

QUARTERLY ACTIVITIES REPORT: 30 JUNE 2022

- Maiden JORC Mineral Resource released in May 2022, significantly exceeding the Exploration Target, and delivered:
 - o 135 Mt @ 4.0% THM
 - Indicated Mineral Resource of 88 Mt @ 3.8% THM; and
 - Inferred Mineral Resource of 47 Mt @ 4.5% THM.
 - 4.9 Mt contained garnet (equivalent to 5 years of global demand)
- Significant upside potential discovered with the Port Gregory Mineral Resource being open to both the north and the south within HVY's tenure
- Hort Gregory Scoping Study (PGSS) and Preliminary Economic Assessment (PEA) awarded to IHC Mining
 - Scoping study is on time and on budget for delivery August 22
 - Optionality of the Scoping Study will seek to maximise the project Net Present Value (NPV)
- 1,500 kg bulk sample from Port Gregory sent to IHC Mining for metallurgical analysis
 - Final test work results expected August 22
- H Significant garnet mineralisation discovered at "Red Hill", 37 km to the South of the Port Gregory Garnet Project area with a comparable geological setting to Port Gregory
- Small scale DGPR (Differential Ground Penetrating Radar) surveys undertaken at Port Gregory and Red Hill.

 Analysis of results pending
- ★ Metallurgy results from the Inhambane project produced the following:
 - Inhambane mineral sands can be processed using typical processing methodologies and equipment
 - Primary Ilmenite containing 49.8% TiO2, 0.6% SiO2, 0.4% Al2O3 and < 0.1% Cr2O3
 - o Zircon containing 66% ZrO2 + HfO2, < 0.1% TiO2 and < 500ppm U + Th
 - High Titanium product containing > 90% TiO2
- ₩ HVY maintains a sound financial position at the end of the quarter with a cash balance of \$2.412M

Commentary from Executive Director & CEO, Mr. Nic Matich:

"The second quarter of 2022 was transformational for the company. Releasing the Maiden JORC Mineral Resource and the award of the Scoping Study for the Port Gregory Project has elevated HVY from pure explorer to a potential developer. The quarter saw HVY deliver on its stated strategy of rapidly exploring and developing the Port Gregory Project. We have now completed a significant body of value adding work since listing in September 2021."

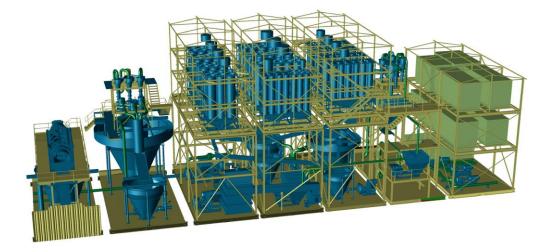


Figure 1: Mineral sands modular plant concept (IHC Mining)





Heavy Minerals Limited (ACN 647 831 833) ("HVY", "Heavy Minerals" or the "Company") is pleased to provide the following updates on its activities for the quarter ending 30 June 2022.

Port Gregory Garnet Project

The Port Gregory Garnet Project consists of six tenements totalling 227.28 km2 located approximately 50 km North of Geraldton. The Port Gregory Project is the initial focus of the Company and is prospective for industrial minerals, in particular garnet. The Project has a JORC Mineral Resource estimate of 135 Mt @ 4.0% (THM) or 4.9 Mt Contained garnet.

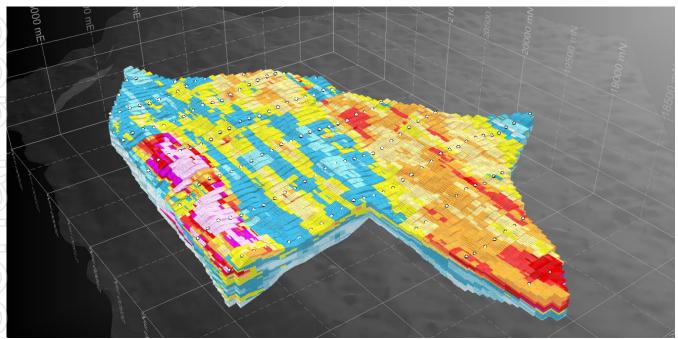


Figure 2: Port Gregory Block Model showing THM grade

Maiden JORC Mineral Resource

Prior to the reporting quarter, HVY finalised a 187-hole, 5,653.5 m drilling program at Port Gregory. The assay results for the program were processed by IHC Mining with the Maiden JORC Mineral resource released to the ASX on the 2nd of May 2022.

The Port Gregory Mineral Resource estimate is reported at a cut-off grade of 2.0% THM and is presented below in Table 1. This table conforms to guidelines set out in the JORC Code (2012).

At a cut-off grade of 2.0% THM the Port Gregory deposit comprises a total Mineral Resource of 135 Mt @ 4.0% THM, 10% SLIMES and 10% OS (Over Size) containing 5.4 Mt of THM with an assemblage of 90% garnet, 4% ilmenite, 1% rutile and 0.6% zircon. The JORC categories are specifically stated as:

- an Indicated Mineral Resource of 88 Mt @ 3.8% THM, 10% SLIMES and 9% OS containing 3.3 Mt of THM with an assemblage of 89% garnet, 4% ilmenite, 2% rutile and 0.6% zircon; and
- an Inferred Mineral Resource of 47 Mt @ 4.5% THM, 10% SLIMES and 11% OS containing 2.1 Mt of THM with an assemblage of 91% garnet, 4% ilmenite, 1% rutile and 0.5% zircon.



Table 1 Port Gregory – Mineral Resource Estimate

Summary of Mineral Resource estimate (1)							TH	M Asser	nblage ((2)		
Classification		In Situ	In Situ									
	Material	THM	Garnet	THM	SL	os	Garnet	Ilmenite	Zircon	Rutile	Anatase	Other
	(Mt)	(Mt)	(Mt)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)
Indicated	88	3.3	3.0	3.8	10	9	89	4	0.6	2	0.4	4
Inferred	47	2.1	1.9	4.5	10	11	91	4	0.5	1	0.2	3
Grand Total	135	5.4	4.9	4.0	10	10	90	4	0.6	1	0.3	4

Notes:

- (1) Mineral Resource reported at a cut-off-grade of 2.0% THM.
- (2) Mineral assemblage is reported as a percentage of in situ THM content.

Port Gregory Scoping Study (PGSS) and Preliminary Economic Assessment (PEA)

During the reporting quarter IHC Mining was awarded the Port Gregory Scoping Study (PGSS) and Preliminary Economic Assessment (PEA) after a competitive tender saw three industry leading mineral sands engineering firms bid for the work.

IHC Mining are an industry leading Mineral Sands Engineering Consultancy with over 100 years of mineral sands and execution experience. The Study Team selected for the project is led by Engineers that have worked directly on the RDG Lucky Bay mine project within the last 2.5 years. It is expected that learnings from this project will be applied to HVY's study, providing HVY with a best-in-class outcome.

As at the end of the quarter the study was on budget and on time for release in August 2022.

Red Hill Prospect

On the 26th of April 2022, HVY reported that significant garnet mineralisation had been discovered at "Red Hill", 37 km to the South of HVY's flagship Port Gregory Garnet Project, in an area with a comparable geological setting to Port Gregory.

Wide spaced auger holes identified significant garnet mineralisation over an area of at least 1 km x 1 km with notable intercepts including:

- ★ 6.9% THM over 2 m from surface (HA037)
- ★ 4.8% THM over 1.5 m from surface (HA040)
- ★ 4.1% THM over 2.3 m from surface (HA029)
- ★ 5.7% THM over 1 m from surface (DM001)

The garnet fraction was visually estimated (via microscope scanning) to be typically between 75% - 85%

The high grade, shallow mineralisation intercepted in the auger campaign resulted in the project being elevated to a priority exploration target. Follow up drilling is planned for later this year to validate the discovery.

The location of the prospect is presented in Figure 3 which highlights the proximity to Geraldton Port (approximately half the distance to Port compared to the RDG Lucky Bay Mine). Any potential future operation here could have an advantage compared to similar operations in the region, due to lower transport costs.



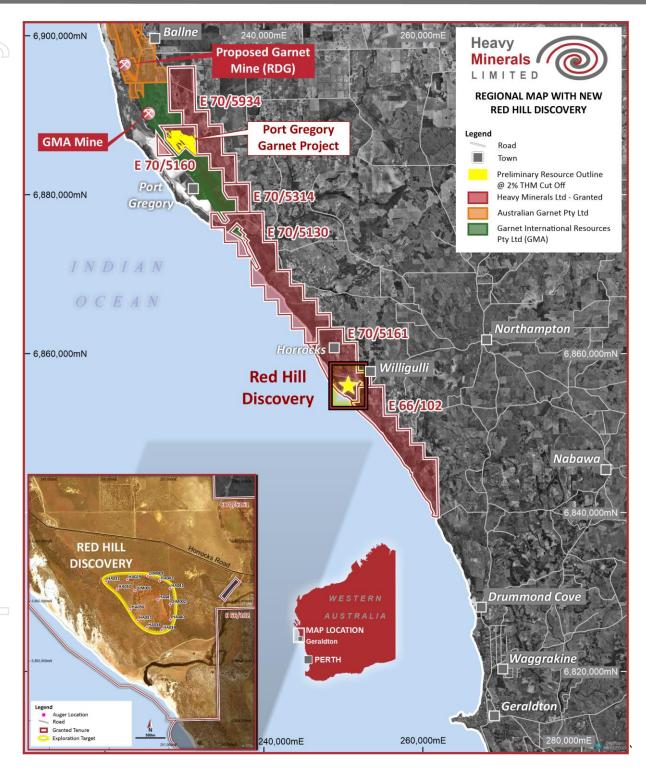


Figure 3: Regional map showing HVY Tenure and projects

Port Gregory Upcoming News

- ★ 3rd Quarter 2022: Metallurgy results
- ★ 3rd Quarter 2022: Scoping Study delivery
- → 3rd / 4th Quarter 2022: Red Hill drilling and 2nd phase Port Gregory drilling



Inhambane Heavy Mineral Sands Project

The Inhambane Heavy Mineral Sands Project in Mozambique consists of a mining concession application (which was lodged on 11 March 2020). The Inhambane Project has a JORC (2012) Inferred Mineral Resource of 90 million tonnes @ 3.0% Total Heavy Mineral. The Company has a 70% direct interest in the Inhambane Project (via its wholly owned subsidiary, Mozmin Resources (Mauritius) Limited with the remaining 30% owned by Galilei LTDA (which will be free carried until a decision to mine is made by the Company). While the exploration licence preceding the mining concession application has expired, the grant of the Mining Concession supersedes this and is currently pending.

Access to the project has been impacted by COVID, the State of Emergency (ending in September 2020) and the Situation of Public Calamity in Mozambique (lifted during the reporting quarter). A site visit was conducted in May to review the project and to update the in-county partners on planned future exploration activities.

The Mineral Resource at the Inhambane Heavy Mineral Sands Project is 90 Mt @ 3.0% THM with 2.7 Mt of contained THM The Inferred Mineral Resource is highlighted in Table 1 and is ilmenite dominated with credits of zircon, rutile, and leucoxene.

Table 1: Inhambane Mineral Resource Summary

MINERAL RESOURCE SUMMARY FOR INHAMBANE PROJECT AS AT DECEMBER 2021

Summary of M Mineral	ineral Resou	rces ⁽¹⁾						HM Ass	emblage ⁽²⁾		
Resource Category	Material (Mt)	In Situ THM (Mt)	THM (%)	SL (%)	OS (%)	Altered Ilmenite (%)	Primary Ilmenite (%)	Rutile (%)	Leucoxene (HiTi) (%)	Zircon (%)	Others (%)
Inferred	90	2.7	3.0	5	0	29	31	2	4	5	29
Grand Total (3)	90	2.7	3.0	5	0	29	31	2	4	5	29

Notes

- (1) Mineral resources reported at a cut-off-grade of 1.7% HM.
- (2) Mineral assemblage is reported as a percentage of in situ HM content.
- (3) HVY has a 70% interest in the Inhambane heavy mineral sands project

Inhambane Metallurgy

In mid-March, 500 kg of raw material from a selection of drill samples was sent to the IHC Mining laboratory in Queensland for metallurgical testing. The testing, as per the Port Gregory Project, aimed to develop a process flowsheet and to determine the expected mineral products from the project. The development of process flow sheets and preliminary mining studies will provide the groundwork for an engineering Scoping Study to develop CAPEX and OPEX outputs and deliver an understanding of potential pathways forward to commercial development.

The results of the test work which was near completion at the end of the reporting quarter highlighted the very marketable nature of the potential product suite from the project which can be produced using a basic process utilising typical mineral sands equipment.

The following key products were produced:



- o Primary Ilmenite containing 49.8% TiO₂, 0.6% SiO₂, 0.4% Al₂O₃ and <0.1% Cr₂O₃
- o Zircon containing 66% $ZrO_2 + HfO_2$, < 0.1% TiO_2 and < 500ppm U + Th
- High Titanium product containing >90% TiO₂

In addition to the production of the key products, potential exists to produce a secondary ilmenite product containing >57% TiO2 and a monazite product.

Follow-up work to process ilmenite concentrate material (middlings) over Rare Earth Drum, Rare Earth Roll Magnetic Separator combination to ascertain if a > 57% TiO_2 product with < 1.0% Cr_2O_3 can be produced is currently underway with the results expected in August.

Overall recovery of ilmenite into the primary ilmenite product is high at 85.5%, without the need for roasting, whilst the recovery of rutile and zircon into a non-magnetic concentrate (feed to produce zircon and high titanium) is 82% and 91.1% respectively.

Inhambane Upcoming News

- ★ 3rd Quarter 2022: Metallurgy results
- ★ 3rd / 4th Quarter 2022: Inhambane wide spaced Auger drill program (still being planned)

Final Product Images

Images of the products produced from the Inhambane raw material are presented in Figure 4 through Figure 11. Of note is the cleanliness of the ilmenite and zircon final product, highlighted by the absence of gangue mineral and surface coatings.

Primary ilmenite



Figure 4: Primary ilmenite

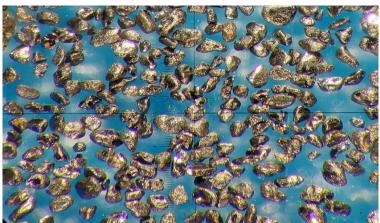


Figure 5: Primary ilmenite



Primary Zircon



Figure 6: Primary Zircon

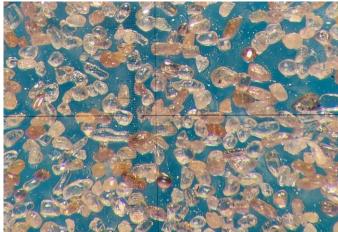


Figure 7: Primary Zircon

Rutile



Figure 8: Rutile

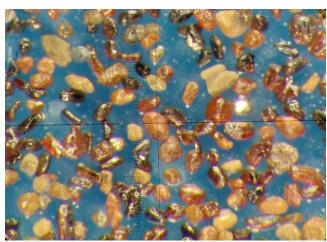


Figure 9: Rutile

Monazite concentrate



Figure 10: Monazite concentrate

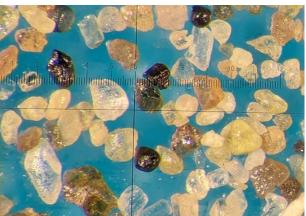


Figure 11: Monazite concentrate



Financial Commentary

The Company closed the quarter with \$2.412M in cash, details are provided in the Appendix 5B report.

Comparison of Forecast to Actual Use of Funds Statement from Prospectus¹ [as required under ASX LR 5.3.4]:

Expenditure Item	Forecast (2 years) \$'000	Actual (12 months) [inclusive of GST] \$'000	Variance \$'000	Explanation
Exploration expenditure: Port Gregory	2,430	1,246	(1,184)	Forecast based on 8 quarters whereas actual based on only 4 quarters
Exploration expenditure: Inhambane	358	72	(286)	Forecast based on 8 quarters whereas actual based on only 4 quarters
Directors' fees	763	654	(109)	Forecast based on 8 quarters whereas actual based on only 5 & ^{2/3} quarters, lower amount expected in future quarters
Vendor payment	50	15	(35)	Lower than forecast
General administration fees & working capital	756	762	6	Forecast based on 8 quarters whereas actual based on only 5 & ^{2/3} quarters, lower amount expected in future quarters
Future acquisition costs	596	21	(575)	Forecast based on 8 quarters whereas actual based on only 4 quarters
Estimated expenses of the offer	547	490	(57)	Lower than forecast.
Total	5,500	3,260	(2,240)	

This announcement has been authorised by the Board of Directors of the Company.

Ends

For further information, please contact:

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 $^{^{\}rm 1}$ Dated 26 July 2021.



About Heavy Minerals Limited

Heavy Minerals Limited (ASX: HVY) is an Australian listed industrial mineral exploration company. The Company's projects are prospective for industrial minerals including but not limited to garnet, zircon, rutile, and ilmenite. The Company's initial focus is the Port Gregory Garnet Project which has a JORC Mineral Resource estimate of 135 Mt @ 4.0% (THM) or 4.9 Mt Contained Garnet. The Company's other project is the Inhambane Heavy Mineral Sands Project in Mozambique which has an ilmenite dominated JORC Inferred Mineral Resource of 90 Mt @ 3.0% THM

To learn more please visit: www.heavyminerals.com

Competent Person Statements

Port Gregory and Red Hill

The information in this announcement that relates to Exploration Results and Mineral Resource estimates is based on and fairly represents information and supporting documentation prepared by Mr. Greg Jones (FAusIMM) who is a Non-Executive Director for Heavy Minerals Limited. Mr. Jones is a Fellow of the Australasian Institute of Mining and Metallurgy and has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that is being reported on 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. Jones has reviewed this report and consents to the inclusion in the report of the matters in the form and context with which it appears.

Inhambane:

The Mineral Resource estimates referred to in this announcement were first reported in accordance with ASX Listing Rule 5.7 in the Company's prospectus dated 27 July 2021 and released on the ASX market announcements platform on 10 September 2021 and subsequently revised in Heavy Minerals Limited's ASX release dated 6th December 2021. The JORC Mineral Resource report that supports this original Mineral Resource estimate is hosted on the company website at the following link:

https://www.heavyminerals.com/technical-reports/

The Company has released updated information that confirms an increase in the Mineral Resource estimate that was reported in the prospectus by way of changing the reporting THM cut-off grade and the expansion of tenure that increases the extent of the Inhambane Mineral Resource to the south.

The information in this announcement that relates to Mineral Resource estimates is based on and fairly represents information and supporting documentation prepared by Mr. Greg Jones (FAusIMM) who is a Non-Executive Director for Heavy Minerals Limited. Mr. Jones is a Fellow of the Australasian Institute of Mining and Metallurgy and has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that is being reported on 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. Jones has reviewed this report and consents to the inclusion in the report of the matters in the form and context with which it appears.

The information in this announcement that relates to Metallurgical Test Results was first reported in a release to the ASX on the 30th May 2022.



Schedule of Tenements

Project	Tenement / Concession Licence	Registered Holder	Status	Area (Ha)	Expiry Date	Interest Held @ 31-Mar-22	Interest Held @ 30-Jun-22
	E66/102	Mozmin Resources Pty Ltd	Granted	4,928.39	30-Oct-23	100%	100%
	E70/5130	Mozmin Resources Pty Ltd	Granted	7,125.91	18-Nov-23	100%	100%
Port Gregory	E70/5160	Mozmin Resources Pty Ltd	Granted	1,403.23	07-Jan-24	100%	100%
Port G	E70/5161	Mozmin Resources Pty Ltd	Granted	3,810.91	08-May-24	100%	100%
	E70/5314	Mozmin Resources Pty Ltd	Granted	885.21	01-Jan-25	100%	100%
	E70/5934	Mozmin Resources Pty Ltd	Granted	4,552.00	13-Dec-26	100%	100%
Inhambane	10255C	+258 Limitada	Pending	21,388.35	N/A	70%	70%

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name	of	entity
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Heavy Minerals Limited

ABN Quarter ended ("current quarter")

26 647 831 883 30 June 2022

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	-	-
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(90)	(646)
	(e) administration and corporate costs	(153)	(726)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	3	5
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)	-	-
1.9	Net cash from / (used in) operating activities	(240)	(1,367)

2.	Ca	sh flows from investing activities		
2.1	Pa	yments to acquire or for:		
	(a)	entities	-	-
	(b)	tenements	-	-
	(c)	property, plant and equipment	(61)	(64)
	(d)	exploration & evaluation	(231)	(1,332)
	(e)	investments	-	-
	(f)	other non-current assets	-	-

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(292)	(1,396)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	5,650
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(4)	(490)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	(20)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	(4)	5,140

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	2,948	35
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(240)	(1,367)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(292)	(1,396)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(4)	5,140

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	2,412	2,412

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	912	448
5.2	Call deposits	1,500	2,500
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	2,412	2,948

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000	
6.1	Aggregate amount of payments to related parties and their associates included in item 1	90	
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-	
Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.			

Includes Directors' salaries and fees (inclusive of GST) and superannuation.

7.	Financing facilities Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000	
7.1	Loan facilities	-	-	
7.2	Credit standby arrangements	-	-	
7.3	Other (please specify)	-	-	
7.4	Total financing facilities	-	-	
7.5	Unused financing facilities available at quarter end			
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.			
	N/A			

8.	Estimated cash available for future operating activities	\$A'000	
8.1	Net cash from / (used in) operating activities (item 1.9)	(240)	
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	(231)	
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(471)	
8.4	Cash and cash equivalents at quarter end (item 4.6)	2,412	
8.5	Unused finance facilities available at quarter end (item 7.5)	-	
8.6	Total available funding (item 8.4 + item 8.5)	2,412	
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	5.1	
	Note: if the entity has reported positive relevant outgoings (ie. a not each inflow) in item 9.7 as "N/A		

Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.

8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:

8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: N/A

8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: N/A

8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: N/A

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: <u>28 July 2022</u>

Authorised by: By the Board of Heavy Minerals Limited

(Name of body or officer authorising release - see note 4)

Notes

- 1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- 2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
- 3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
- 4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
- 5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.