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3D MetalForge Limited

ACN 644 780 281

Financial Report

For the Period Ended 30 November 2020

3D MetalForge Limited
Contents
For the period ended 30 November 2020

CORPORATE INFORMATION	1
DIRECTOR'S REPORT	2
AUDITOR'S INDEPENDENCE DECLARATION	6
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	7
STATEMENT OF FINANCIAL POSITION	8
STATEMENT OF CHANGES IN EQUITY	9
STATEMENT OF CASH FLOWS	10
NOTES TO THE FINANCIAL STATEMENTS	11
DIRECTORS' DECLARATION	19
INDEPENDENT AUDITOR'S REVIEW REPORT	20

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3D MetalForge Limited
Corporate Information
For the period ended 30 November 2020

Directors

Matthew Waterhouse	Managing Director & CEO
Morgan Barron	Non-Executive Director
Stuart Carmichael	Non-Executive Director
Geoffrey Piggott	Non-Executive Director

Company Secretary

Deborah Ho

Registered Office / Principal Place of Business

Ground Floor, 16 Ord Street
West Perth, WA 6005
Telephone: + 61 8 9482 0500
Facsimile: +61 8 9482 0505

Website

www.3dmetalforge.com

Share Register

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Level 5, 126 Phillip Street
Sydney, NSW 2000
Telephone: +61 2 9696 5414
Email: hello@automic.com.au

Auditor

Grant Thornton Audit Pty Ltd
Level 43, 152-158 St Georges Terrace
Perth WA 6000

Solicitors

Steinepreis Paganin
Level 4, The Read Buildings
16 Milligan Street
PERTH WA 6000

**3D MetalForge Limited
Directors' Report
For the period ended 30 November 2020**

The Directors of 3D MetalForge Limited ("the Company") present their report for the period ended 30 November 2020.

Directors

The names of Directors in office at any time during or since the end of the period were as follows:

Name	Date Appointed	Date Resigned
Matthew Waterhouse	1 October 2020	-
Morgan Barron	1 October 2020	-
Stuart Carmichael	1 October 2020	-
Geoffrey Piggott	27 November 2020	-

Principal Activities

3D MetalForge Limited was incorporated as a holding company to complete the acquisition of 100% of the issued capital of 3D Infra Pte Ltd ("**Acquisition**").

Review of Operations and Results

On 18 November 2020, the Company and 3D Infra Pte Ltd entered into an implementation agreement to complete the Acquisition. Since incorporation, the Company has incurred corporate and acquisition-related costs.

Operating Results for The Period

The Company incurred a net loss after tax for the period ended 30 November 2020 of \$45,281. As at 30 November 2020, the Company recorded a net current asset position of \$647,528.

Dividends

There were no dividends paid, recommended or declared during the period.

Significant Changes in The State of Affairs

Since incorporation of the Company on 1 October 2020, there has been no significant changes in the state of affairs of the Company.

Events Subsequent to Reporting Period

No matter or circumstance has arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in future financial periods.

Likely Developments and Expected Results of Operations

Information on likely developments in the operations of the Company and the expected results of operations have not been included in this report because the Directors believe it would be likely to result in unreasonable prejudice to the Company.

Environmental Regulation

The Company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

3D MetalForge Limited
Directors' Report
For the period ended 30 November 2020

Directors Information

Name Matthew Waterhouse (LLB (Honours))
Title Managing Director & CEO (appointed 1 October 2020)
Experience Mr Waterhouse has over 20 years of Senior Management Experience in multinational corporations, including 7 years as Associate Principal at McKinsey & Co and Chief Operating Officer (COO) for Keppel Integrated Engineering responsible for building \$1Bn+ infrastructure projects. Mr Waterhouse is the Chairman of the Additive Manufacturing (AM) Technical Committee in Singapore responsible for developing Singapore's AM standards on behalf of the National Standards Agency and represents Singapore on AM committees as the International Organization for Standardization and the American Society for Testing and Materials. Mr Waterhouse is also a member of the RIE EXCO advising Singapore's Ministry of Trade & Industry on Singapore's 5-year investment plans. This builds on more than 20 years' experience leading large-scale operations in infrastructure and top-level management consulting.

Across his career, Mr Waterhouse has specialised in company and project turnarounds (including a US\$1.1BN flagship EPC project in Qatar), operations improvement, cost reduction programs, project controls, risk management and commercial contract management. He has worked extensively across Asia Pacific (15+ years in Singapore, Indonesia, Malaysia, Thailand, Vietnam, China), Australia and Middle East (3+ years in Qatar). As well as additive manufacturing, Mr Waterhouse has expertise in waste-water EPC projects, large scale construction and shipping operations. Mr Waterhouse was called to the Bar of England and Wales and is a member of Lincoln's Inn in London and has a LLB (Hons) (Liverpool, UK).

Name Morgan Barron (B Com, C.A. S.A. Fin)
Title Non-Executive Director (appointed 1 October 2020)
Experience Mr Barron is a Chartered Accountant and has over 15 years' experience in corporate advisory. Mr Barron has advised and guided many companies undertaking fundraising activities and corporate matters.

Mr Barron is a member of the Institute of Group Directors and is a Director and shareholder of Ventnor Capital Pty Ltd and Ventnor Securities Pty Ltd which specialises in the provision of ASX Companies corporate advisory services. Mr Barron is also a Non-Executive Director of ASX listed company Latitude Consolidated Limited (ASX:LCD).

3D MetalForge Limited
Directors' Report
For the period ended 30 November 2020

Name Stuart Carmichael (B Com, C.A (Aust))
Title Non-Executive Director (appointed 1 October 2020)
Experience Mr Carmichael has extensive international corporate advisory, mergers and acquisitions, and operational experience. Mr Carmichael held various senior executive leadership positions with UGL, DTZ, AJG and KPMG Corporate Finance. Mr Carmichael has extensive corporate and operational experience across multiple geographies having lived and worked in the US, UK, Europe, the Middle East and Australia.

Mr Carmichael's sector experience includes the construction, transportation and logistics, facilities management, corporate real estate and professional services sectors. Mr Carmichael graduated from the University of Western Australia with a Bachelor of Commerce degree, majoring in Accounting and Finance and is a qualified Chartered Accountant. Mr Carmichael is also a Non-Executive Director of ASX listed company Swick Mining Services Ltd (ASX:SWK), De.mem Limited (ASX:DEM), ClearVue Technologies (ASX:CPV), and Non-Executive Chairman of Schrole Limited (ASX:SCL).

Name Geoffrey Piggott (MEngSc Environmental, BSc Eng Civil, Chartered Professional Engineer)
Title Non-Executive Director (appointed 27 November 2020)
Experience Mr Piggott has over 30 years' international experience in the engineering, design and construction sectors. Mr Piggott was held senior executive positions with Black & Veatch, URS (now AECOM) and Keppel Corporation.

Mr Piggott brings extensive technical and commercial knowledge of urban and rural infrastructure planning design and construction advice with leadership roles overseeing the following major infrastructure projects: Lane Cove Tunnel, the planning and design of the upgrading of the Great Western Highway and Camden Valley Way for the then RTA; privatization of Sydney Airport, and a study into the commercialization and expansion on Bankstown Airport, Qatar Integrated Solid Wastes Management Project with overall responsibility for the EPC delivery of this S\$2 billion project from the initial planning through detailed design, procurement, construction, commissioning and operation and S\$6.5bn Singapore Deep Tunnel Sewerage System Phase 2 (DTSS2) for PUB.

Company Secretary

Ms Deborah Ho is an Associate Member of the Governance Institute of Australia. Ms Ho has over six years of experience in company secretarial, corporate compliance and financial accounting matters. She has acted as Company Secretary to a number of ASX listed and private companies.

3D MetalForge Limited
Directors' Report
For the period ended 30 November 2020

Meetings of Directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the period ended 30 November 2020 and the number of meetings attended by each director were:

	Board Meeting		Audit & Compliance Committee Meetings*	
	Eligible to Attend	Attended	Eligible to Attend	Attended
Matthew Waterhouse	-	-	-	-
Morgan Barron	-	-	-	-
Stuart Carmichael	-	-	-	-
Geoffrey Piggott	-	-	-	-

* these are conducted by the Board as a whole, as part of board meetings.

The Board also approved five (5) circular resolutions during the period ended 30 November 2020 which were signed by all Directors of the Company.

Shares Under Option

There are no shares of the Company under option at the date of this report.

Shares Issued on The Exercise of Options

There are no shares issued on the exercise of the Company options during the period ended 30 November 2020 and up to the date of this report.

Indemnity and Insurance of Auditor

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

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 immediately after this Directors' Report.

Signed in accordance with a resolution of the Directors



Matthew Waterhouse
Managing Director
Perth
10 December 2020

Auditor's Independence Declaration

To the Directors of 3D MetalForge Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of 3D MetalForge Limited for the year ended 30 November 2020, 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



L A Stella
Partner – Audit & Assurance

Perth, 10 December 2020

Grant Thornton Audit Pty Ltd ACN 130 913 594
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3D MetalForge Limited
Statement of Profit or Loss and Other Comprehensive Income
For the period ended 30 November 2020

	Note	1 Oct – 30 Nov 2020 \$
Interest income		7
Consulting fees		(44,334)
Finance costs		(12)
Other expenses		(942)
Total Expenses		<u>(45,288)</u>
Loss before income tax expenses		(45,281)
Income tax expense	6	-
Loss after income tax for the period		<u>(45,281)</u>
Other comprehensive income for the period		
<i>Items that may be reclassified subsequently to profit or loss</i>		
Other comprehensive income, net of income tax		-
Total comprehensive loss for the period		<u>(45,281)</u>

The above statement should be read in conjunction with the accompanying notes

3D MetalForge Limited
Statement of Financial Position
As at 30 November 2020

	Note	30 Nov 2020 \$
Assets		
Current assets		
Cash and cash equivalents	3	772,046
Total current assets		<u>772,046</u>
Total assets		<u>772,046</u>
Liabilities		
Current liabilities		
Trade and other payables	4	124,518
Total current liabilities		<u>124,518</u>
Total liabilities		<u>124,518</u>
Net assets		<u>647,528</u>
Equity		
Issued capital	5	692,809
Accumulated losses		(45,281)
Total equity		<u>647,528</u>

The above statement should be read in conjunction with the accompanying notes

3D MetalForge Limited
Statement of Changes in Equity
For the period ended 30 November 2020

	Note	Issued Capital \$	Accumulated Losses \$	Total Equity \$
Incorporated at 1 October 2020		3	-	3
Loss for the period		-	(45,281)	(45,281)
Other comprehensive income		-	-	-
Total comprehensive loss for the period		-	(45,281)	(45,281)
Shares issued	5	753,619	-	753,619
Share issue costs	5	(60,813)	-	(60,813)
Balance at 30 November 2020		692,809	(45,281)	647,528

The above statement should be read in conjunction with the accompanying notes

3D MetalForge Limited
Statement of Cash Flows
For the period ended 30 November 2020

	Note	1 Oct – 30 Nov 2020 \$
Cash flows from operating activities		
Payments to suppliers		(12)
Interest received		7
Net cash used by operating activities	7	<u>(5)</u>
Cash flows from financing activities		
Proceeds from issue of shares		753,622
Oversubscription of share issue		18,429
Net cash provided by financing activities		<u>772,051</u>
Net increase in cash and cash equivalents		772,046
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period	3	<u>772,046</u>

The above statement should be read in conjunction with the accompanying notes

3D MetalForge Limited
Notes to the Financial Statement
For the period ended 30 November 2020

Note 1: 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 from date of incorporation to period ended 30 November 2020, unless otherwise stated. The financial report was authorised for issue by the Board on 10 December 2020.

Basis of Preparation

The financial report is a general-purpose financial report which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001. 3D MetalForge Limited is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Compliance with the Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Except for cash flow information, the financial report has been prepared on an accruals basis and is based on historical costs, modified where applicable, by the measurement at fair value of selected financial assets and financial liabilities. Cost is based on the fair values of the consideration given in exchange for assets.

The financial statements have been presented in Australian dollars (AUD).

Going concern assumption

The Company incurred a loss for the period to 30 November 2020 of \$45,281 and was incorporated for the purchase of completing an Initial Public Offering and purchase of 3D Infra Pte Ltd a Singaporean Technology company that operates in the metal fabrication industry in or around January 2021 subject to achieving listing approval. These factors indicate the existence of a material uncertainty which may cast doubt about the Company's ability to continue as a going concern.

The Directors believe that there are reasonable grounds to believe that the Company will be able to continue as a going concern after consideration of the following factors:

- The Directors have commenced the process of listing on the Australian Securities Exchange ("ASX"). On the successful listing, the Directors anticipate that there will be an additional \$8,000,000 capital raised and injected into the Company.

In the event that the listing is unsuccessful or further capital is not raised, and as a result the Company are unable to continue in operational existence for the foreseeable future, the Company may be unable to discharge their liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realized other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the balance sheets. In addition, the Company may have to reclassify non-current assets and non-current liabilities as current. No such adjustments have been made to these financial statements.

Revenue Recognition

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.

Note 1: Significant Accounting Policies (Continued)

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 the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on the Company's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted. 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 at 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 entities which intend to settle simultaneously.

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.

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

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and deposits held at call with financial institutions.

Note 1: Significant Accounting Policies (Continued)

Impairment of Non-Financial Assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimate the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Financial Instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Company 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

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.

Note 1: Significant Accounting Policies (Continued)

Financial Instruments (Continued)

Classifications are determined by both:

- The entities business model for managing the financial asset
- The contractual cash flow characteristics of the financial assets

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.

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 Company'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.

There are no FVPL and FVOCI instruments for the Company.

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 Company 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').

'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.

Note 1: Significant Accounting Policies (Continued)

Financial Instruments (Continued)

Trade and other receivables and contract assets

The Company 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 Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

Classification and measurement of financial liabilities

As the accounting for financial liabilities remains largely unchanged from AASB 139, the Company's financial liabilities were not impacted by the adoption of AASB 9. However, for completeness, the accounting policy is disclosed below.

The Company'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 Company 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.

Trade and other payables

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

Current and Non-Current Classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when it is either expected to be realised or intended to be sold or consumed in the Company's normal operating cycle; held primarily for the purpose of trading; expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when it is either expected to be settled in the Company's normal operating cycle; held primarily for the purpose of trading; due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Issued Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary share are deducted against the share capital account.

Note 1: Significant Accounting Policies (Continued)

New, Revised or Amended Accounting Standards and Interpretations Applicable

In the period ended 30 November 2020, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for reporting periods beginning on or after 1 January 2020.

Conceptual Framework for Financial Reporting (Conceptual Framework)

The revised Conceptual Framework is applicable to annual reporting periods beginning on or after 1 January 2020. The Conceptual Framework contains new definition and recognition criteria as well as new guidance on measurement that affects several Accounting Standards. Where the Company has relied on the existing framework in determining its accounting policies for transactions, events or conditions that are not otherwise dealt with under the Australian Accounting Standards, the Company may need to review such policies under the revised framework. The application of the Conceptual Framework does not a material impact on the Company's financial statements.

New, Revised or Amended Accounting Standards and Interpretations Not Yet Mandatory

Any new and revised Standards and Interpretations issued but not yet mandatory, have not been early adopted by the Company for the period reporting period 30 November 2020. At this time, the adoption of these new or amended Accounting Standards and Interpretations are not expected to have a material impact on the financial statements.

Critical Accounting Judgements, Estimates and Assumptions

When preparing the interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results. There were no critical accounting judgements, estimates and assumptions applied in the interim financial statements, other than the below.

Coronavirus (COVID-19) pandemic

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

Note 2: Dividends

There have been no dividends declared or recommended and no distributions made to shareholders or other persons during the period.

Note 3: Cash and Cash Equivalents

	30 Nov 2020
	\$
Cash and cash equivalents	<u>772,046</u>

3D MetalForge Limited
Notes to the Financial Statement
For the period ended 30 November 2020

Note 4: Trade and Other Payables

	30 Nov 2020 \$
Trade payables	106,090
Other payables	18,428
	<u>124,518</u>

Note 5: Issued Capital

	Shares #	\$
Issued and Paid Up Capital		
Fully paid ordinary shares as at 30 November 2020	<u>9,619,285</u>	<u>692,809</u>
<i>Movements in ordinary share capital</i>		
Balance as at 1 October 2020	-	-
Incorporation of Company – 1 October 2020 ¹	3	3
Issue of shares – seed ²	3,619,282	3,619
Issue of shares – pre-IPO ³	6,000,000	750,000
Share issue costs	-	(60,813)
Balance as at 30 November 2020	<u>9,619,285</u>	<u>692,809</u>

¹ Upon incorporation of the Company on the 1 October 2020, 3 shares were issued at \$1 per share.

² On 26 November 2020, 3,619,282 shares were issued at \$0.001 per share, pursuant to a subscription agreement and seed capital raise.

³ On 27 November 2020, 6,000,000 shares were issued at \$0.125 per share, pursuant to a pre-IPO capital raise.

Note 6: Income Tax

	30 Nov 2020 \$
<i>The prima facie tax on loss before income tax is reconciled to the income tax as follows:</i>	
Loss before income tax	<u>45,281</u>
Prima facie tax payable on loss from ordinary activities before income tax at 30%	13,584
Non-assessable non-exempt	-
Non-deductible expenditure	-
Temporary differences	(13,584)
Movement in unrecognised deferred tax assets	-
Income tax benefit	<u>-</u>
Tax loss carried forward	45,281

The potential deferred tax assets, arising from tax losses are not brought to account as management is of the view that there is uncertainty in the realisation of the related tax benefits through future taxable profits.

3D MetalForge Limited
Notes to the Financial Statement
For the period ended 30 November 2020

Note 7: Reconciliation of Loss to Net Cash from Operating Activities

	30 Nov 2020
	\$
Loss after income tax for the period	(45,281)
<i>Change in operating assets and liabilities</i>	
Increase/(decrease) in trade and other payables	45,278
Net cash used by operating activities	(5)

Note 8: Auditor Remuneration

	30 Nov 2020
	\$
Review of financial statements	-

Note 9: Related Party Transactions

During the period ended 30 November 2020, there were transactions made with related parties on normal commercial terms and conditions and at deemed market rates.

Ventnor Capital Pty Ltd, a company of which Mr Carmichael and Mr Barron are Directors, provided bookkeeping, financial accounting services, company secretarial support, and corporate services in relation to the administration of the Company. A total amount of \$56,590 was incurred by the Company and is outstanding as at 30 November 2020.

Ventnor Securities Pty Ltd, a company of which Mr Carmichael and Mr Barron are Directors, provided capital raising support to the Company. A total amount of \$49,500 was incurred by the Company and is outstanding as at 30 November 2020.

Note 10: Contingent Assets and Liabilities

There were no contingent liabilities or contingent assets as at 30 November 2020.

Note 11: Commitments

There were no commitments as at 30 November 2020.

Note 12: Events Subsequent to Reporting Period

No matter or circumstance has arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in future financial periods.

3D MetalForge Limited
Directors' Declaration
For the period ended 30 November 2020

The Directors' of the Company declare that:

1. In the Directors' opinion, the financial statements and accompanying notes are in accordance with the *Corporations Act 2001* and:
 - a) comply with Accounting Standards and the *Corporations Regulations 2001*; and
 - b) give a true and fair view of the Company's financial position as at 30 November 2020 and of its performance for the period ended on that date;
2. Note 1 confirms that the financial statements also comply with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB);
3. In the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;

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



Matthew Waterhouse
Managing Director
Perth
10 December 2020

Independent Auditor's Report

To the Members of 3D MetalForge Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of 3D MetalForge Limited (the Company), which comprises the statement of financial position as at 30 November 2020, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period then ended, and notes to the financial statements, including a summary of significant accounting policies, and the Directors' declaration.

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

- a giving a true and fair view of the Company's financial position as at 30 November 2020 and of its performance for the period 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 Company in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We 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 Company incurred a net loss of \$45,281 during the period ended 30 November 2020. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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 Company's financial report for the period ended 30 November 2020, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the financial report

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

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

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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/ar4.pdf. This description forms part of our auditor's report.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



L A Stella
Partner – Audit & Assurance

Perth, 10 December 2020