



# **Half Year Financial Report**

## **31 December 2021**

ABN 82 138 358 728

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## Board of Directors

David Williams	Executive Chairman
Richard Willson	Non-executive Director
Eoin Rothery	Technical Director

## Company Secretary

Richard Willson

## Principal and Registered Office

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[www.thomsonresources.com.au](http://www.thomsonresources.com.au)

## ASX Share Register

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T: +61 2 9290 9600 (International)  
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## Auditor

BDJ Partners  
Level 8, 124 Walker Street  
North Sydney, NSW 2060

## Securities Exchange Listing

Australian Securities Exchange  
ASX Code: TMZ

OTC Markets  
OTCQB: TMZRF

# Directors' Report

Your directors submit their report for Thomson Resources Ltd for the half year ended 31 December 2021.

## DIRECTORS

The names of the Company's directors in office during the half year and until the date of this report are as below. Directors were in office for this entire period unless otherwise stated.

David Williams	Executive Chairman	appointed 31 July 2019
Richard Willson	Non-executive Director & Company Secretary	appointed 31 July 2019
Eoin Rothery	Technical Director	appointed 8 July 2010

## REVIEW AND RESULTS OF OPERATIONS

The net results of operations after income tax expense for the half year was a loss of \$1,457,225 (2020: \$1,010,230).

### New England Fold Belt Hub & Spoke

Thomson has aggressively pursued its consolidation strategy in the NSW and Qld border region, to bring together into an overarching project, a large precious silver – gold, base and technology metal (zinc, lead, copper, tin) project that could be potentially developed and centrally processed as part of Thomson's New England Fold Belt Hub & Spoke Strategy.

Thomson's New England Fold Belt Hub and Spoke Strategy encompasses the 100% owned Texas (including the Twin Hills, Mt Gunyan and Silver Spur deposits), Webbs and Conrad projects. Resources for these projects have been published by previous owners of these projects. Thomson has been systematically reviewing these projects with the goal of delivering JORC 2012 compliant Mineral Resource Estimates (MREs) for each deposit. The first of these MREs was delivered for the Conrad deposit during the period.

#### Texas Silver District

The Texas district is a key project in the Company's New England Fold Belt (NEFB) Hub and Spoke central processing strategy.

Thomson began a district scale exploration program aimed at defining new targets outside of the known resource areas for drill testing in 2022. The Company began compiling an extensive patchwork of historic exploration data sets for the Texas District which has been amassed over decades of exploration by previous explorers at a considerable expense by them.

As part of the exploration program over the Texas Silver District, Thomson commenced a 10 line-km IP electrical geophysics program during the period. The northern lines of the Thomson IP survey are designed to test the projected extension of the Stokes Fault under cover to the northwest from the Twin Hills pit.

#### Silver Spur Deposit

In December 2021, Thomson completed the acquisition for 100% of the Silver Spur Mining Lease, which covers the historic high-grade Silver Spur Mine, located only 2km away from the Twin Hills Silver Deposit.

Thomson's resource consultants, AMC, commenced calculations for a JORC 2012 compliant MRE for the Silver Spur deposit. Analysis of historic geophysics and recent structural interpretations by the Company's geoscience consultants, Global Ore Discovery, has highlighted a series of compelling exploration targets in the mine area. A comprehensive re-evaluation of the Silver Spur deposit has been completed by Thomson consultants.

After the reporting period, Thomson has announced an MRE for the Silver Spur Mine.

#### Twin Hills and Mt Gunyan Deposits

During the period, the Company advanced operations in defining an MRE for each of the Twin Hills silver-gold deposit and the Mt Gunyan silver-gold deposit.

Twin Hills is a bulk-minable, silver – gold deposit with minor associated zinc, lead and copper. Only approximate 25% of the known sulphide deposit has been mined via previous open pit mining and heap leach operations. This has left most of the deposit unmined and silver – gold sulphide mineralisation outcropping in the pit floor, easily accessible for a potential restart of mining operations.

After the reporting period, Thomson announced an MRE for each of the Twin Hills and Mt Gunyan Deposits.

# Directors' Report

## Conrad Silver Project

During the reporting period, the Company published an Indicated and Inferred Mineral Resource Estimate (MRE) in accordance with JORC 2012 for the 100% owned Conrad silver polymetallic project of 3.33 Mt at 193 g/t AgEq for a contained 20.72 Moz AgEq.

Thomson initiated a detailed geological mapping and rock chip sampling program at the 7.5km long Conrad lode system to test for extensions to known areas of mineralisation.

## Webbs Silver Project

No on ground exploration work was conducted at the Webbs Silver Project over the period. However, the Company's technical and metallurgical consultants undertook detailed preparatory work towards delivering a JORC 2012 compliant Mineral Resource Estimate for the Webbs deposit.

## Mt Carrington Gold Project

Thomson made significant progress with its earn-in obligations at Mt Carrington during the period. Thomson was appointed as Mine Operator of the Mt Carrington Mine under the Work Health and Safety (Mines and Petroleum Sites) Regulation 2014 and completed compliance activities to maintain the tenements in good standing.

The Definitive Feasibility Study (DFS) and Environmental Impact Statement (EIS) were also advanced during the period as part of the earning-in.

## Lachlan Fold Belt

Given the experience of putting together and working on the New England Fold Belt Hub and Spoke Strategy, Thomson considers that its Lachlan Fold Belt projects will equally lend themselves to the implementation of a Hub and Spoke Strategy once more is known about the existing gold and tin deposits as well as the new areas added that are yet to be the subject of Thomson on-ground exploration activity.

A forward exploration program for the Lachlan Fold Belt Projects was developed during the reporting period and drill rigs were secured. Due to unforeseen weather conditions the program was delayed and was not able to be commenced until after the end of the reporting period.

## Barellan Gold Project

Thomson completed the acquisition of the Barellan Gold Project (EL7896) from private company Cape Clear (Lachlan) Pty Ltd and ASX listed Carpentaria Resources Ltd (ASX:CAP).

The Barellan EL 7896 is approximately 25km northwest of Thomson's Harry Smith gold project and has similar host rocks. The main prospect in EL7896 is the Warrawong Prospect. This includes the Daley and Greig historic gold workings, which consisted of 3 shafts along a NW-trending line-of-lode.

## Harry Smith Gold

The Company completed a new geological interpretation of the Harry Smith Gold project, which outlines three sub-parallel lodes 200m apart, that run WNW-ESE in a corridor running NNW-SSE. The new interpretation also suggests that there is significant potential for repeats, both within the NNW-SSE corridor as well as repeats of the whole corridor itself.

## Wargin Application ELA6364

Thomson submitted an application for a further Exploration Licence - Wargin (ELA6364) for an area of 100 units immediately east of Thomson's existing Buddigower tenement (EL9208) and north of its Buggajool tenement (EL9112). It has the NW extent of the Valley View gold anomaly and covers the Wargin granite which is the same age, 430Ma +/-3 million years, as the Yalgogrin Granite as well as the Grong Grong Granite at the Harry Smith gold project.

The Farm-in agreement with Silver Mines Ltd (ASX: SVL) entered into October 2016 has expired without Silver Mines earning an interest in EL7391. Thomson is now free to progress its own exploration activities on the Havilah tenement.

## Queensland Gold & Silver

### Chillagoe Gold Project

Thomson was awarded a grant for \$100,000 in August which will partly fund a 3,000 line kilometre high resolution airborne magnetic survey west of Chillagoe to help define intrusion related mineralisation targets

# Directors' Report

## Corporate

Thomson undertook a USA institutional share placement to raise approximately A\$4.83 million. The Share Placement was conducted at A\$0.075 per share and subscribers for the new shares also receive 3 options for every 4 new shares subscribed for, with each option having an exercise price of A\$0.115 and an exercise period of 3 years from the date of issue.

Non-renounceable entitlement offer was heavily oversubscribed by eligible shareholders with applications for Entitlements and Additional New Options totalling 680,150,288 New Options. The New Options are exercisable at A\$0.115 on or before 28 October 2024 and are now quoted on ASX. Applications for Additional New Options will be scaled back to the number available under the Shortfall Offer, meaning the Company has successfully raised the maximum of \$138,859 (before costs).

Thomson completed its dual listing on the OTCQB Market in the United States and the Company's shares are now listed for trading under the code "TMZRF".

Unlisted options with an exercise price of \$0.06 and an expiry date of 30 November 2021 have been exercised. Originally there were 13,500,000 options issued by the Company, all of which have now been exercised, which means that the exercise of all these options has aggregated \$810,000 in additional funds for the Company.

Thomson has made several key appointments and changes to its Senior Management team, which reflects its ongoing evolution into a minerals development company. The team now comprises:

- ▶ Executive Chairman – David Williams
- ▶ Technical Director – Eoin Rothery
- ▶ Non-Executive Director & Company Secretary – Richard Willson
- ▶ General Manager Operations – Graeme Skelton
- ▶ General Manager Exploration – Martin Bennett
- ▶ Manager HSE – Mark Martyr
- ▶ Manager Environmental Approvals and Compliance – Candice Nucifora

## PRINCIPAL ACTIVITIES

The principal activity of the Company is exploration for the discovery and delineation of high-grade base and precious metal deposits principally within the Lachlan and New England Fold Belt of NSW and the development of those resources into cash flow generating businesses. In addition, the Company continues to review other opportunities in the Australian minerals sector.

## DIVIDENDS

No dividends were paid or proposed during the period.

## SIGNIFICANT EVENTS AFTER THE BALANCE DATE

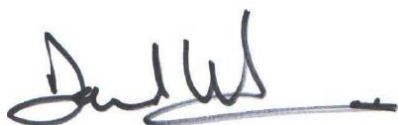
- ▶ The Company has entered into an Equity Funding Facility Agreement with Securities Vault Pty Ltd to assist with funding the Company's upcoming exploration, technical study and development initiatives across the New England Fold Belt Hub and Spoke Project Portfolio (see Thomson ASX Release dated 4 February 2022 for further details).
- ▶ The Company has entered into a A\$2.6 million placement agreement with strategic investment fund Patras Capital Pte Ltd to provide underlying funding for the next 4 months (see Thomson ASX Release dated 8 March 2022 for further details).

# Directors' Report

## AUDITOR'S INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration to the Directors as required under section 307C of the Corporations Act 2001 is set out on page 16.

Signed in accordance with a resolution of the directors.



David Williams  
Executive Chairman

16 March 2022

### Competent Persons Statement

*The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Eoin Rothery, (MSc, MAIG RPGeo), who is a member of the Australian Institute of Geoscientists. Mr Rothery is a full time employee of Thomson Resources Ltd. Mr Rothery has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Rothery consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.*

- 1 The Silver Spur, Twin Hills and Mt Gunyan Mineral Resource Estimates were announced to the ASX on March 1, 2022*
- 2 The Conrad Mineral Resource Estimate was announced to the ASX on August 11, 2021*

*Thomson Resources Limited confirms that it is not aware of any new information or data that materially affects the estimates of mineral resources stated above and that all the material assumptions and technical parameters in the estimates in the relevant market announcement continue to apply and have not materially changed.*

# Consolidated Statement of Comprehensive Income

For the half year ended 31 December 2021

		31 December 2021 \$	31 December 2020 \$
<b>Revenue</b>	Note 4	206	12,437
ASX and ASIC fees		(37,889)	(19,858)
Audit fees		(39,500)	(17,000)
Contract administration services		(122,934)	(75,847)
Depreciation expense		(24,114)	(2,993)
Employee costs (net of costs recharged to exploration projects)		(350,418)	(219,893)
Exploration expenditure expensed	6	-	(186,072)
Insurance costs		(13,816)	(7,374)
Rent		(15,382)	(7,200)
Share based payments		(185,651)	(135,000)
Marketing and PR		(466,240)	(268,051)
Other expenses from ordinary activities		(387,137)	(83,379)
<b>Profit/ (loss) before income tax expense</b>		(1,457,225)	(1,010,230)
Income tax expense		-	-
<b>Profit/ (loss) after income tax expense</b>		(1,457,225)	(1,010,230)
<b>Other comprehensive income</b>			
Other comprehensive income for the period, net of tax		-	-
<b>Other comprehensive income/(loss) for the period</b>		-	-
<b>Total comprehensive income/(loss) for the period attributable to members of Thomson Resources Ltd</b>		(1,457,225)	(1,010,230)
Basic gain/(loss) per share (cents per share)	8	(0.29)	(0.46)
Diluted gain/(loss) per share (cents per share)	8	(0.29)	(0.46)

The Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

# Consolidated Statement of Financial Position

As at 31 December 2021

## ASSETS

### Current assets

Cash and cash equivalents

Receivables

### Total current assets

### Non-current assets

Tenement security deposits

Property, plant and equipment

Motor Vehicles

Other asset

Deferred exploration and evaluation expenditure

### Total non-current assets

### Total assets

## LIABILITIES

### Current liabilities

Payables

Provisions

### Total current liabilities

### Non-current liabilities

Provisions

### Total non-current liabilities

### Total liabilities

### Net assets

## EQUITY

Contributed equity

Accumulated losses

Reserves

### Total equity

Note	31 December 2021 \$	30 June 2021 \$
5	482,174	6,707,451
	58,724	46,147
	540,898	6,753,598
	3,773,256	457,140
	395,968	237,966
	75,681	27,236
	-	650,000
6	23,749,071	13,991,671
	27,993,976	15,364,012
	28,534,874	22,117,610
	1,566,442	790,427
	193,676	97,848
	1,760,118	888,275
	22,959	136
	22,959	136
	1,783,077	888,411
	26,751,797	21,229,199
9	31,045,983	24,191,773
	(11,089,237)	(9,729,762)
10	6,795,051	6,767,188
	26,751,797	21,229,199

The Statement of Financial Position should be read in conjunction with the accompanying notes.



# Consolidated Statement of Changes in Equity

For the half year ended 31 December 2021

	Contributed equity \$	Accumulated losses \$	Reserves \$	Total equity \$
<b>1 July 2020</b>	8,880,678	(6,778,872)	155,950	2,247,756
Profit/(loss) for the period	-	(1,010,230)	-	(1,010,230)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income for the period</b>	-	(1,010,230)	-	(1,010,230)
<b>Transactions with owners in their capacity as owners:</b>				
Issue of share capital, net of transaction costs	5,692,662	-	-	5,692,662
Share Capital Applications	4,100	-	-	4,100
Cost of share based payments during the period	-	-	1,650,000	1,650,000
Expired and exercised option value transferred to accumulated losses	-	37,200	(37,200)	-
<b>At 31 December 2020</b>	14,577,440	(7,761,902)	1,768,750	8,584,288
<b>1 July 2021</b>	24,191,773	(9,729,762)	6,767,188	21,229,199
Profit/(loss) for the period	-	(1,485,088)	-	(1,485,088)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income for the period</b>	-	(1,485,088)	-	(1,485,088)
<b>Transactions with owners in their capacity as owners:</b>				
Issue of share capital, net of transaction costs	6,854,210	-	-	6,854,210
Share Capital Applications	-	-	-	-
Cost of share based payments during the period	-	-	125,613	125,613
Expired and exercised option value transferred to accumulated losses	-	97,750	(97,750)	-
<b>At 31 December 2021</b>	31,045,983	(11,089,237)	6,795,051	26,751,797

The Statement of Changes in Equity should be read in conjunction with the accompanying notes.

# Consolidated Statement of Cash Flows

For the half year ended 31 December 2021

Note	31 December 2021 \$	31 December 2020 \$
<b>Cash flows from operating activities</b>		
Payment to suppliers and employees	(936,684)	(479,969)
Interest received	3	153
Other Revenue	203	-
Joint venture income	-	10,500
Net cash flows (used in) operating activities	(936,478)	(469,316)
<b>Cash flows from investing activities</b>		
Plant and equipment	(230,561)	(35,656)
Deposits	(3,316,116)	(50,000)
Expenditure on mining interests (exploration)	(6,798,445)	(813,083)
Net cash flows (used in) investing activities	(10,345,122)	(898,739)
<b>Cash flows from financing activities</b>		
Proceeds from issue of shares (net of costs)	5,056,323	6,813,375
Proceeds from borrowings	-	-
Net cash flows from financing activities	5,056,323	6,813,375
<b>Net increase (decrease) in cash held</b>	(6,225,277)	5,445,320
Add opening cash brought forward	6,707,451	22,351
<b>Closing cash carried forward</b>	5 482,174	5,467,851

The Statement of Cash Flows should be read in conjunction with the accompanying notes.

# Notes to the Consolidated Financial Statements

For the half year ended 31 December 2021

## NOTE 1. CORPORATE INFORMATION

The financial report of Thomson Resources Ltd (the Company) for the half year ended 31 December 2021 was authorised for issue in accordance with a resolution of the Directors on 16 March 2022. Thomson Resources Ltd (the Parent) is a company incorporated in Australia and limited by shares which are publicly traded on the Australian Securities Exchange using the ASX code TMZ, and on the OTCQB using the code TMZRF.

The nature of the operations and principal activities of the Group are described in the Directors' Report.

## NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The half year financial report does not include all notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the Group as the full financial report.

The half year financial report should be read in conjunction with the Annual Financial Report of TMZ as at 30 June 2021.

It is also recommended that the half year financial report be considered together with any public announcements made by TMZ during the half year ended 31 December 2021 in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001*.

### Basis of preparation

The half year financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, applicable Accounting Standards, including AASB 134 Interim Financial Reporting and other mandatory professional reporting requirements. The half year financial report has been prepared on a historical cost basis.

For the purpose of preparing the half year financial report, the half year has been treated as a discrete report period.

### Significant accounting policies

The half year financial statements have been prepared using the same accounting policies as used in the annual financial statements for the year ended 30 June 2021.

Management has reviewed and assessed the new accounting standards effective 1 July 2021 and these have been deemed to not have a material impact on the group.

### Fair value measurement

The carrying amounts of the Group's assets and liabilities are a reasonable approximation of their fair values with the exception of deferred exploration and evaluation expenditure.

### Basis of consolidation

The half year consolidated financial statements comprise the financial statements of Thomson Resources Ltd and its subsidiaries (the Group). The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. All inter-company balances and transactions, including unrealised profits arising from intra-group transactions, have been eliminated in full. The subsidiaries are consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group.

### Going concern

The condensed interim financial statements have been prepared on a going concern basis which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

The Company recorded a loss after tax of \$1,457,225 (2020: \$1,010,230) for the six months ended 31 December 2021. At 31 December 2021 the Group had cash and cash equivalents of \$482,174 (30 June 2021: \$6,707,451 and net assets of \$26,751,797 (30 June 2021: \$21,229,199).

The Directors have prepared cash flow forecasts that support the ability of the Company to continue as a going concern for the period of at least 12 months from the date of the Directors declaration. The cash flow projections assume the Company continues active exploration activities on all tenements, including the transactions announced post period end, and associated capital raising. The Company is well advanced in negotiations for significant capital raises.

# Notes to the Consolidated Financial Statements

For the half year ended 31 December 2021

If the capital raises are unsuccessful, this may indicate there is a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

## NOTE 3. FINANCIAL REPORT BY SEGMENT

The operating segments identified by management are as follows:

(a) Australian exploration projects

Regarding the Exploration segment, the Chief Operating Decision Maker (the Board of directors) receives information on the exploration expenditure incurred. This information is disclosed in Note 6 of the Half Year Report. No segment revenues are disclosed as each exploration tenement is not at a stage where revenues have been earned. Furthermore, no segment costs are disclosed as all segment expenditure is capitalised, with the exception of expenditure written off which is disclosed in Note 6 of the Half Year Report.

Financial information about each of these tenements is reported to the Board on an ongoing basis.

Corporate office activities are not allocated to operating segments as they are not considered part of the core operations of any segment and comprise of the following:

- ▶ Interest revenue
- ▶ Corporate costs
- ▶ Depreciation and amortisation of non-project specific property, plant and equipment

The Group's accounting policy for reporting segments is consistent with that disclosed in Note 2.

## NOTE 4. REVENUE

	31 December 2021 \$	31 December 2020 \$
Joint Venture Income	-	10,500
Other Revenue	203	-
Interest Received	3	1,937
	206	12,437

## NOTE 5. CASH AND CASH EQUIVALENTS

	31 December 2021 \$	30 June 2021 \$
Cash at bank and on hand	482,174	6,707,451
Money market securities – bank deposits	-	-
	482,174	6,707,451

## NOTE 6. DEFERRED EXPLORATION AND EVALUATION EXPENDITURE

	31 December 2021 \$	30 June 2021 \$
Costs brought forward	13,991,671	2,460,418
Costs incurred during the period	8,108,900	5,022,982
Share issue for acquisition of exploration projects	1,648,500	7,432,523
Expenditure written off during the period	-	(924,252)
Costs carried forward	23,749,071	13,991,671

# Notes to the Consolidated Financial Statements

For the half year ended 31 December 2021

## NOTE 7. CONTINGENT ASSETS AND LIABILITIES

The Group has provided guarantees totalling \$3,773,256 (30 June 2021: \$457,140) in respect of exploration tenements. These guarantees in respect of mining tenements are secured against term deposits with a banking institution and cash held by the NSW Department of Industry – Resources and Energy.

## NOTE 8. EARNINGS PER SHARE

	31 December 2021	31 December 2020
	\$	\$
Net profit/(loss) used in calculating basic and diluted gain/(loss) per share	(1,457,225)	(1,010,230)
	Number	Number
Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS	504,209,990	217,502,026
	Cents per share	Cents per share
Basic earnings (loss) per share (cents per share)	(0.29)	(0.46)
Diluted earnings (loss) per share (cents per share)	(0.29)	(0.46)

## NOTE 9. CONTRIBUTED EQUITY

	31 December 2021	30 June 2021
	\$	\$
<b>Share capital</b>		
561,877,035 fully paid ordinary shares (30 June 2021: 463,177,510)	36,175,464	28,653,390
Fully paid ordinary shares carry one vote per share and carry the right to dividends.		
<b>Share issue costs</b>		
	(5,129,481)	(4,461,617)
	31,045,983	24,191,773

### Movements in ordinary shares on issue

	Number	\$
<b>At 30 June 2021</b>		
Shares issued	463,177,510	28,653,390
	98,699,525	7,522,074
<b>At 31 December 2021</b>	561,877,035	36,175,464

- In July 2021 the Company issued 100,000 shares at \$0.03 for the conversion of options to shares.
- In August 2021 the Company issued 394,524 shares at \$0.03 for the conversion of options to shares.
- In August 2021 the Company issued 351,667 shares at \$0.03 for the conversion of options to shares.
- In September 2021 the Company issued 5,000,000 shares at \$0.06 for the conversion of options to shares.
- In September 2021 the Company issued 3,076,667 shares at \$0.03 for the conversion of options to shares.
- In October 2021 the Company issued 150,000 shares at \$0.03 for the conversion of options to shares.
- In October 2021 the Company issued 1,558,333 shares at \$0.06 for conversion of options to shares.
- In October 2021 the Company issued 3,000,000 shares at \$0.09 to purchase an exploration tenement.
- In October 2021 the Company issued 8,450,000 shares at \$0.09 to a service provider for consulting services.
- In October 2021 the Company issued 500,000 shares at \$0.09 to a service provider for consulting services.
- In October 2021 the Company issued 2,750,000 shares at \$0.10 to a service provider for a marketing campaign.
- In October 2021 the Company issued 200,000 shares at \$0.09 to employees of a service provider.

# Notes to the Consolidated Financial Statements

For the half year ended 31 December 2021

- In October 2021 the Company issued 52,083,334 shares at \$0.075 in a share placement.
- In November 2021 the Company issued 12,333,333 shares at \$0.075 in a share placement.
- In November 2021 the Company issued 2,310,000 shares at \$0.03 for the conversion of options to shares.
- In December 2021 the Company issued 1,441,667 shares at \$0.06 for the conversion of options to shares.
- In December 2021 the Company issued 5,000,000 shares at \$0.12 for a capital acquisition.

## 10. RESERVES (SHARE BASED PAYMENTS)

### Share based payment reserve

#### Outstanding at the beginning of the period

##### At 30 June 2021

Options issued

Options expired

##### At 31 December 2021

- (i) 9,662,500 options were issued in November 2021
- (ii) 8,500,000 options expired in November 2021

	Number	\$
	148,567,916	6,767,188
(i)	9,662,500	125,613
(ii)	(8,500,000)	(97,750)
	149,730,416	6,795,051

## 11. EVENTS AFTER THE BALANCE SHEET DATE

Since 31 December 2021 the following significant events have occurred:

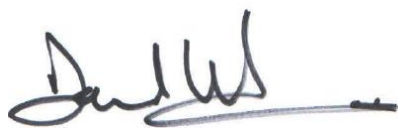
- ▶ The Company has entered into an Equity Funding Facility Agreement with Securities Vault Pty Ltd to assist with funding the Company's upcoming exploration, technical study and development initiatives across the New England Fold Belt Hub and Spoke Project Portfolio (see Thomson ASX Release dated 4 February 2022 for further details).
- ▶ The Company has entered into a A\$2.6 million placement agreement with strategic investment fund Patras Capital Pte Ltd to provide underlying funding for the next 4 months (see Thomson ASX Release dated 8 March 2022 for further details).

## Directors' Declaration

In the opinion of the Directors of Thomson Resources Ltd:

- (a) The financial statements and notes of the Group are in accordance with the *Corporations Act 2001*, including:
  - (i) Giving a true and fair view of the Group's financial position as at 31 December 2021 and the performance for the half year ended on that date; and
  - (ii) Complying with Accounting Standard AASB 134 "Interim Financial Reporting" and the Corporations Regulations 2001; and
- (b) There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the board of Directors.

A handwritten signature in black ink, appearing to read 'David Williams', with a horizontal line extending to the right.

David Williams  
Executive Chairman

16 March 2022

## Independent Auditor's Review Report

To the members of Thomson Resources Limited

### Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Thomson Resources Limited and controlled entities (the consolidated entity), which comprises the consolidated statement of financial position as at 31 December 2021, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

### Directors' Responsibility for the Half-Year Financial Report

The directors of Thomson Resources Limited (the company) are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2021 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Thomson Resources Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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## Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Thomson Resources Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

## Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Thomson Resources Limited and controlled entities is not in accordance with the Corporations Act 2001 including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2021 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

## Material Uncertainty Related to Going Concern

We draw attention to Note 2 "Going concern" which states that the directors are in negotiations to raise additional funds. Should the fund raising be unsuccessful, it would indicate a material uncertainty which may cast doubt about the consolidated entity's ability to continue as a going concern and the consolidated entity's ability to pay its debts as and when they fall due. Our conclusion is not modified in respect of this matter.

BDJ Partners



Gregory W Cliffe  
Partner

16 March 2022

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## Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of Thomson Resources Limited and Controlled Entities

I declare that, to the best of my knowledge and belief during the half year ended 31 December 2021 there have been:

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

BDJ Partners



Gregory W Cliffe  
Partner

16 March 2022

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