



CANNINDAH RESOURCES LIMITED

ABN 35 108 146 694

ANNUAL REPORT

FOR THE YEAR ENDED 30 JUNE 2019



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CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

The Directors present their report, together with the financial statements, on the Consolidated Entity (referred to hereafter as the 'Consolidated Entity') consisting of Cannindah Resources Limited (referred to hereafter as the 'Company', 'Parent Entity' or 'Cannindah Resources') and the entities it controlled for the year ended 30 June 2019.

Directors

The following persons were Directors of Cannindah Resources Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Thomas J Pickett (Executive Chairman)
Laurie G Johnson (Independent Non-Executive Director, retired 2 September 2019)
Geoffrey J Missen (Independent Non-Executive Director)
Simon Beams (Independent Non-Executive Director, appointed 2 September 2019)

Principal activities

During the financial year the principal activities of the Consolidated Entity consisted of mineral exploration, evaluation and progressing development of its various mineral projects.

Dividends

There were no dividends paid or declared during the current or previous financial year.

Operating and Financial review

The loss for the Consolidated Entity after providing for income tax amounted to \$1,826,738 (2018: loss \$1,189,141).

Corporate Strategy

The Company's goal, like most other small capital exploration companies, is to preserve shareholder wealth and grow the value of the flagship asset with prudent exploration methods. In the 2019 financial year, the Company's key focus was the exploration of the Piccadilly Project.

The Company's corporate activities include the review of opportunities for expansion through acquisitions and mergers and through potential diversification opportunities to take advantage positive market sentiments. At the date of this report, no investments have been undertaken.

Operations

Exploration

- Exploration work continued at the Piccadilly project including a ground based magnetic survey and GPS drone survey across the area within the mining lease where high grade gold had previously been sampled. The survey has proven a useful tool in locating shoot controls to assist in planned future drilling.
- Information about the Piccadilly project was provided to Minjar Gold Pty Ltd (Minjar). Minjar prepared a crude 3D vein model, which was developed using Leapfrog® software, in an effort to quantify a potential target estimate of the known mineralisation within the Mining Lease ML 1442. Details of the target were included in ASX Announcement of 10th October 2018.
- During the June quarter, the Piccadilly project data was reviewed by the Company with a view to making a decision on whether to continue to pursue the earn in agreement or make an offer for the project to be acquired by Cannindah Resources Limited 100%. At the date of this report these considerations are ongoing and are incomplete.
- As a result of to the heightened level of interest in gold exploration recently, the company conducted a review of the gold prospects at Mt Cannindah focussed on the extensive 139pg Terra Search report completed by Senior Geologist Jim McGregor-Dawson relating to the various prospects at Mt Cannindah, significant high grade gold results from the Company's exploration work. The Company is of the view that the presence of an underexplored gold system within such a high-quality project as Mt Cannindah is worth further consideration given the current gold price.
- During the period the Company relinquished the Borium tenements in order to focus its funds and energies on its other exploration projects particularly Piccadilly. The relinquishment

CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

resulted in an impairment charge of \$645,679. The Company also incurred an impairment charge of \$25,188 against Mt Cannindah tenement EPM 25537 which was also relinquished.

Corporate

- During the year, the Company announced that via its wholly owned subsidiary Cannindah Bioceuticals Distribution Pty Ltd (CBD), had executed a distribution agreement with Annabis SRO, one of the European Union's largest exporters of hemp products. During the year the Company was advised that changes would need to be made to the formulation of the Annabis products in order to comply with Australian regulations. While Annabis confirmed that they would make changes to their formulation, the Board decided to concentrate all its efforts on the exploration activity of its existing projects and not pursue the Annabis project further.

Financial

At 30 June 2019, the Company had cash on hand of \$16,098 (2018: \$10,461). On 31 May 2019, the Company announced that following negotiations with Aquis Finance Pty Ltd, the Company had secured a further extension to its loan facility until 20 November 2019. Aquis Finance specifically requested that one of the conditions of the extension be that they be able to convert their debt position into equity in the Company during the extension period. The extension amends the loan to interest free for the extension period and is subject to conditions and fees.

During the period the Company raised \$611,000 before costs through placements totalling 29,666,668 shares to sophisticated and professional investors at prices between 1.5 and 3.0 cents per share. The Company secured a further \$410,000 (excluding capitalised interest) in short term loans of which \$260,000 were repaid by 30 June 2019. The outstanding short-term loan at 30 June 2019 was repaid on 12 September 2019.

Future Strategy

The Cannindah Resources Board and Management will continue to focus on developing the exploration potential of the Piccadilly Gold Mine and its surrounding EPM's while seeking to maximise the opportunities at its Mt Cannindah Project.

The Board will also continue to seek to take advantage of additional corporate opportunities that are evaluated from time to time.

Environmental Regulation

The Consolidated Entity's operations are subject to significant environmental regulation under Commonwealth and State legislation in relation to the discharge of hazardous waste and minerals arising. The Consolidated Entity holds all necessary Environmental Authorities in accordance with the Environmental Protection Act 1994 and such other environmental approvals as may be stipulated under State laws to enable it to operate within its Mining Leases and the various exploration tenements it holds.

Information on Directors

Thomas J Pickett

LLB, Grad Cert App Fin
Executive Chairman.

Tom holds a Bachelor of Law and was admitted as a solicitor of the Supreme Court of Queensland in 1996. Tom has broad experience in the mining industry and has held a number of corporate roles in the mining and finance industries.

Tom was Chairman of Dynasty Resources Limited from 2011 to September 2015, was a Non-Executive Director of Discovery Resources Limited (ASX: DIS) which completed a transaction to become Aquis Entertainment Limited (ASX: AQS) in August 2015 and was a Non-Executive Director of Red Gum Resources Limited (ASX: RGX) from May 2015 until January 2016 when the Company completed a transaction to become MCS Services Limited (ASX: MSG). He was a director of CuDeco Ltd (ASX: CDU) from 2002 to 2005. He was a director of Piccadilly Gold Mine Holdings Limited and Diversified Mining Pty Ltd, which are privately held exploration entities, resigning in 2015.

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DIRECTORS' REPORT

Laurie G Johnson (retired 2 September 2019)

B.Sc. (Geology) F.AusIMM

Independent Non-Executive Director and, Member of the Audit and Risk Committee

Laurie is a geologist with more than 45 years' experience in exploration, development and mining throughout Australia and overseas, particularly the Pacific Rim. Laurie is also a Member of the Geological Society of Australia and has extensive experience in the ASX-listed junior resource sector with previous roles including Managing Director and Chairman of City Resources in the late 1980s and Managing Director of Monto Minerals from 1995-2003. Laurie was also involved in the discovery and development of the Red Dome and Selwyn gold-copper mines in North Queensland and was a former director of Elders Resources.

Geoffrey J Missen

FCA, GAICD

Non-Executive Director and Chairman of the Audit and Risk Committee

Geoff is a Chartered Accountant with over 25 years' experience providing clients with tax, accounting and business advice. He has been a Partner of The MBA Partnership since its inception in 2001. His client base is diverse and centres on small to medium enterprises. Geoff has an interest in providing specialist advice to his clients and enjoys developing strategies to help clients meet their goals. He is an active board member, currently serving on a number of boards in the public, private and not-for-profit sectors.

Geoff is a graduate of Victoria University, the Wharton School of Business at the University of Pennsylvania, Cambridge University, Harvard Business School and the Chicago Booth Business School. He is a Fellow of the Chartered Accountants in Australia and New Zealand and a Graduate Member of The Australian Institute of Company Directors (GAICD).

Dr. Simon D Beams (appointed 2 September 2019)

PhD (Geology) BSc Hons (First Class)

Non-Executive Director

Simon has been a Geologist since 1975. For the past 32 years he has been Managing Director and Principal Geologist of Terra Search Pty Ltd where he has been directly involved in many mineral exploration and evaluation programs across Northern Australia, leading to mineral discoveries and some mines, primarily base metals and gold but including uranium, phosphate, magnetite & oil shale amongst others. In 2016, Simon was awarded the John Campbell Miles Medal by the Queensland Divisions of the Geological Society of Australia and the Australian Institute of Geosciences for contributions to economic geology, exploration technology and mineral discovery in Queensland.

Simon is also an active member in a number of geological societies.

- Geological Society Australia, (GSA)
- Australasian Institute Mining & Metallurgy (AusIMM)
- Australian Institute of Geosciences (AIG)
- Society Economic Geologists (SEG)
- Association of Applied Geochemists

Simon has been a member of the Advisory Board to the Economic Geology Research Centre (EGRU) at James Cook University, Townsville for over two decades. He is also a Member of the Queensland Exploration Committee for AMEC (Association of Mining and Exploration Companies) one of the Peak Industry Exploration Groups.

Simon has produced several key publications in the areas of mineral deposit geology and geochemistry, exploration data management, regolith relations, petrology and granite genesis and regional geology of North Queensland.

Company Secretary

The Company Secretary in office at the end of the financial year was Garry Gill. Garry has more than 30 years' experience in all facets of corporate financial and administrative functions and has served in Chief Financial Officer and Company Secretarial positions at a number of listed and unlisted public companies, private companies and statutory authorities.

CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

Directors' Interests in the Company

At the date of this report, the interests of the Directors in the shares and options of the Company were:

	Ordinary Shares	Options
T J Pickett (Executive Chairman)	10,000,000	-
G J Missen (Non-Executive Director)	250,000	-
S D Beams (Non-Executive Director)	-	-

Meetings of Directors

The number of meetings of the Company's Board of Directors held during the year ended 30 June 2018 and the number of meetings attended by each Director were:

	Held	Attended
T J Pickett	9	9
L G Johnson	9	9
G J Missen	9	9
S D Beams (appointed 2 September 2019)	-	-

"Held" represents the number of meetings held during the time the Director held office or was a member of the relevant committee.

The Audit Committee did not meet during the year. All matters usually considered by the Committee were determined by the full Board.

Remuneration Report (Audited)

The remuneration report, which has been audited, outlines the Director and executive remuneration arrangements for the Consolidated Entity and the Company, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

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

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D Share-based compensation
- E Equity instruments

A Principles used to determine the nature and amount of remuneration

Non-Executive Directors Remuneration

The Company's constitution provides that the Non-Executive Directors may be paid, as remuneration for their services, a sum determined from time to time by the Company's Shareholders in a general meeting, with that sum to be divided amongst the Directors in such manner as they agree. The aggregate remuneration ceiling for Non-Executive Directors is currently \$300,000 per annum. Additionally, Non-Executive Directors are entitled to be reimbursed for properly incurred expenses.

Non-Executive Directors are remunerated through a combination of fees and may also be granted options over the Company's shares. The Board does not consider it appropriate to include a short term incentive, or cash bonus element in the remuneration of Non-Executive Directors.

Executive Remuneration

The Consolidated Entity and Company aim to reward executives with a level and mix of remuneration based on their position and responsibility, which is both fixed and variable.

The executive remuneration and reward framework has three components:

- base pay and non-monetary benefits
- share-based payments and cash bonuses
- other remuneration such as superannuation and long service leave.

The combination of these comprises the executive's total remuneration.

CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board of Directors, based on individual and business unit performance, the overall performance of the Consolidated Entity and comparable market remunerations.

Consolidated Entity performance and link to remuneration

Because the Consolidated Entity is in exploration and not production, there is no direct relationship between the Consolidated Entity's financial performance and the level of remuneration paid to key management personnel.

Use of remuneration consultants

The Company did not engage remuneration consultants during the financial year ended 30 June 2019.

B Details of remuneration

Amounts of remuneration

Details of the remuneration of the Directors and other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the Consolidated Entity) of Cannindah Resources Limited are set out in the following tables.

The key management personnel (KMP) of the Consolidated Entity consisted of the following Directors of Cannindah Resources Limited:

T J Pickett
L G Johnson (retired 2 September 2019)
G J Missen
S D Beams (appointed 2 September 2019)¹

And the following executive:

G C Gill - Chief Financial Officer / Company Secretary

Key Management Personnel	Short-term Benefits - Fees and/or Salary	Post Employment Benefits Super - annuation	Share Based Payments - Options	Total	Performance based remuneration	At risk remuneration
	\$	\$	\$	\$	%	%
2019						
T J Pickett	250,000	23,750	-	273,750	-	-
L G Johnson*	36,600	3,477	-	40,077	-	-
G J Missen	18,300	1,739	-	20,039	-	-
G C Gill	72,000	-	-	72,000	-	-
Totals	376,900	28,966	-	405,866	-	
2018						
T J Pickett	246,667	23,433	-	270,100	-	-
L G Johnson	36,600	3,477	-	40,077	-	-
G J Missen	18,300	1,739	-	20,039	-	-
G C Gill	67,200	-	-	67,200	-	-
Totals	368,767	28,649	-	397,416	-	

* Retired 2 September 2019.

C Service agreements

Remuneration and other terms of employment for key management personnel are formalised in Service Agreements. Details of these Agreements are as follows:

¹ S D Beams was appointed on 2 September 2019 and so received no remuneration during the year ended 30 June 2019.

CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

Executive Chairman:

The Company has entered into an Employment Agreement with Thomas Pickett to act as Executive Chairman. Remuneration payable pursuant to the package is as follows:

- Base salary of \$250,000 plus superannuation at statutory rates.
- The contract may be terminated by the giving of three months' notice by either party.
- Termination payment is up to six months of annual base salary.
- The contract is to be reviewed annually by the Board of Directors.

Chief Financial Officer and Company Secretary

The Company has entered into an Agreement with Garry Gill and his company to provide services as Company Secretary and Chief Financial Officer. Services are to be provided on a part-time basis and at a rate of \$1,200 per day (pro rata) plus GST, plus expenses. The Agreement may be terminated by either party on 1 months' notice.

KMP have no entitlement to termination payments in the event of removal for misconduct.

D Share-based compensation

Issue of shares

There were no shares issued to Directors and other Key Management Personnel as part of compensation during the year ended 30 June 2019.

Issue of options

There were no options over ordinary shares issued to Directors and other Key Management Personnel as part of compensation during the year ended 30 June 2019.

E Equity instruments

a) Movements in shares

The movement during the year in the number of ordinary shares in Cannindah Resources Limited held directly, indirectly or beneficially by each key management person, including their related parties, is as follows:

Name	Balance at beginning of year	Balance at Date of Appointment (refer notes below)	Acquired		Disposals	Balance at Date of Resignation (refer notes below)	Balance at end of the year
			As Remuneration	Other			
2019							
T J Pickett	8,261,957	n/a	-	1,738,043	-	n/a	10,000,000
L G Johnson	100,000	n/a	-	-	-	n/a	100,000
G J Missen	250,000	n/a	-	-	-	n/a	250,000
G C Gill	-	n/a	-	-	-	n/a	-
2018							
T J Pickett	8,100,667	n/a	-	161,290	-	n/a	8,261,957
L G Johnson	100,000	n/a	-	-	-	n/a	100,000
G J Missen	250,000	n/a	-	-	-	n/a	250,000
G C Gill	-	n/a	-	-	-	n/a	-

Note: LG Johnson – resigned 2 September 2019 (post year end)

All on market purchases and sales complied with the Board's Securities Trading Policy which permits trading by Directors and executives during certain periods in the absence of knowledge of price-sensitive information.

b) Movement in options

No options over ordinary shares in the parent entity were held by any Director or other member of key management personnel of the Consolidated Entity during the financial years ended 30 June 2019 or 30 June 2018.

CANNINDAH RESOURCES LIMITED

DIRECTORS' REPORT

End of audited remuneration report

Share options

At the date of this report there were no unissued ordinary shares under option (nil at 30 June 2019 and nil at 30 June 2018). No options have been exercised since year end to the date of this report.

Indemnity and insurance of officers

The Company has indemnified the Directors of the Company for costs incurred, in their capacity as a director, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the Directors of the Company against a liability to the extent permitted by the Corporations Act 2001. The amount of the premium is not disclosed as it is considered confidential.

Indemnity and insurance of auditor

The Company has not otherwise, during or since the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to 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 part of those proceedings.

Subsequent Events

Subsequent to the end of the financial year, the Company issued 12,086,736 shares to sophisticated and professional investors by way of private placements to raise a total of \$145,040 for the Company's exploration projects and working capital. The Company has also entered into a further short-term loan of \$157,500 to fund working capital.

No other matters or circumstances have arisen since 30 June 2019, which significantly affect, or may significantly affect, the operations of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial years.

Non-audit services

The following non-audit services were provided by a related entity of the entity's auditor, Grant Thornton. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The nature and scope of non-audit service provided means that auditor independence was not compromised.

Grant Thornton received, or is due to receive, the following amounts for the provision of non-audit services during the year ended 30 June 2019:

	2019	2018
	\$	\$
Taxation compliance services	5,300	5,500

Officers of the company who are former audit partners of Grant Thornton Audit Pty Ltd

There are no officers of the company who are former audit partners of Grant Thornton Audit Pty Ltd.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the Corporations Act 2001 is set out on the following page.

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

CANNINDAH RESOURCES LIMITED
DIRECTORS' REPORT

On behalf of the Directors



Thomas J Pickett
Executive Chairman

30 September 2019
Gold Coast

Auditor's Independence Declaration

To the Directors of Cannindah Resources Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Cannindah Resources Limited for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- b no contraventions of any applicable code of professional conduct in relation to the audit.



Grant Thornton Audit Pty Ltd
Chartered Accountants



M S Bell
Partner – Audit & Assurance

Brisbane, 30 September 2019

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CANNINDAH RESOURCES LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
for the year ended 30 June 2019

		Consolidated	
	Note	2019	2018
		\$	\$
Revenue from continuing operations	4	12,954	116,788
Expenses			
Employee benefits expense	5	(253,574)	(229,952)
Exploration and evaluation expenditure written off		(670,867)	(998)
Depreciation and amortisation expense	5	-	(2,491)
Finance costs	5	(676,964)	(762,482)
Administration		(238,287)	(310,006)
Loss before income tax expense from continuing operations		(1,826,738)	(1,189,141)
Income tax (expense) / benefit	6	-	-
Profit/(loss) after income tax expense for the year attributable to the owners of the Company		(1,826,738)	(1,189,141)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the members of the Company		(1,826,738)	(1,189,141)
Basic and diluted earnings per share (cents per share)	27	(1.09)	(0.92)

The accompanying notes form part of these financial statements

CANNINDAH RESOURCES LIMITED
STATEMENT OF FINANCIAL POSITION
as at 30 June 2019

	Note	Consolidated	
		2018	2018
		\$	\$
Current assets			
Cash and cash equivalents	7	16,098	10,461
Trade and other receivables	8	26,802	85,966
Total current assets		42,900	96,427
Non-current assets			
Other assets	9	83,837	81,837
Plant and equipment	10	-	-
Exploration and evaluation asset	11	4,628,540	5,018,623
Total non-current assets		4,712,377	5,100,460
Total assets		4,755,277	5,196,887
Liabilities			
Current liabilities			
Trade and other payables	12	498,363	484,564
Provisions	13	55,289	44,232
Borrowings	14	3,995,366	3,215,188
Total current liabilities		4,549,018	3,743,984
Total liabilities		4,549,018	3,743,984
Net assets		206,259	1,452,903
Equity			
Issued capital	15	48,229,514	47,649,420
Reserves	16	395,614	395,614
Accumulated losses		(48,418,869)	(46,592,131)
Total equity		206,259	1,452,903

The accompanying notes form part of these financial statements

CANNINDAH RESOURCES LIMITED
STATEMENT OF CHANGES IN EQUITY
for the year ended 30 June 2019

Consolidated	Issued Capital	Other Contributed Equity	Reserve	Accumulated Losses	Total
	\$		\$	\$	\$
2018					
Balance at 1 July 2017	46,692,113	225,000	395,614	(45,402,990)	1,909,737
Transactions with owners:					
Convertible notes converted during the period	-	(225,000)	-	-	(225,000)
Shares issued during the period	957,307	-	-	-	957,307
Total transactions with owners	957,307	(225,000)	-	-	732,307
Loss attributable to members of the Company	-	-	-	(1,189,141)	(1,189,141)
Balance at 30 June 2018	47,649,420	-	395,614	(46,592,131)	1,452,903
2019					
Balance at 1 July 2018	47,649,420	-	395,614	(46,592,131)	1,452,903
Transactions with owners:					
Shares issued during the period	580,094	-	-	-	580,094
Total transactions with owners	580,094	-	-	-	580,094
Loss attributable to members of the Company	-	-	-	(1,826,738)	(1,826,738)
Balance at 30 June 2019	48,229,514	-	395,614	(48,418,869)	206,259

The accompanying notes form part of these financial statements

CANNINDAH RESOURCES LIMITED
STATEMENT OF CASH FLOWS
for the year ended 30 June 2019

		Consolidated	
		2019	2018
		\$	\$
Cash flows from operating activities			
Payments from customers and debtors		7,295	127,882
Payments to suppliers and employees		(356,240)	(456,138)
Interest received		6,322	532
Interest and finance costs paid		(106,183)	-
Research and development tax rebate		-	96,661
Net cash provided by (used in) operating activities	26	(448,806)	(231,063)
Cash flows from investing activities			
Exploration expenditure		(335,048)	(807,342)
Purchase of property, plant & equipment		-	(1,919)
Net cash provided by (used in) investing activities		(335,048)	(809,261)
Cash flows from financing activities			
Net proceeds from issue of shares		580,094	732,307
Proceeds from borrowings - secured		50,000	-
Proceeds from borrowings - other		410,000	-
Repayment of borrowings - other		(250,603)	-
Net cash provided by (used in) financing activities		789,491	732,307
Net increase (decrease) in cash held		5,637	(308,017)
Cash at beginning of year		10,461	318,478
Cash at end of year	7	16,098	10,461

The accompanying notes form part of these financial statements

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 1 Statement of Significant Accounting Policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New, revised or amending Accounting Standards and Interpretations adopted

The Consolidated Entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. None of the new standards and amendments to standards affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods.

Basis of preparation

These general-purpose financial statements have been prepared on a going concern basis in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, and financial assets and liabilities at fair value through profit or loss.

Functional and Presentation Currency

The Company's functional and presentation currency is Australian dollars.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Consolidated Entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the parent entity is disclosed in note 23.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of subsidiaries of Cannindah Resources Limited ('Company' or 'Parent Entity') as at 30 June 2019 and the results of all subsidiaries for the year then ended. Cannindah Resources Limited and its subsidiaries together are referred to in these financial statements as the 'Consolidated Entity'.

A subsidiary is any entity controlled by the Company. Control exists where the parent entity is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Consolidated Entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries and special purpose entities have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition or up to the effective date of disposal as applicable.

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.

Revenue recognition

Revenue from contracts with customers is measured and recognised in accordance with the five-step model prescribed by AASB 15 "*Revenue from Contracts with Customers*". First contracts with customers within the scope of AASB 15 are identified. Distinct promises within the contract are identified as performance obligations. The transaction price of the contract is measured based on the amount of consideration the Group expects to be entitled from the customer in exchange for goods or services. Factors such as requirements around variable consideration, significant financing components, non-cash consideration or amounts payable to customers also determine the transaction price.

Revenue is recognised when or as performance obligations are satisfied which is when control of the promised goods or services is transferred to the customer. The Group does not currently have any material contracts with customers.

All revenue is stated net of the amount of goods and services tax (GST).

The Group may also receive other income comprised of interest income and research and development tax incentives.

Interest income

Interest income is recognised when it becomes receivable on a proportional basis taking into account the interest rates applicable to the financial assets.

Prior period accounting policy

Revenue is recognised when it is probable that the economic benefit will flow to the Consolidated Entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Sale of Gold Ore

Sale of gold ore revenue is recognised at the point of sale, which is where the customer has taken delivery of the goods and the risks and rewards are transferred to the customer. Amounts disclosed as revenue are net of processing and haulage costs incurred by the processor, as per the Ore Purchase Agreement.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

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- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entity's which intend to settle simultaneously.

Cannindah Resources Limited (the 'head entity') and its wholly-owned Australian controlled entities have formed an income tax consolidated group under the tax consolidation regime. The head entity and the controlled entities in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the group allocation approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the tax consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax consolidated group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

Research and Development Tax Refunds and refunds receivable are recognised as a tax credit.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Financial instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires

Classification and subsequent measurement of financial assets

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Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- amortised cost
- fair value through profit or loss (FVPL)
- equity instruments at fair value through other comprehensive income (FVOCI)
- debt instruments at fair value through other comprehensive income (FVOCI)

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Classifications are determined by both:

- The entity's business model for managing the financial asset
- The contractual cash flow characteristics of the financial assets

Subsequent measurement financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments as well as government bonds that were previously classified as held-to-maturity under AASB 139.

Financial assets at fair value through profit or loss (FVPL)

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply (see below).

Impairment of Financial assets

AASB 9's impairment requirements use more forward looking information to recognise expected credit losses – the 'expected credit losses (ECL) model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

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'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables and contract assets

The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance at the amount equal to the expected lifetime credit losses. In using this practical expedient, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Group assess impairment of trade receivables on a collective basis as they possess credit risk characteristics based on the days past due.

Classification and measurement of financial liabilities

The Group's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

Prior period financial instrument accounting policies

Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Trade receivables are generally due for settlement within 30 days.

Other receivables are recognised at amortised cost, less any provision for impairment.

Investments and other financial assets

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Consolidated Entity has transferred substantially all the risks and rewards of ownership.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the asset is derecognised or impaired.

Impairment of financial assets

The Consolidated Entity assesses at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired. Objective evidence includes significant financial difficulty of the issuer or obligor; a breach of contract such as default or delinquency in payments; the lender granting to a borrower concessions due to economic or legal reasons that the lender would not otherwise do; it becomes probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for the financial asset; or observable data indicating that there is a measurable decrease in estimated future cash flows.

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The amount of the impairment allowance for loans and receivables carried at amortised cost is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. If there is a reversal of impairment, the reversal cannot exceed the amortised cost that would have been had the impairment not been recognised and is reversed to profit or loss.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Borrowings

Borrowings are measured at amortised cost using the effective interest method

Joint operations

The consolidated group's share of the assets, liabilities, revenue and expenses of joint venture operations are included in the appropriate items of the consolidated financial statements

Property, plant and equipment

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

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment 20-33%

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements and plant and equipment under lease are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Consolidated Entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Leases

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

Exploration and evaluation assets

Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

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Recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Finance costs

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

Provisions

Provisions are recognised when the Consolidated Entity has a present (legal or constructive) obligation as a result of a past event, it is probable the Consolidated Entity 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 reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Employee benefits

Wages and salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Non-accumulating sick leave is expensed to profit or loss when incurred.

Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions is measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Consolidated Entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions is recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.

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- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the Consolidated Entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Consolidated Entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Issued capital

Ordinary shares are classified as equity.

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

Other equity

Convertible notes which are settled for a fixed amount of cash; may only be converted into a fixed number of shares and may not be redeemed for cash or other financial asset, are treated as other equity.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Cannindah Resources Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Goods and Services Tax ('GST') and other similar taxes

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

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

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

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

Going Concern

The Financial Statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As disclosed in the financial statements, the Consolidated Entity incurred a loss of \$1,826,738 and had net cash outflows from operating activities of \$448,806 for the year ended 30 June 2019.

On 10 March 2015, the Company entered into a secured loan facility with a private investor (the Lender) to fund the Company's ongoing exploration and administration costs. Under the terms of the loan the facility was due for repayment on 10 March 2018. On 29 June 2018, the Company announced that following negotiations with Aquis Finance Pty Ltd, the Company had secured a further extension to its loan facility. The extension was on substantially the same terms and conditions as the original loan with interest and fees being capitalised into the loan and a new maturity date of 20 May 2019. On 31 May 2019, the Company announced that following negotiations with Aquis Finance Pty Ltd, the Company had secured a further extension to its loan facility until 20 November 2019. Aquis Finance specifically requested that one of the conditions of the extension be that they be able to convert their debt position into equity in the Company during the extension period. The extension amends the loan to interest free for the extension period and is subject to conditions and fees. The Company is continuing to negotiate with the Lender on the conversion of its debt position and this remains the primary method for repayment. In this regard the Company has received a letter of financial support from the Lender and is making arrangements to facilitate this conversion.

The Directors also expect that additional funds will be required for the Company to operate and conduct exploration activities over the next 12 months. The Company has also raised additional funds since year-end of \$145,040 through share placements, entered into a further short-term loan of \$157,500 to fund working capital and is finalising plans for additional capital raisings in the coming year. In addition, the Company has also been able to obtain short term loans from professional investors as an interim measure while capital raisings are being finalised. Based on their previous experience and success in raising capital and loan funds, the Directors are confident, these additional funds can be obtained.

Accordingly, the Directors believe that the going concern basis is the appropriate basis for the preparation of the financial report. If for any reason the Consolidated Entity is unable to continue as a going concern, it would impact on the Consolidated Entity's ability to realise assets at their recognised values and to extinguish liabilities in the normal course of business at the amounts stated in the consolidated financial statements.

The financial report does not include any adjustments relating to the amounts or classification of recorded assets or liabilities that might be necessary if the Consolidated Entity does not continue as a going concern.

New Accounting Standards for First Time Application in Subsequent Periods

New standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2019 and have not been applied in preparing these consolidated financial statements. Details of these new standards are set out below. None of these are expected to have a significant effect on the consolidated financial statements of the Company.

<i>New/ revised Pronouncement</i>	AASB 16 Leases
<i>Superseded pronouncement</i>	AASB 117 Leases
<i>Nature of change</i>	AASB 16: - replaces AASB 117 Leases and some lease-related Interpretations - requires all leases to be accounted for 'on-balance sheet' by lessees, other than short-term and low value asset leases

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- provides new guidance on the application of the definition of lease and on sale and lease back accounting
- largely retains the existing lessor accounting requirements in AASB 117
- requires new and different disclosures about leases

Effective date 1 January 2019

Likely impact on initial application The Standard is not expected to have a significant impact on the transactions and balances recognised in the financial statements when it is first adopted for the half-year ending 31 December 2019.

Note 2 Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events; management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Exploration and Evaluation Assets

The consolidated entity makes critical judgements in respect of carrying forward exploration and evaluation assets in the Statement of Financial Position. Exploration and evaluation expenditure may be capitalised in certain circumstances. Directors review the commercial arrangements in relation to farm in agreements to ensure that the relationships are managed and activities are conducted to support carrying forward expenditure Recoverability of the carrying amount of any exploration and evaluation assets is dependent on the continued support of farm-in partners and the successful development and commercial exploitation or sale of the respective areas of interest.

Note 3 Operating segments

Identification of reportable operating segments

The Consolidated Entity has determined its operating segments based on the internal reports that are reviewed and used by both management and the Board of Directors in assessing performance and allocation of resources. As the Consolidated Entity is still in the exploration phase, the chief operating decision makers review the operations as a whole and therefore consider one segment to be appropriate.

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	Consolidated 2019 \$	2018 \$
Note 4 Revenue and Other Income		
From continuing operations		
Sales	6,632	116,256
<i>Other revenue</i>		
Interest received from other persons	6,322	532
	12,954	116,788
Note 5 Expenses		
<i>Loss before income tax from continuing operations includes the following specific expenses:</i>		
<i>Depreciation</i>		
Plant and equipment	-	2,491
<i>Finance costs</i>		
Interest and finance charges paid/payable	676,964	762,482
<i>Rental expense - office</i>		
Minimum lease payments	18,000	18,000
<i>Employee benefit expense</i>		
Amounts paid to employees	323,648	333,902
Allocated to exploration and evaluation projects	(124,973)	(158,850)
Amounts paid to non-executive Directors	54,900	54,900
<i>Total employee benefit expense</i>	253,575	229,952
Note 6 Income tax expense		
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense from continuing operations	(1,826,738)	(1,189,141)
Tax at the statutory tax rate of 27.5% (2018: 27.5%)	(502,353)	(327,014)
<i>Tax effect amounts which are not deductible/(taxable) in calculating taxable income:</i>		
Other non-deductible / (allowable) expenses	3,399	(244,046)
	(498,954)	(571,060)
Current year tax losses not recognised	452,083	207,591
Current year temporary differences not recognised	39,859	354,776
Deductible capital raising costs	7,012	8,693
Income tax expense	-	-
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	20,772,253	19,102,816
Potential tax benefit @ 27.5% (2018:27.5%)	5,712,369	5,253,274

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	Consolidated 2019 \$	2018 \$
Note 6 Income tax expense (continued)		
The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if there are taxable profits and if the continuity of ownership test is passed, or failing that, the same business test is passed.		
<i>Deferred tax assets not recognised</i>		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Timing differences	5,309,653	5,269,795
Total deferred tax assets not recognised	5,309,653	5,269,795
Note 7 Cash and cash equivalents		
Cash on hand and at bank	16,098	10,461
Total cash and cash equivalents	16,098	10,461
Note 8 Trade and other receivables		
Other receivables	26,802	85,966
Total trade and other receivables	26,802	85,966
Note 9 Other assets (non-current)		
Deposits and bonds	83,837	81,837
Total financial assets	83,837	81,837
Note 10 Plant and equipment		
Plant and equipment at cost	35,565	35,565
Accumulated depreciation	(35,565)	(35,565)
<i>Plant and equipment at written down value</i>	-	-
<i>Movements in plant and equipment</i>		
Opening written down value	-	572
Additions	-	1,919
Depreciation	-	(2,491)
<i>Closing written down value</i>	-	-
Note 11 Exploration and evaluation		
Exploration and evaluation phase - at cost	4,628,540	5,018,623
Movement in exploration and evaluation asset:		
Opening balance - at cost	5,018,623	4,158,351
Capitalised exploration expenditure	280,784	861,270
Prior year capitalised expenses written off	(1,007)	-
Current year expenditure written off	(669,860)	(998)
Carrying amount at the end of the period	4,628,540	5,018,623

Recoverability of the carrying amount of exploration assets is dependent on the successful exploration and development of projects or alternatively through the sale of the areas of interest.

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	Consolidated 2019 \$	2018 \$
Note 12 Trade and other payables		
Trade payables	270,369	296,820
Other payables and accrued expenses	227,994	187,744
Total trade and other payables	498,363	484,564
Note 13 Provisions		
Annual leave	55,289	44,232
Note 14 Borrowings - current		
Secured borrowings – Aquis Finance	3,835,970	3,215,188
Borrowings - other	159,396	-
	3,995,366	3,215,188

The loan from Aquis Finance Pty Ltd had an initial facility limit of \$2 million and a term of 12 months commencing 10 March 2015, which could be extended to up to 3 years at the election of the Company. Directors extended the facility for a further year in each of March 2016 and in March 2017. In May 2018 a new loan was entered into with Aquis Finance. The new loan increased the facility limit to \$3.7 million to accommodate loan fees and interest payable until the end of the loan term on 20 May 2019. On 29 May 2019, the Company announced that the term of the loan had been further extended to 20 November 2019 with an increased facility limit of \$3.85 million and was interest free for the extension period. The Company also announced that Aquis Finance had requested that a variation document be completed to allow for them to convert the debt to equity in the Company.

The facility conditions require no repayments until the expiration of the facility. The loan is secured by the assets of the Company. Other terms and conditions remain the same as the previous facility.

The additional loan comprised a short-term facility from a sophisticated investor. The facility was repaid on 13 September 2019 in accordance with the loan conditions.

Note 15 Contributed Equity

(a) Fully paid ordinary share capital	48,229,514	47,649,420
<i>Movements in contributed equity during the year:</i>		
Balance at the beginning of the reporting period	47,649,420	46,692,113
<i>Movements in prior period:</i>		
Shares issued in prior period net of costs	-	1,000,450
<i>Movements during current period:</i>		
Issued pursuant to share placements	611,000	-
Total movements in issued capital during the year	611,000	1,000,450
Less share issue costs	(30,906)	(43,143)
Balance at reporting date	48,229,514	47,649,420

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 15 Contributed Equity (continued)

Movements in the number of issued shares during the year:

	2019 No.	2018 No.
Balance at the beginning of the reporting period	151,219,278	110,075,733
Shares issued in prior period	-	41,143,545
<i>Shares issued during the period:</i>		
Issued pursuant to share placements	29,966,668	-
Total movements in issued capital during the year	29,966,668	41,143,545
Balance at reporting date	181,185,946	151,219,278

(a) Fully paid ordinary share capital (continued)

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of shares held. The fully paid ordinary shares have no par value. On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Capital risk management

The Consolidated Entity's objectives when managing capital are to safeguard its ability to continue as a going concern and fund its operations. The Consolidated Entity's capital comprises borrowings, ordinary share capital, reserves and accumulated losses as disclosed in the statement of changes in equity. In common with many other exploration companies, the parent raises finance for the Consolidated Entity's exploration and appraisal activities in discrete tranches.

Management effectively manages the Consolidated Entity's capital by assessing the Consolidated Entity's financial risks and adjusting its capital structure in response to changes in these risks and in the market.

There are no externally imposed capital requirements.

The capital risk management policy remains unchanged from the 30 June 2018 Financial Report. The Consolidated Entity monitors capital on the basis of its working capital position (i.e. liquidity risk). The net working capital of the Consolidated Entity at 30 June 2019 was \$4,506,118 (negative) (2018: \$3,647,557 negative) as a result of classifying the loan from Aquis Finance as a current liability.

(b) Options

The Consolidated Entity had no options on issue during the financial years ended 30 June 2019 and 30 June 2018.

Note 16 Reserves

Share Option Reserve

The share option reserve records items recognised as expenses or issue costs on valuation of options. There were no movement or transactions during the year which impacted on the reserve.

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 17 Financial Instruments

Financial risk management objectives

Risk management is carried out under policies set by the Board of Directors. The Board provides principles for overall risk management, as well as policies covering specific areas.

The Board monitors and manages the financial risk relating to the operations of the Consolidated Entity. The Consolidated Entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk), price risk and interest rate risk, credit risk and liquidity risk. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity. The Consolidated Entity does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Market risk

Foreign currency risk

The Consolidated Entity may undertake certain transactions denominated in foreign currency and may become exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

Price risk

The Consolidated Entity is exposed to price risk through the movement of bullion prices. Under its Ore Purchase Agreement with Minjar Pty Ltd, the Company receives revenue from gold ore sales based on the average gold price less haulage and processing costs incurred by Minjar. If the average gold price on which the sales were based increased / decreased by 10%, with all other variables held constant, the change in the loss before income tax would be a decrease / increase of \$663.

Interest rate risk

The economic entity's exposure to interest rate risk is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates.

As at the reporting date, the Consolidated Entity had the following variable rate investments:

	Weighted Average Interest Rate	Average Cash Balance \$
2019		
Cash and cash equivalents	1.10%	87,266
2018		
Cash and cash equivalents	1.10%	48,498

Sensitivity Analysis

At 30 June 2019, if average interest rates had increased/decreased by 200 basis points with all other variables held constant, post-tax profit and total equity for the year would have been as follows:

	Consolidated 2019 \$	2018 \$
Change in profit and equity:		
Increase in interest rate by 2%	1,745	970
Decrease in interest rate by 2%	(964)	(532)

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 17 Financial Instruments (continued)

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Consolidated Entity. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Consolidated Entity does not hold any collateral.

The Consolidated Entity does not have any significant exposure to credit risk from trade receivables. The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Liquidity risk

Vigilant liquidity risk management requires the Consolidated Entity to maintain sufficient liquid assets (mainly cash and cash equivalents) to be able to pay debts as and when they become due and payable.

The Consolidated Entity manages liquidity risk by continuously monitoring actual and forecast cash flows to ensure funds are available to meet liabilities.

Maturity Analysis - 2019

	Carrying amount \$	< 6 months \$	6-12 months \$	1-3 years \$	> 3 years \$
Financial Liabilities					
Trade Creditors	498,363	498,363	-	-	-
Loans and borrowings	3,995,366	3,995,366	-	-	-
Total	4,493,729	4,493,729	-	-	-

Maturity Analysis - 2018

	Carrying amount \$	< 6 months \$	6-12 months \$	1-3 years \$	> 3 years \$
Financial Liabilities					
Trade Creditors	484,564	484,564	-	-	-
Loans and borrowings	3,215,188	-	3,215,188	-	-
Total	3,699,752	484,564	3,215,188	-	-

Net fair values

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values, determined in accordance with the accounting policies disclosed in Note 1 to the financial statements.

Note 18 Key Management Personnel Disclosures

Transactions between related parties, other than those noted in the audited Remuneration Report are detailed at Note 21. Where transactions with related parties occur, they are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Key management personnel remuneration includes the following expenses:

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 18 Key Management Personnel Disclosures (continued)

	Consolidated	
	2019	2018
	\$	\$
Short term employee benefits:		
Salaries	376,900	368,767
Post-employment benefits:		
Superannuation	28,966	28,649
Total remuneration	405,866	397,416

Note 19 Auditors' Remuneration

During the financial year the following fees were paid or payable for services provided by Grant Thornton Audit Pty Ltd, the auditor of the Company:

Audit services

Audit or review of the financial statements	36,305	34,340
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Other services provided by related entities of the auditor

Taxation services	5,300	5,500
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Note 20 Commitments

Committed at the reporting date but not recognised as liabilities:

Lease commitments - mining leases:

Within one year	58,179	63,096
One to five years	250,703	271,887
	308,882	334,983

Mining exploration expenditure

Within one year	855,000	1,132,501
One to five years	2,031,000	2,080,501
	2,886,000	3,213,002

The Consolidated Entity has certain commitments imposed by the Queensland Department of Natural Resources and Mines to perform minimum exploration work on the tenements. These obligations, which may be varied from time to time, are subject to approval and are expected to be fulfilled in the normal course of operations of the Consolidated Entity. Certain tenements held by the Consolidated Entity may be the subject of future Native Title claims. The Directors of the Company expect that existing operations will not be materially affected by any potential claims.

Note 21 Related Party Transactions

Parent entity

Cannindah Resources Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 23.

Interests in joint operations are set out in note 24.

Key management personnel

Disclosures relating to key management personnel are set out in note 18 and the remuneration report in the Directors' Report.

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 21 Related Party Transactions (continued)

Transactions with related parties

The Company rents office space and obtains accounting and IT services from entities associated with non-executive Director Mr Geoffrey Missen. During the year ended 30 June 2019, the Consolidated Entity paid \$8,722 (2018: \$25,852) for these services. The services are contracted on an arm's length basis.

At 30 June 2019, \$22,814 (2018: \$8,513) was included in the Company's trade creditors for services provided during the period.

There were no loans to or from related parties at the current and previous reporting date.

Note 22 Parent Entity Information

	2019	2018
	\$	\$
Statement of Profit and Loss and Other Comprehensive Income		
Loss after income tax	(1,584,700)	(473,599)
Total comprehensive income	(1,584,700)	(473,599)
Statement of Financial Position		
Current assets	41,779	99,667
Total assets	6,747,993	6,938,017
Current liabilities	4,549,019	3,734,437
Total liabilities	4,549,019	3,734,437
Net assets	2,198,974	3,203,580
Equity		
Issued capital	48,229,514	47,649,420
Share option reserve	395,614	395,614
Accumulated losses	(46,426,154)	(44,841,454)
Total equity	2,198,974	3,203,580

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2019 and 30 June 2018.

Contingent liabilities

The parent entity had no contingent liabilities at 30 June 2019 and 30 June 2018.

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment at 30 June 2019 and 30 June 2018.

Significant accounting policies

The accounting policies of the parent entity are consistent with those of the Consolidated Entity, as disclosed in note 1.

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 23 Subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

Name	Principal Activity	Country of Incorporation	Share	Ownership Interest	
				2019	2018
Mt Cannindah Mining Pty Ltd	Mineral exploration	Australia	Ordinary	100%	100%
Cannindah Bioceuticals Pty Ltd	Mineral exploration	Australia	Ordinary	100%	100%
Triple Crown Mining Pty Ltd	Mineral exploration	Australia	Ordinary	100%	100%

Note 24 Interests in Joint Operations

During the year, the Company announced that had signed an Earn-In Agreement with Piccadilly Gold Mine Holdings Limited to gain access to 174.35sq/km surrounding the mining lease at Piccadilly. The Agreement provided that EPMs 16198 and 18322 would be under the operational control of Cannindah Resources Limited. Key terms of the agreement were as follows:

- Phase 1 Earn-In - \$400,000 to be spent on mining and exploration activities within ML 1442 and EPM's 16198 and 18322 in the 6-month period commencing on the Effective Date to earn a 12.5% contractual interest in the Piccadilly Project. The Phase 1 Earn-in was completed in March 2018.
- Phase 2 Earn-In – a further \$400,000 to be spent on mining and exploration activities within ML 1442 and EPM's 16198 and 18322 in the 18-month period commencing on the Effective Date to earn an additional 12.5% contractual interest. The Phase 2 Earn-in must include at least 4 diamond drill holes on the EPM's. If the Phase 2 Earn-In is not completed the Company will relinquish all interest in the project.
- At its option, the Company may enter into the Phase 3 Earn-In under which an additional \$2.2 million must be spent within the 48-month period of the Effective Date on exploration and mining and a mineral resource of at least 250,000 ounces of gold or gold equivalent must be established to earn an additional 50% interest to bring the total interest to 75%.

All costs incurred under the Earn-In arrangement are capitalised on the Company's balance sheet as exploration and evaluation expenditure.

Note 25 Events after the Reporting Period

Subsequent to the end of the financial year, the Company issued 12,086,736 shares to sophisticated and professional investors by way of private placements to raise a total of \$145,040 for the Company's exploration projects and working capital. The Company has also entered into a further short-term loan of \$157,500 to fund working capital.

No other matter or circumstance has arisen since 30 June 2019 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

CANNINDAH RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 June 2019

Note 26 Reconciliation of profit/(loss) after income tax to net cash used in operating activities

	Consolidated	
	2019	2018
	\$	\$
Profit/(loss) after income tax expense for the year	(1,826,738)	(1,189,141)
<i>Adjustments for:</i>		
Depreciation and amortisation	-	2,491
Write off of exploration and evaluation expenditure	670,867	998
Financing expenses	570,781	761,250
Decrease/(increase) in trade and other receivables	59,163	41,846
Decrease/(increase) in other operating assets	(2,000)	2,000
Increase/(decrease) in trade and other payables	68,064	130,693
Increase/(decrease) in employee benefits	11,057	18,800
Net cash used in operating activities	(448,806)	(231,063)

Note 27 Earnings per share

	2019	2018
	(1.09)	(0.92)
Basic and diluted earnings per share (cents per share)		
	No.	No.
Weighted average number of ordinary shares outstanding during the period used in the calculation of basic and diluted EPS	166,974,347	129,494,971

Note 28 Company Information

The registered office and principal place of business is as follows:

Level 3, 50 Marine Parade
SOUTHPORT QLD 4215

Note 30 Authorisation of Financial Statements

The consolidated financial statements for the year ended 30 June 2019 (including comparatives) were approved and authorised for issue by the Board of Directors on 30 September 2019.

CANNINDAH RESOURCES LIMITED
DIRECTORS' DECLARATION
for the year ended 30 June 2019

In the Directors' opinion:

1. The attached financial statements and notes thereto comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
2. The attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
3. The attached financial statements and notes thereto give a true and fair view of the Consolidated Entity's financial position as at 30 June 2019 and of its performance for the financial year ended on that date; and
4. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
5. The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the Directors



Thomas J Pickett
Executive Chairman
30 September 2019
Gold Coast

Independent Auditor's Report

To the Members of Cannindah Resources Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Cannindah Resources Limited (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, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and the Directors' declaration.

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

- a giving a true and fair view of the Group's financial position as at 30 June 2019 and of its performance for the year ended on that date; and
- b complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the 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.

Material uncertainty related to going concern

We draw attention to Note 1 in the financial statements, which indicates that the Group incurred a net loss of \$1,826,738 during the year ended 30 June 2019 and had operating cash outflows of \$448,806. The current liabilities of the Group also exceeded current assets, resulting in a negative working capital position of \$4,506,118. These events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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.

In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Exploration and Evaluation Assets – valuation; note 11	
At 30 June 2019 the carrying value of Exploration and Evaluation Assets was \$4,628,540. In accordance with AASB 6 Exploration for and Evaluation of Mineral Resources, the company is required to assess at each reporting date if there are any triggers for impairment which may suggest the carrying value is in excess of the recoverable value. The process undertaken by management to assess whether there are any impairment triggers in each area of interest involves an element of management judgement. This area is a key audit matter due to the element of estimation and management judgment involved.	Our procedures included, amongst others: • Obtaining the management prepared reconciliation of capitalised exploration and evaluation expenditure and agreeing to the general ledger; • Reviewing management's area of interest considerations against AASB 6; • Conducting a detailed review of management's assessment of trigger events prepared in accordance with AASB 6 including; – Tracing projects to statutory registers and exploration licenses to determine whether a right of tenure existed; – Enquiring of management regarding their intentions to carry out exploration and evaluation activity in the relevant exploration area, including review of managements' budgeted expenditure; – Understanding whether any data exists to suggest that the carrying value of these exploration and evaluation assets are unlikely to be recovered through development or sale; • Reviewing the appropriateness of the related disclosures within the financial statements.

Information other than the financial report and auditor's report thereon

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 we do not express any form of assurance conclusion thereon.

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

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

Responsibilities of the Directors for the financial report

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

In preparing the financial report, the Directors are responsible for assessing the 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 have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 5 to 8 of the Directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Cannindah Resources Limited, for the year ended 30 June 2019 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



Grant Thornton Audit Pty Ltd
Chartered Accountants



M S Bell
Partner – Audit & Assurance
Brisbane, 30 September 2019

CANNINDAH RESOURCES LIMITED CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement discloses the extent to which the Company follows the recommendations set by the ASX Corporate Governance Council in its publication *Corporate Governance Principles and Recommendations* (Recommendations). The Recommendations are not mandatory, however the Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt in lieu of the recommendation.

The Board is committed to achieving and demonstrating the highest standards of corporate governance which are consistent with the current size and stage of development of the Company.

Compliance with ASX corporate governance guidelines and best practice recommendations

The Australian Securities Exchange Corporate Governance Council has issued the *Corporate Governance Principles and Recommendations 3rd Edition* ('Guidelines') applying to listed entities.

The Board has assessed the Company's current practice against the Guidelines and except where disclosed below, the best practice recommendations of the ASX Corporate Governance Council have been applied. This statement incorporates the disclosures required by the ASX Principles under the headings of the eight core principles.

In addition to its Constitution and applicable laws and regulations, the operations and conduct of Cannindah Resources Limited (Cannindah Resources) are administered in accordance with all governance materials approved by the Board, including but not limited to:

- Board Charter;
- Corporate Code of Conduct;
- Securities Trading Policy;
- Ethics and Disclosure Policy;
- Diversity Policy; and
- Risk Management Policy

Further information on the Company's corporate governance policies and practices can be found on the website at www.cannindah.com.au.

Principle 1 – Lay Solid Foundations for Management and Oversight

Role and Responsibilities of the Board and Management

The Board's primary responsibility is to oversee the company's business activities and management for the benefit of shareholders which it accomplishes by:

- establishing corporate governance, and ethical, business standards;
- setting and monitoring objectives, goals and strategic direction with a view to maximising shareholder value;
- approving and monitoring budgets and financial performance;
- ensuring adequate internal controls exist and are appropriately monitored for compliance;
- ensuring significant business risks are identified and appropriately managed;
- approving of financial and other reporting, and announcements prior to lodgement with the ASX and release to shareholders;
- ensuring the composition of the Board is appropriate, selecting directors for appointment to the Board and reviewing the performance of the Board and the contributions of individual directors; and
- setting remuneration policy;

The Board has delegated responsibilities and authorities to management to enable management to conduct the company's day to day activities. Matters which are not covered by these delegations, such as approvals which exceed certain limits or do not form part of the approved budget, require Board approval.

The responsibility for the operation and administration of the Company is delegated by the Board to the Executive Chairman. The Board ensures that the Executive Chairman is appropriately qualified and experienced to discharge his responsibilities and has in place procedures to monitor performance.

CANNINDAH RESOURCES LIMITED CORPORATE GOVERNANCE STATEMENT

Directors, Company Secretary and Executives

In considering the appointment of new Directors, the Board, will conduct appropriate background checks, including education, character, criminal record and bankruptcy checks before the Company appoints a person, or puts forward a new candidate for election as a director.

Each of the Directors and Executives has a written agreement with the company setting out the terms of their appointment.

The Company Secretary is accountable to the Board through the Chairman on all matters to do with the proper functioning of the Board. All Directors have access to the Company Secretary.

Diversity Policy

The Company recognises that a diverse workforce, senior management and Board can enhance business performance and productivity and has implemented a diversity policy in support of these aims. The Company is committed to promoting an environment which is conducive to the appointment and development of well qualified employees, senior management and Board candidates and to the extent that it is consistent with the current size, nature and complexity of the organisation, to embracing diversity when determining the composition of employees, senior management and the Board. While embracing the concept of diversity, the Board is of the view that at this time and as the Company has a small Board and no other employees, it is inappropriate to establish measurable diversity objectives or targets and to tie diversity objectives to the Key Performance Indicators for the Board.

Performance Evaluation

Due to the size and makeup of the Board, Directors considered that there is significant feedback provided by Board members on the performance of the Board. Accordingly, no performance evaluation was performed during the 2019 financial year.

The Board is of the view the Executive Chairman receives significant feedback on his performance progressively during the period and accordingly no formal performance review was conducted during the 2019 financial year. The implementation of Key Performance Indicators will be developed as the Company reaches a level of maturity where meaningful KPI can be developed. The Executive Chairman is responsible for the review and monitoring of the performance of senior executives where such are engaged.

Principle 2 – Structure the Board to Add Value

At the date of this report, the majority of the Directors of the Company are Independent as defined in the Guidelines.

The names of the members of the Board as at the date of this report and the length of service (in completed years) of each Director are as follows:

- Thomas J Pickett (Executive Chairman) (5 years)
- Geoffrey J Missen (Independent Non-Executive Director) (3 years)
- Dr Simon D Beams (Independent Non-Executive Director) (appointed 2 September 2019)

When determining whether a non-executive Director is independent the Director must not fail any of the tests included in the Guidelines. The Board have considered the position of the Directors and consider that Mr Missen and Dr Beams are “independent” as defined by the Guidelines. Mr Pickett is a substantial shareholder and Executive Chairman of the Company. The Board considers that the appointment of an Executive Chairman is appropriate given the current size of the Company and the nature of its operations.

The skills and qualifications of each of the Directors are set out in the Directors’ Report which accompanies the financial statements. All Directors have considerable experience with backgrounds in mineral exploration, law, finance and business. The Board believes that the level of skill and experience possessed by individual Directors is appropriate for the company’s size and present stage of development.

New Directors undergo an induction process in which they are given a full briefing on the Company and its operations. Where possible, this includes meetings with key staff, tours of premises and projects, provision of a due diligence package and presentations from Management.

CANNINDAH RESOURCES LIMITED CORPORATE GOVERNANCE STATEMENT

In order to achieve continuing improvement in Board performance, all Directors are encouraged to undergo continual professional development.

Committees

As at the date of this report, the Company does not have a Nomination or Remuneration Committee of the Board of Directors. The full Board of Directors undertakes the role of this Committee. Given the composition of the Board and the size of the company, it is felt that individual nomination and remuneration committees are not yet warranted, however it is expected that as the Company's operations expand that each of these committees will be established.

The Company has an Audit and Risk Committee the members of which are as follows:

- Geoffrey J Missen (Independent Non-Executive Director)
- Laurie G Johnson (Independent Non-Executive Director) until 2 September 2019

The Committee did not meet during the year referring all matters which might otherwise be delegated to the committee to the full Board. The Board Charter sets out the procedures adopted by the Board to satisfy itself of the matters which may otherwise be dealt with by Committees. The Board Charter may be viewed at the Company's website at www.cannindah.com.au in the Corporate Governance section.

Independent Professional Advice and Access to Information

Each Director has the right of access to all relevant information in the Company in addition to access to the Company's executives. Each Director also has the right to seek independent professional advice subject to prior consultation with, and approval from, the chairman. This advice will be provided at the Company's expense and will be made available to all members of the Board.

Insurance

The Company has in place a Directors and Officers liability insurance policy providing a specified level of cover for current and former Directors and executive Officers of the Company against liabilities incurred whilst acting in their respective capacity.

Principle 3: Promote Ethical and Responsible Decision Making

Code of Conduct

As part of the Board's commitment to the highest standard of conduct, the Company adopts a code of conduct to guide executives, management and employees in carrying out their duties and responsibilities. The code of conduct covers such matters as:

- responsibilities to shareholders;
- compliance with laws and regulations;
- relations with customers and suppliers;
- ethical responsibilities;
- employment practices; and
- responsibility to the environment and the community.

Securities Trading Policy

The Company has established a share trading policy which governs the trading in the Company's shares and applies to all Directors and employees of the Company. The policy is available in the Corporate Governance section of the Cannindah Resources' website.

Under the share trading policy, an executive, employee or director must not trade in any securities of the Company at any time when they are in possession of unpublished, price sensitive information in relation to those securities.

No acquisitions or sales of Company securities may be made during Blackout Periods i.e. the time from the end of a quarter until 24 hours following the release of the quarterly cash flow report nor prior to any anticipated announcement to the ASX nor for a 24-hour period after the announcement. Trading of securities outside the trading windows can only occur in exceptional circumstances and with the approval of the Chairman or Company Secretary.

CANNINDAH RESOURCES LIMITED CORPORATE GOVERNANCE STATEMENT

As required by the ASX listing rules, the Company notifies the ASX of any transaction in the securities of the Company conducted by Directors.

Principle 4: Safeguard Integrity in Financial Reporting

Certification of Financial Reports

The Executive Chairman and the Chief Financial Officer state in writing to the Board each reporting period that the Company's financial reports present a true and fair view, in all material respects, of the Company's financial condition and operational results and are in accordance with relevant accounting standards.

Auditors

The external auditor, Grant Thornton Audit Pty Ltd, has declared its independence to the Board through the provision of its Auditor's Independence Declaration to the Board, which states that there have been no contraventions of auditor independence requirements as set out in the Corporations Act or any auditors' professional code.

The Board satisfies itself that the auditors have in place a process to ensure rotation of the audit engagement partner.

The external auditor attends the Annual General Meeting to answer any questions concerning the audit of the Company and the contents of the auditor's report.

Other Matters

The Board Charter which can be viewed in the Corporate Governance section of the Company's website sets out the processes the Board employs to verify and safeguard the integrity of its corporate reporting.

Principle 5: Make Timely and Balanced Disclosure

Cannindah Resources has established policies and procedures to ensure timely and balanced disclosure of all material matters concerning the Company, and to ensure that all investors have access to information on the Company's financial and operational performance. This ensures that the Company is compliant with the information disclosure requirements under the ASX Listing Rules.

These policies and procedures include a comprehensive Ethics and Disclosure Policy that includes processes to identify matters that may have a material impact on the price of Cannindah Resources securities, notify them to the ASX, post relevant information on the Company's website and issue media releases.

The policy is available in the Corporate Governance section of the Cannindah Resources' website

Principle 6: Respect the Rights of Shareholders

Cannindah Resources Limited aims to promote effective communication with shareholders through an investor relations program which includes:

- The annual report, including relevant information about the operations of the Company during the year, key financial information, changes in the state of affairs and indications of future developments. The annual report can be accessed either through the ASX website or Annual Reports section of the Company's website.
- The half year and full year financial results are announced to the ASX and are available to shareholders via the Cannindah Resources and ASX websites.
- All announcements made to the market and related information (including presentations to investors and information provided to analysts or the media during briefings), are made available to all shareholders under the investor information section of Cannindah Resources' website after they have been released to the ASX.
- Detailed notices of shareholder meetings are sent to all shareholders in advance of the meeting.
- Shareholding details are available through the Company's share register, Boardroom Pty Ltd.
- Shareholders are provided the option of sending and receiving communications electronically.

CANNINDAH RESOURCES LIMITED CORPORATE GOVERNANCE STATEMENT

The Board encourages full participation by shareholders at the Annual General Meeting to ensure a high level of Director accountability to shareholders and shareholder identification with the Company's strategy and goals. Important issues are presented to the shareholders as single resolutions. Shareholders are requested to vote on matters such as the adoption of the Company's remuneration report, the granting of options and shares to Directors and changes to the Constitution.

Principle 7: Recognise and Manage Risk

Risk Management

Cannindah Resources Limited recognises that the identification and management of risk is central to the Company's strategy of delivering value to shareholders through its exploration and development activities.

The Board constantly monitors the operational and financial aspects of the company's activities and is responsible for the implementation and on-going review of business risks that could affect the Company. Duties in relation to risk management that are conducted by the Directors include but are not limited to:

- initiate action to prevent or reduce the adverse effects of risk;
- control further treatment of risks until the level of risk becomes acceptable;
- identify and record any problems relating to the management of risk;
- initiate, recommend or provide solutions through designated channels;
- verify the implementation of solutions;
- communicate and consult internally and externally as appropriate; and
- inform investors of material changes to the company's risk profile.

On-going review of the overall risk management program is conducted by external parties where appropriate.

The Board ensures that recommendations made by the external parties are investigated and where considered necessary, appropriate action is taken to ensure that the Company has an appropriate internal control environment in place to manage the key risks identified.

Internal Audit

The Company does not, at this stage, have an Internal Audit function. The Board is of the view that the Company's size and scale does not currently support an independent internal audit function. The Board from time to time may utilise external parties to undertake internal audit control reviews.

The Board Charter which can be viewed in the Corporate Governance section of the Company's website sets out the processes the Board employs to oversee the Company's risk management framework.

Environmental Policy

The Company acknowledges that protection of the environment and sound environmental management strategies are essential to the continued operations of the company. The Company has established an Environmental Policy that requires the Company and its employees to:

- Observe all environmental laws and conduct activities in compliance with applicable legislation, regulations and licence requirements.
- Actively promote environmental awareness among Company personnel and contractors to increase the understanding of environmental matters.
- Incorporate environmental matters into planning and operational decisions and conduct regular audits of operations including those of contractors to ensure performance standards are maintained at the highest level

Principle 8: Remunerate Fairly and Responsibly

The 'Remuneration Report' section of the Directors' Report sets out the structure of remuneration of non-executive directors and of executives. The Report also details the nature and amount of each element of the remuneration of each non-executive Director and executive.

**CANNINDAH RESOURCES LIMITED
CORPORATE GOVERNANCE STATEMENT**

The Board assesses the appropriateness of the nature and amount of remuneration by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and management team.

Shareholders will be asked to adopt, as a non-binding vote, the Remuneration Report as contained in the Directors' Report for the financial year ended 30 June 2019

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The Board Charter which can be viewed in the Corporate Governance section of the Company's website sets out the processes the Board employs to ensure that remuneration of Directors and management is appropriate and not excessive.

**CANNINDAH RESOURCES LIMITED
TENEMENT STATEMENT AND RESOURCE STATEMENT**

TENEMENT STATEMENT AS AT 30 SEPTEMBER 2019

TENEMENT TYPE	TENEMENT NUMBER	PROJECT NAME	LOCATION
EPM	19015	Mount Borium	Queensland
EPM	18960	Borium Extended	Queensland
EPM	19009	Stephanie	Queensland
EPM	14524	Barrimoon	Queensland
EPM	15261	Mt Cannindah 2	Queensland
ML	3201	Mt Cannindah	Queensland
ML	3202	Mt Cannindah	Queensland
ML	3203	Mt Cannindah	Queensland
ML	3204	Mt Cannindah Extended 1	Queensland
ML	3205	Mt Cannindah Extended 2	Queensland
ML	3206	Mt Cannindah Extended 3	Queensland
ML	3207	Mt Cannindah Extended 4	Queensland
ML	3208	Mt Cannindah Extended 5	Queensland
ML	3209	Mt Cannindah Extended 6	Queensland
ML	1442	Piccadilly	Queensland
EPM	16198	Piccadilly	Queensland
EPM	18322	Piccadilly	Queensland

The Piccadilly mining lease and EPM's are held by Piccadilly Gold Mines Holdings Limited. On 15 September 2017, Cannindah Resources Limited announced that it had signed an Earn-In Agreement with Piccadilly Gold Mine Holdings Limited under which the Company could earn in to a total interest of 75% of the Piccadilly Project. At 30 September 2019, the Company' had completed the first phase of the earn in. At 30 September 2019, the Company's registered ownership interest in the Piccadilly mining lease and EPM's was nil.

All other tenements are 100% owned with no farm in / farm out arrangements in existence at the end of the financial year and the date of this statement.

RESOURCE STATEMENT AS AT 30 SEPTEMBER 2019

Mt Cannindah Copper Gold Project – Queensland

Resource Table

Category	Tonnes	Copper %	Gold (g/t)	Silver (g/t)
Measured	1.9	0.96	0.39	16.2
Indicated	2.5	0.86	0.34	14.5
Inferred	1.1	0.94	0.27	13.6
Total	5.5	0.92	0.34	14.9

Notes: 0.5%Cu cut-off, density of 2.7t/m³, minor rounding errors

The Mineral Resource was produced by independent consultants Hellman and Schofield and was released to the ASX on 27 October 2011. The Company confirms that the Mineral Resource at Mt Cannindah was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

There were no changes in the Mt Cannindah resource between the end the financial year and the date of this statement.

SHAREHOLDER INFORMATION

TWENTY LARGEST SHAREHOLDERS at 4 OCTOBER 2019

Holder Name	Shares	%
WEELY'S PTY LTD	26,002,180	13.454%
EKG LIMITED	22,500,000	11.642%
AQUIS FINANCE PTY LTD	19,915,070	10.304%
MR JOHN HAMILTON	14,840,000	7.678%
MR THOMAS JON PICKETT	7,292,027	3.773%
MR ROBERT CAMERON GALBRAITH	7,079,739	3.663%
BNP PARIBAS NOMINEES PTY LTD HUB24 CUSTODIAL SERV LTD DRP	6,201,356	3.209%
RIVER STREET SF PTY LTD <RIVER STREET S/F A/C>	5,486,925	2.839%
MR SALVATORE COSTANZO <S & T COSTANZO FAMILY A/C>	5,000,000	2.587%
MR ANTONIO NIRTA & MRS MARIANNE NIRTA	4,000,000	2.070%
ATRIN PTY LTD <ATRIN A/C>	2,999,208	1.552%
MR CHRISTOPHER LINDSAY BOLLAM	2,672,910	1.383%
MR ROBERT GALBRAITH	2,593,198	1.342%
MR TOBIAS SILAS CARTER	2,504,500	1.296%
MR GARY STANLEY SWIFT & MRS KAYLEEN LESLIE SWIFT <THE SWIFT SUPER FUND A/C>	2,283,871	1.182%
G & P REDFEARN INVESTMENTS P/L <G & P REDFEARN S/F A/C>	2,164,562	1.120%
BEDEL & SOWA CORP PTY LTD	2,000,000	1.035%
MS EMILY ADAMERO	2,000,000	1.035%
RESPITE PTY LTD <TWENTY TWO SUPER FUND A/C>	1,636,258	0.847%
TROMSO PTY LIMITED	1,575,169	0.815%
TOTAL	140,746,973	72.823%

DISTRIBUTION OF SHAREHOLDERS

Range	Total Holders	Shares	% Issued Capital
1 – 1,000	163	32,382	0.020
1,001 – 5,000	45	124,459	0.060
5,001 – 10,000	21	149,183	0.080
10,001 – 100,000	194	7,804,317	4.040
100,001 – 9,999,999,999	130	185,162,341	95.800
Total	553	193,272,682	100.000
Unmarketable Parcels	320	2,239,786	1.16

SUBSTANTIAL SHAREHOLDERS

Name	No. of Shares	%
WEELY'S PTY LTD	26,002,180	13.45%
EKG LIMITED	22,500,000	11.64%
AQUIS FINANCE PTY LTD	19,915,070	10.30%
MR JOHN HAMILTON	15,840,000	8.20%
MR THOMAS JON PICKETT	8,461,957	5.17%

Voting Rights - Ordinary Shares

Every holder of ordinary shares has the right to receive notices of, to attend and to vote at general meetings of the Company. On a show of hands every shareholder present at a meeting in person or by proxy, attorney or representative is entitled to one vote and upon a poll each share is entitled to one vote.

CORPORATE DIRECTORY

Company

Cannindah Resources Limited
ABN 35108 146 694
PO Box 3543
Australia Fair,
Southport, Queensland, 4215
www.cannindah.com.au

Registered Office and Place of Business

Level 3, 50 Marine Parade,
Southport, Queensland, 4215
Telephone: +61 7 3357 3988

Directors

Thomas Pickett	Executive Chairman
Geoffrey Missen	Non-Executive Director
Dr Simon Beams	Non-Executive Director

Company Secretary

Garry Gill

Auditors

Grant Thornton Audit Pty Ltd
145 Ann Street
Brisbane, Queensland 4000
Telephone: +61 7 3222 0200
Facsimile: +61 7 3222 0444

Share Registry

Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia
Level 12, 225 George St
Sydney NSW 2000 Australia
Enquiries (within Australia): (02) 9290 9655
Enquiries (outside Australia): + 61 2 9290 9655
www.boardroomlimited.com.au

Stock Exchange Listing

Australian Securities Exchange Limited
Home Exchange – Sydney
ASX code: CAE

Competent Person's Statement

Information in this report that refers to Mineral Resources has been reviewed by Dr. Simon D. Beams, a full-time employee of Terra Search Pty Ltd and a Director of Cannindah Resources Limited. Mr Johnson is a member of the Australian Institute of Mining and Metallurgy (AusIMM) and is bound by and follows the Institute's codes and recommended practices. Dr. Beams has BSc Honours and PhD degrees in geology; he is a Member of the Australasian Institute of Mining and Metallurgy (Member #107121) and a Member of the Australian Institute of Geoscientists (Member # 2689). Dr. Beams has sufficient relevant experience in respect to the style of mineralization, the type of deposit under consideration and the activity being undertaken to qualify as a Competent Person within the definition of the 2004 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves ("JORC Code"). Dr Beams consents to the inclusion of this information in the form and context in which it appears in this report.