05%
PREMAR CAPITAL NOMINEES PTY LTD	1,000	1.72%
MR ALLAN HARVEY MOFFATT & MRS SUZANNE MAUREEN MOFFATT <MOFFATT SUPER FUND A/C>	998	1.72%
WILLIAM GEOFFREY KROON	954	1.65%
MR ANDREW THOMAS JONES	900	1.55%
MONCLAR PTY LTD	775	1.34%
FUNDAMENTAL CENTS PTY LTD	750	1.29%
B & M JACKSON PTY LIMITED <JACKSON S/F A/C>	750	1.29%
MR KEITH MIDDLETON & MRS CHRISTINE MIDDLETON <MIDDLETON SUPER FUND A/C>	650	1.12%
MIDDLETON NOMINEES (SA) PTY LTD <THE MIDDLETON FAMILY A/C>	650	1.12%
	44,537	76.80%

Twenty (20) largest holders – Listed Options (exercisable at \$0.30, expiring 21 July 2021)

Name	Number of Options Held	%
DELPHI UNTERNEHMENSBERATUNG AKTIENGESELLSCHAFT	10,375,000	19.62%
MR THOMAS FRANCIS CORR	2,379,167	4.50%
MR PAUL GABRIEL SHARBANEE <THE SCORPION FUND A/C>	2,000,000	3.78%
FIRST INVESTMENT PARTNERS PTY LTD	1,966,667	3.72%
HINDSIGHT PTY LTD <MACTIER FAMILY A/C>	1,750,000	3.31%
MELBOURNE CAPITAL LTD	1,655,001	3.13%
MIKADO CORPORATION PTY LTD <JFC SUPERANNUATION A/C>	1,500,000	2.84%
MRS BILJANA MARIA WALDRON	1,451,667	2.75%
OCEANIC CAPITAL PTY LTD	1,261,112	2.39%
MRS REBECCA RENEE GRIFFITHS	1,235,000	2.34%
ST BARNABAS INVESTMENTS PTY LTD	1,150,000	2.17%
<THE MELVISTA FAMILY A/C>		
FLATHEAD DEVELOPMENTS PTY LTD <CP A/C>	1,000,000	1.89%
MIKADO CORPORATION PTY LTD <JFC SUPERANNUATION A/C>	1,000,000	1.89%
SBI INVESTMENTS (PR) LLC	1,000,000	1.89%
GREATCITY CORPORATION PTY LTD <RICHARD MONTI A/C>	1,000,000	1.89%
PATRICK JOHN CORR	946,250	1.79%
DIXTRU PTY LIMITED	836,111	1.58%
ZENIX NOMINEES PTY LTD	800,000	1.51%
MR WILLIAM HENRY HERNSTADT	650,000	1.23%
JOHN FRANCIS CORR <THE BAWNLUK A/C>	600,505	1.14%
	34,556,480	65.35%

Schedule of tenements held at balance sheet date

Location	Project Name	Tenement #	Ownership	Titleholder #
Ireland	Meath	1450	100%	Beal Na Blath Resources Ltd
Ireland	Meath	2836	100%	Beal Na Blath Resources Ltd
Ireland	Monaghan	3027	100%	Beal Na Blath Resources Ltd
Ireland	Kildare	3846	100%	Raptor Resources Ltd
Ireland	Kildare	3866	100%	Raptor Resources Ltd
Ireland	Kildare	4069	100%	Raptor Resources Ltd
Ireland	Kildare	4070	100%	Raptor Resources Ltd
Ireland	Kildare	4072	100%	Raptor Resources Ltd
Ireland	Kildare	4073	100%	Raptor Resources Ltd
Ireland	Kildare	890	100%	Raptor Resources Ltd
Ireland	Offaly	2702	100%	Beal Na Blath Resources Ltd
Ireland	Navan	3219	100%	Beal Na Blath Resources Ltd
Ireland	Navan	3220	100%	Beal Na Blath Resources Ltd
Ireland	Roscommon	2981	100%	Beal Na Blath Resources Ltd
Ireland	Roscommon	2982	100%	Beal Na Blath Resources Ltd
Ireland	Roscommon	2523	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	1022	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	1562	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	3771	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	3772	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	3774	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	2887	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	3929	100%	Beal Na Blath Resources Ltd
Ireland	Mayo	3930	100%	Beal Na Blath Resources Ltd
Australia	Leonora	M37/1202	*25%	Messina Resources Ltd
Australia	Leonora	E37/893	*25%	Messina Resources Ltd

Beal na Blath Resources Ltd and Raptor Resources Ltd are wholly-owned subsidiaries of Zinc Mines of Ireland Limited. Zinc Mines of Ireland Limited is a wholly-owned subsidiary of Zinc of Ireland NL (ZMI).

Messina Resources Ltd is a wholly owned subsidiary of ZMI. The Leonora Project is subject to a 'farm-in' Agreement with Roman Kings Ltd.